

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)**

**Notice and Statement of the Receiver**  
(Subsections 245(1) and 246(1) of the *Bankruptcy and Insolvency Act*)

**In the Matter of the Receivership of  
Thane Direct Company, Thane Direct Canada Inc., Thane Direct Marketing Inc.,  
Thane International, Inc., West Coast Direct Marketing, Inc., TDG, Inc., and Thane Direct, Inc.**  
Of the City of Mississauga  
In the Province of Ontario

The Receiver gives notice and declares that:

1. On October 23, 2015, pursuant to an order (the “**Receivership Order**”) of the Ontario Superior Court of Justice (Commercial List) (the “**Canadian Court**”), Richter Advisory Group Inc. (“**Richter**”), was appointed as receiver (the “**Receiver**”) to exercise specific powers and duties as set out in the Receivership Order, in respect of the assets, properties and undertakings (the “**Property**”) of Thane Direct Company, Thane Direct Canada Inc., Thane Direct Marketing Inc., Thane International, Inc., West Coast Direct Marketing, Inc., TDG, Inc. and Thane Direct, Inc. (collectively, “**Thane**” or the “**Debtors**”).
2. The Receivership Order was granted pursuant to an application made by the agent, Bank of Montreal as agent, (the “**Agent**”) for the syndicate of lenders including the Bank of Montreal (“**BMO**”), HSBC Bank Canada (“**HSBC**”) and the National Bank of Canada (“**NBC**” and collectively with BMO and HSBC, the “**Lenders**”), pursuant to security held by the Lenders in the assets, property and undertaking of the Debtors, including a general security agreement, representing a charge over all assets of Thane.
3. Subsequent to the granting of the Receivership Order, the Canadian Court issued an order (the “**Approval, Vesting and Distribution Order**”) approving the asset and share transaction (the “**Asset/Share Transaction**”) contemplated by the offer to purchase between 9472541 Canada Inc., 9472550 Canada Inc., 635427, Inc. and 652134 Limited (collectively, the “**Purchasers**”), and the Receiver, to purchase substantially all of the business of Thane and certain of its affiliates. Among other things, the Asset/Share Transaction is conditional upon the Receiver, as the duly appointed foreign representative of Thane, obtaining ancillary relief from the United States Bankruptcy Court for the District of Delaware (the “**U.S. Court**”) exercising its powers of recognition under Chapter 15 of the U.S. Bankruptcy Code with regard to the Property owned by the Debtors (the “**U.S. Proceedings**”).
4. On October 25, 2015, the Receiver commenced the U.S. Proceedings by filing, among other things, petitions on behalf of Thane pursuant to sections 1504 and 1515 of the U.S. Bankruptcy Code seeking recognition by the U.S. Court of the Canadian proceeding as a foreign main proceeding. On October 27, 2015, the U.S. Court granted, among other things, an order staying any and all actions or proceedings against the Debtors and their assets in the United States, pending a final hearing in recognition of the orders entered by the U.S. Court, which hearing is scheduled for December 1, 2015. Copies of the court orders and relevant materials are available on our website: <http://www.richter.ca/en/folder/insolvency-cases/t/thane-direct-company-et-al>



5. As at August 31, 2015, the Debtors' Property consisted of the following:

<b>Assets</b>	<b>Net Book Value (USD\$000s)</b>
Cash	\$ 5,053
Accounts Receivable	13,252
Inventory	14,403
Prepaid Expenses	10,415
Other Current Assets	4,728
Fixed Assets	1,880
<b>Total</b>	<b>\$ 49,731</b>

*Note: The above amounts are in USD\$ and represent book values of the Debtors' assets as detailed in Thane's book and records and do not necessarily represent the sale or liquidation value of the Property.*

6. Pursuant to the Receivership Order, the Debtors remained in possession and control of the Property and the Receiver was not to be or deemed to be in possession and control of the Property.

7. The following information relates to the receivership:

- (a) Address of insolvent person:

5255 Orbitor Dr., Suite 501  
Mississauga, ON  
L4W 5M6

- (b) Principal line of business:

Consumer products distributor.

