

COURT FILE NUMBER **1701-03460**

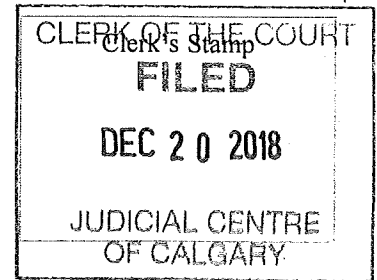
COURT COURT OF QUEEN'S BENCH OF
ALBERTA

JUDICIAL CENTRE Calgary

APPLICANT **ALBERTA ENERGY REGULATOR**

RESPONDENT **LEXIN RESOURCES LTD., 1051393 B.C.
LTD., 0989 RESOURCE PARTNERSHIP,
LR PROCESSING LTD. and LR
PROCESSING PARTNERSHIP**

DOCUMENT **ORDER – Various Relief**



ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Robyn Gurofsky
Borden Ladner Gervais LLP
1900, 520 3rd Ave. S.W.
Calgary, AB T2P 0R3
Telephone: (403) 232-9774/9715
Facsimile: (403) 266-1395
Email: rgurofsky@blg.com
File No. 547730/000021

DATE ON WHICH ORDER WAS PRONOUNCED: December 19, 2018

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice K.M. Eidsvik

UPON the Application of Grant Thornton Limited in its capacity as the court-appointed receiver (the "Receiver") of Lexin Resources Ltd. ("Lexin"), 1051393 B.C. Ltd. ("105"), 0989 Resource Partnership ("0989"), LR Processing Ltd. ("LR Ltd.") and LR Processing Partnership ("LR Processing" and collectively with Lexin, 105, 0989 and LR Ltd. the "Lexin Group"); AND UPON having read the Eleventh Report of the Receiver, dated December 6, 2018 (the "Eleventh Report") and the Affidavit of Service of Rhonda Lastockin, filed, and the pleadings and Receiver's reports previously filed herein, including the receivership order granted on March 20, 2017 (the "Lexin Receivership Order") and the consent receivership order granted on June 13, 2017 (the "Expanded Receivership Order", sometimes referenced herein with the Lexin Receivership Order as the "Receivership Orders"); AND UPON having heard submissions from counsel for the Receiver, and any other counsel in attendance at this Application,

IT IS HEREBY ORDERED AND DECLARED THAT:

Service

including on AMVIC

1. The time for service of this Application together with all supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with such documents, and this hearing is properly returnable before this Honourable Court today and further service thereof is dispensed with.

Partial Discharge

2. The Receiver is partially discharged from any and all obligations derived from the Receivership Orders or otherwise in respect of the licenses set out in Appendices 6 and 7 of the Eleventh Report (the "Licenses").
3. The Receiver is partially discharged from any and all obligations derived from the Receivership Orders or otherwise in respect of the lands set out in Appendices 8 and 9 of the Eleventh Report (the "Lands")
4. The Receiver shall not be liable for any act or omission on its part in respect of the Licenses or the Lands, including without limitation, any act or omission pertaining to the discharge of its duties in respect of the Licenses and the Lands in the within proceedings, save and except for any liability arising out of any gross negligence or wilful misconduct on its part, or with leave of the Court. Subject to the foregoing, any claims against the Receiver in respect of the Licenses and the Lands, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission of the Receiver in any way relating to or arising out of or in respect of the performance of its duties regarding the Licenses and the Lands, are hereby stayed, released, extinguished and forever barred.
5. No action or other proceeding shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver of the Licenses or the Lands, except with prior leave of this Court on notice to the Receiver and upon such terms and this Court may direct.
6. Nothing in this order shall derogate from the terms or protections ordered with respect to the Receiver in the Receivership Orders, including but not limited to the fact that the Receiver is neither in possession nor physical control of the Oil and Gas Sites related to the Licenses and the Lands.

AMVIC Disclosure

7. The Alberta Motor Vehicle Industry Council ("AMVIC") is hereby directed to release to Grant Thornton Limited, the Receiver, the registration information related to the 2007 GMC Sierra 1500 truck bearing VIN 1GTEK19J27Z521311.
8. AMVIC is authorized to apply to the Court on no less than 7 days' notice to the Receiver for advice and direction in respect of the disclosure of the registration information described in paragraph 7, above.



Justice of the Court of Queen's Bench of Alberta