

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

No: 500-11-034815-080

DATE: December 15, 2008

PRESIDING : The Honourable William Fraiberg, J.S.C.

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. (1985), c. C-36, AS AMENDED :**

Komunik Corporation

-and-

Komunik Datamark Inc.

-and-

Komunik Intramedia Inc.

Debtors/Petitioners

-and-

RSM RICHTER INC.,

Monitor

EXTENSION ORDER

SEEING the *Petition for the extension of the Stay Period, the Approval of the Appointment of a Chief Restructuring Officer, the Approval of a Key Employees Retention Plan and other Conclusions* (the "**Petition**"), the exhibits and the affidavit of Sébastien Demers filed in support thereof;

CONSIDERING the submissions of counsel for the Petitioners, HSBC Bank Canada ("**HSBC Bank**") and HSBC Capital (Canada) Inc. ("**HSBC Capital**");.

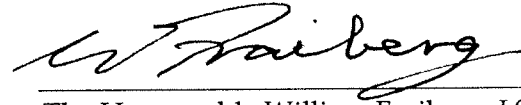
GIVEN the provisions of the *Companies' Creditors Arrangement Act*, R.S.C. (1985), c. C-36;

FOR THESE REASONS, THE COURT :

- [1] **GRANTS** the Petition;
- [2] **EXEMPTS** Komunik Corporation, Komunik Datamark Inc. and Komunik IntraMedia Inc. (collectively, the "**Company**") from having to serve the Petition and from any notice of presentation;
- [3] **EXTENDS** the Stay Period and the Stay Termination Date (as defined in the Order rendered on November 18, 2008 by the Honourable William Fraiberg, J.S.C. (the "**Initial Order**")), up to and including January 30, 2009;
- [4] **RENEWS**, in full but with the necessary adaptations, if need be, the Initial Order, until January 30, 2009;
- [5] **APPROVES** the appointment of Mr. Claude Perrotte as Chief Restructuring Officer of the Company;
- [6] **APPROVES** the key employees retention plan (the "**KERP**") (Exhibit R-2 to the Petition, under seal);
- [7] **ORDERS** that, subject to paragraph [8] of the present Order, the KERP be kept confidential and under seal in the office of counsel for the Company until, as the case may be, further order of this Court;
- [8] **ORDERS** the Company to communicate the KERP to the *Autorité des Marchés Financiers* ("**AMF**") and to the *Toronto Stock Exchange* ("**TSX**") and authorizes it to request the AMF and the TSX to keep the KERP confidential;
- [9] **APPROVES** and **ORDERS** the implementation of the terms and conditions of the HSBC Bank Second Forbearance Agreement (Exhibit R-3 to the Petition);
- [10] **APPROVES** and **ORDERS** the implementation of the terms and conditions of the HSBC Capital Second Forbearance Agreement (Exhibit R-4 to the Petition);

- [11] **DECLARES** that in the event that the Stay Termination Date and the Stay Period (as defined in the Initial Order) expire and are not extended by this Court, the Company's customers will be entitled to take possession of inventory and/or artwork produced at their request, and held by, or for, the Company, provided that (i) they notify the Company, HSBC Bank and HSBC Capital, within 30 days of the Stay Termination Date, of their intention to buy such inventory and/or artwork (ii) they take possession of such inventory and/or artwork within 15 days from the notice referred to in (i) and (iii) prior to the release of such inventory and/or artwork, they pay in full by certified funds any amounts owing to the Company or coming due to the Company without, unless agreed otherwise, any right of set-off, being understood that such inventory and/or art work is subject to the security granted in favour of the HSBC Bank and HSBC Capital and validly charged by such security;
- [12] **ORDERS** that, in the event that the Stay Termination Date is not extended, the Monitor shall notify in writing and within seven (7) days all of the Company's customers of the Stay Termination Date and of the right that the customers may have in relation to the inventory and/or artwork as provided in this Order;
- [13] **DECLARES** that such releases of inventory and/or artwork:
- (a) do not and will not constitute settlements, fraudulent preferences, fraudulent conveyances or other challengeable or reviewable transactions under any applicable law; and
 - (b) are and will be binding on any trustee in bankruptcy, receiver, receiver and manager or interim receiver of Petitioners, for all purposes.
- [14] **DECLARES** that the proceeds of each such sale of inventory and/or artwork have to be remitted within 15 days of the receipt to HSBC Bank and HSBC Capital.
- [15] **RELIEVES** the Monitor from the obligation to publish an advertisement as set forth at paragraph 19(b) of the Initial Order;
- [16] **APPROVES** the Monitor's activities, as described in the Monitor's First Report (Exhibit R-1 to the Petition);
- [17] **ORDERS** the provisional execution of this Order notwithstanding any appeal;

[18] THE WHOLE, without costs.


The Honourable William Fraiberg, J.S.C.