- (c) Location(s) of business:

5255 Orbitor Dr., Suite 501  
Mississauga, ON  
L4W 5M6

- (d) Estimated amounts owed, as of September 30, 2015, by the Debtors to each creditor who holds security on the Property described above:

BMO, HSBC and NBC

USD\$ 102,481,442

- (e) The list of the Company's other creditors and the amount owed to each creditor per the Company's books and records is set out in the attached schedule.

- (f) The intended plan of action of the Receiver during the receivership is to exercise its powers and duties, as set out in the Receivership Order, including to facilitate the Asset/Share Transaction and such steps as are necessary to complete same.

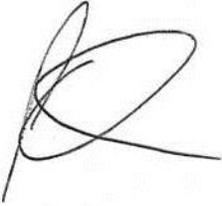
- (g) Contact person for receiver:

Pritesh Patel, CFA, CIRP  
Telephone: 416.642.9421  
Fax: 416.488.3765  
E-mail: [claims@richter.ca](mailto:claims@richter.ca)

Dated at Toronto, Ontario, on October 30, 2015.

Richter Advisory Group Inc.  
in its capacity as Receiver of  
Thane Direct Company, Thane Direct Canada Inc.,  
Thane Direct Marketing Inc., Thane International, Inc.,  
West Coast Direct Marketing, Inc., TDG, Inc.  
and Thane Direct, Inc. and not in its personal capacity

Per:

A handwritten signature in black ink, consisting of a large, stylized 'P' followed by a horizontal line extending to the right.

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**Paul van Eyk, CA·CIRP, CA·IFA**  
Senior Vice-President

**Richter Advisory Group Inc.**  
**In the matter of the Receivership of**  
**Thane Direct Company, Thane Direct Canada Inc., Thane Direct Marketing Inc.,**  
**Thane International, Inc., West Coast Direct Marketing, Inc., TDG, Inc., and Thane Direct, Inc.**

**Schedule "A"**

Unsecured creditors

<b>NO.</b>	<b>COMPANY</b>	<b>Account in USD</b>
1.	AIRD & BERLIS LLP BARRISTERS AND SOLICITORS	\$ 7,273.71
2.	ACTION	\$ 2,218.87
3.	AKERMAN LLP	\$ 6,461.00
4.	AMERICAN SHIPPING COMPANY, INC.	\$ 23,999.28
5.	AMEX BANK OF CANADA/BANQUE AMEX DU CANADA	\$ 10,423.77
6.	AMIR TUKULJ	\$ 1,366.62
7.	ARGO MARKETING GROUP	\$ 2,998.47
8.	ARROWSPEED DELIVERY SERVICE	\$ 94.02
9.	ASN - BELL MEDIA INC	\$ 1,065.04
10.	BARBARA SPARKS	\$ 6.71
11.	BLUE ART MEDIA SOLUTIONS INC.	\$ 1,672.68
12.	BLUE-PENCIL INFORMATION SECURITY INC.	\$ 62.06
13.	BMW OF MISSISSAUGA	\$ 925.62
14.	BORENIUS ATTORNEYS AT LAW	\$ 554.06
15.	CAESAR TRANSPORT INC.	\$ 286.75
16.	CANAL D- BELL MEDIA INC	\$ 25.35
17.	CANAL Z-BELL MEDIA INC-	\$ 25.35
18.	CATHY MITCHELL	\$ 1,247.51
19.	CDIV	\$ 1,291.44
20.	CFCF - BELL MEDIA INC.	\$ 1,364.52
21.	CFCN - BELL MEDIA INC.	\$ 826.67
22.	CFMT OMNI1	\$ 1,450.83
23.	CFPL - BELL MEDIA INC	\$ 368.67
24.	CFQC - BELL MEDIA INC	\$ 1,214.93
25.	CFRE A SHAW MEDIA COMPANY	\$ 634.73
26.	CFSK	\$ 634.73
27.	CFTO-BELL MEDIA INC	\$ 2,124.27
28.	CHAN GLOBAL BC	\$ 3,652.59
29.	CHAPMAN AND CUTLER LLP	\$ 25,891.94
30.	CHEK	\$ 6,827.28
31.	CHEX TELEVISION	\$ 2,048.18
32.	CHIPZCO INC	\$ 448.50
33.	CHRIS STEELE/STEEL COMMUNICATIONS	\$ 833.80
34.	CHRO -BELL MEDIA INC	\$ 887.55
35.	CICT-CL A SHAW MEDIA COMPANY	\$ 1,720.47
36.	CIHF-SB GLOBAL MARITIMES A SHAW MEDIA COMPANY	\$ 2,285.01
37.	CITV	\$ 1,993.57
38.	CIVI- BELL MEDIA INC	\$ 580.32
39.	CIVT - BELL MEDIA INC.	\$ 842.23
40.	CJCH - BELL MEDIA INC	\$ 948.99
41.	CJMT OMNI 2	\$ 725.41
42.	CJOH - BELL MEDIA INC	\$ 890.95
43.	CKMI-GLOBAL TELEVISION NETWORK	\$ 1,269.45
44.	CKVR - BELL MEDIA INC	\$ 1,537.53

