

# RSM Richter Inc.

RSM Richter Inc.  
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C A N A D A  
PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL  
COURT NO.: 500-11-042173-126  
ESTATE NO.: 0000108-2012-QC

S U P E R I O R C O U R T  
(Commercial Division)  
(Sitting as a court designated pursuant to the  
*Companies' Creditors Arrangement Act*,  
R.S.C. 1985, c. C-36, as amended)

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IN THE MATTER OF THE PLAN OF ARRANGEMENT OF:

CT-PAYMENT INC.

- and -

CT-PAYMENT DEBIT AND CREDIT PROCESSING  
SOLUTIONS GP INC.

- and -

CT-PAYMENT DEBIT AND CREDIT PROCESSING  
SOLUTIONS GP

Debtors

- and -

RSM RICHTER INC.

Monitor

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## GENERAL UNSECURED CREDITORS PROXY AND VOTING FORM

I/We \_\_\_\_\_  
(name of creditor)

of \_\_\_\_\_  
(address)

creditor(s) of CT-Payment Inc., CT-Payment Debit and Credit Processing Solutions GP Inc. or CT-Payment Debit and Credit Processing Solutions GP (collectively, the "Debtor"), hereby appoint as my (our) proxy for the creditors' meeting to be held on October 10, 2012 or at any adjournment thereof, the following person:

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(name of proxy)

I/we hereby instruct my/our proxy to vote as follows on the resolution to approve the Plan of compromise and arrangement of the Debtor (the "Plan") pursuant to the *Companies' Creditors Arrangement Act* (Canada), as tabled, and as may be amended, at such creditors' meeting, or at any adjournment thereof:

FOR approving the Plan

AGAINST approving the Plan

Note: Unless a creditor has indicated above that it wishes to vote against approval of the Plan, the Monitor will vote all proxies which it holds FOR approving the Plan.

In order to be valid, this proxy must be duly completed and signed, and returned to the Monitor before the meeting of creditors or deposited in person at the creditors' meeting, prior to the commencement of the creditors' meeting.

DATED AT \_\_\_\_\_ (City), this \_\_\_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
(Name of creditor)

\_\_\_\_\_  
Signature of authorized person  
(indicate title or function, if any)

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
(Please print name)

\_\_\_\_\_  
(Please print name)