45.	CKY TELEVISION	\$	573.34
46.	CLARKE MODET Y CO CHILE LTDA	\$	1,510.00
47.	CONCEPTS VIDEO PRODUCTIONS, INC.	\$	17.33
48.	CORUS ENTERTAINMENT INC.-HISTORIA	\$	167.65
49.	CORUS ENTERTAINMENT INC.-SERIES PLUS	\$	233.86
50.	COSMO TV	\$	819.27
51.	CTV TELEVISION - ACCESS	\$	1,375.18
52.	CTV TELEVISION INC.-ATV	\$	25.35
53.	DEJA VIEW	\$	1,911.64
54.	DIY A SHAW MEDIA COMPANY	\$	3,959.82
55.	DTOUR - A SHAW MEDIA COMPANY	\$	4,779.10
56.	ERNST & YOUNG INC	\$	66,813.57
57.	EVULT INC	\$	269.00
58.	EXTREME REACH INC.	\$	104.45
59.	F. SQUARED, LLC	\$	37.50
60.	FEDERAL EXPRESS CANADA LTD.	\$	3,281.13
61.	FIDO SOLUTION INC.	\$	175.33
62.	FITNIQUE, INC.	\$	145.80
63.	FOOD NETWORK CANADA,INC	\$	6,724.87
64.	FREELANCER INTERNATIONAL PTY LIMITED	\$	49.00
65.	FUTURE THUNDER PRODUCTIONS INC./JIM CALDWELL	\$	486.24
66.	FYI A SHAW MEDIA COMPANY	\$	682.73
67.	GAIAM AMERICAS INC	\$	10,124.30
68.	GENIUS GMBH	\$	17,326.25
69.	GLOBAL INNOVATIONS INC	\$	4,767.05
70.	GLOBAL TELEVISION NETWORK INC.-CIII	\$	8,886.13
71.	GLOBAL TV NETWORK-CKND	\$	1,269.45
72.	GOWLING LAFLEUR HENDERSON LLP	\$	61,622.50
73.	GUSTO TV	\$	1,450.80
74.	H.A.L. PUBLICIDAD, S.C.	\$	4,101.68
75.	HOLISTIC FITNESS INC.	\$	269.84
76.	HOME & GARDEN TELEVISION,INC.	\$	5,461.82
77.	IDEAVILLAGE LLC	\$	25,957.51
78.	INNOTRAC CORPORATION	\$	138,413.51
79.	INTEGRAL GROUP INC.	\$	181.78
80.	JA COMMUNICATIONS, INC.	\$	327.64
81.	JACOBS, STAN PRODUCTIONS,LTD	\$	160.21
82.	JAYNIE RENNER	\$	3,655.29
83.	JIM CALDWELL	\$	137.53
84.	JOE FOWLER	\$	1,959.90
85.	JORDAN MURPHY	\$	89.00
86.	KCPQ-CAN	\$	898.72
87.	KELLY SHEILDS	\$	55.72
88.	KINGSTAR DIRECT INC.	\$	1,385.53
89.	KIRO -TV, INC.	\$	3,999.32
90.	L.M. CLARK CUSTOMS BROKER LTD.	\$	6,923.28
91.	LAUNCH-DRTV	\$	4,588.94
92.	LAWRENCE E. ANDERSON	\$	811.99
93.	LIFE INSURANCE CO.OF NORTH AMERICA	\$	697.15
94.	MANITOULIN GLOBAL FORWARDING	\$	4,049.41
95.	MARC GILL	\$	97.26
96.	MARTITA JARA	\$	851.97
97.	MARY CHRIS WALL	\$	270.67
98.	MILLER THOMSON LLP	\$	37,776.20
99.	MIMI UMIDON	\$	140.34

100.	MINDY MYLREA	\$	1,576.40
101.	MINISTER OF REVENUE QUEBEC	\$	7,684.29
102.	MITCHELL GAYLORD	\$	91.49
103.	MONTE BROOKS PRODUCTION	\$	18,211.08
104.	MONTE-BROOKS PRODUCTIONS INC.	\$	74.60
105.	MOVETIME	\$	6,144.55
106.	MUSIQUE PLUS	\$	155.28
107.	NATIONAL GEOGRAPHIC CANADA	\$	6,656.60
108.	NORTHLAND FULFILLMENT INC.	\$	28,738.86
109.	ONE TRUTH FOUNDATION	\$	1,629.99
110.	OPFER COMMUNICATIONS, INC.	\$	3,505.16
111.	PAIGE GREEN	\$	76.24
112.	PHILLIPS DIGITAL SERVICES	\$	146.18
113.	PLANT CARE INC.	\$	108.19
114.	RECEIVER GENERAL	\$	11,168.25
115.	RICHTER	\$	29,156.00
116.	ROYNAT LEASE FINANCE	\$	217.74
117.	SHAWN CHEYNE	\$	2,479.30
118.	SHOWCASE TELEVISION	\$	3,755.00
119.	SLICE A SHAW MEDIA COMPANY	\$	4,779.10
120.	SOUTH COAST FULFILLMENT LIMITED	\$	3,234.78
121.	STAN JACOBS PRODUCTIONS, INC.	\$	1,458.71
122.	STANLEY JACOB PRODUCTIONS LTD	\$	412.57
123.	SULLIVAN PRODUCTIONS INC.	\$	52,754.41
124.	SYNCO INTERNATIONAL LIMITED	\$	59,973.20
125.	TARA PRODUCTIONS, INC	\$	3,000.49
126.	TELELATINO NETWORK INC.	\$	21,983.84
127.	TELESHOPING, LTD	\$	270.18
128.	TELETOON CANADA INC.	\$	86.79
129.	THE AMERICAN EXPRESS CORPORATE CARD	\$	2,098.91
130.	THE PROP SHOP AND SPACE PLACE	\$	100.00
131.	THERESA SAN-NICOLAS	\$	331.90
132.	TOBI PRODUCTS INC.	\$	3,853.17
133.	TRADE RISK GROUP	\$	17,500.00
134.	TV PRODUCTS EXPORT LIMITED	\$	271,849.45
135.	TV PRODUCTS INTERNATIONAL LTD.	\$	1,908,868.63
136.	TVA	\$	19,423.61
137.	V INTERACTIONS INC.	\$	15,702.74
138.	VANAL VIE- BELL MEDIA INC	\$	61.45
139.	VERIFIED LABEL&PRINT,INC.	\$	523.43
140.	W NETWORK	\$	2,474.89
141.	WAY CREATIVE FILMS AB	\$	700.00
142.	WILLIAM HAY	\$	12,500.00

**TOTAL**

**\$ 3,092,369.67**