



COURT FILE NUMBER **1701-03460**

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE Calgary

PLANTIFF **ALBERTA ENERGY REGULATOR**

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

DOCUMENT **AFFIDAVIT OF RECEIVER**

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
Facsimile: (403) 266-1395
Email: RGurofsky@blg.com
File No. 547730-000021

AFFIDAVIT OF ANDREW BASI

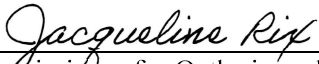
Sworn (or Affirmed) on August 31, 2020

I, Andrew Basi, of Calgary, Alberta, chartered accountant and licensed insolvency trustee,
SWEAR/AFFIRM AND SAY THAT:

1. I am a partner of the firm Grant Thornton LLP and employed by Grant Thornton Limited, the court appointed receiver ("**Receiver**") of Lexin Resources Ltd., 1051393 B.C. Ltd., 0989 Resource Partnership, LR Processing Ltd. and LR Processing Partnership. I am responsible for overseeing the administration of the within receivership estate. As such, I have knowledge of the facts hereinafter sworn to unless stated to be based on information and belief and where so stated, I do verily believe the same to be true.

2. I make this Affidavit pursuant to the order of the Honourable Justice B.E.C. Romaine dated July 11, 2019 and filed in these proceedings on the same date (the “**Discharge Order**”), and in particular, paragraph 15 thereof which requires the Receiver to file with the Clerk of the Court a sworn Affidavit prior to its discharge.
3. Capitalized terms not defined herein have the meaning attributed to them in the Discharge Order.
4. Pursuant to the terms of the Discharge Order, I can confirm the following:
 - (a) The distribution to the Alberta Energy Regulator, as contemplated by paragraph 4 of the Discharge Order, was made on July 31, 2019;
 - (b) The sales approved by the Court on July 11, 2019 have closed;
 - (c) The Receiver has successfully pursued the HESC Application, obtained a sale approval and vesting order in respect of that application on February 4, 2020 from the Honourable Justice G. Campbell and closed the transaction on June 30, 2020, substantially on the terms contemplated in the HESC PSA; and
 - (d) The Tolling Period as provided for pursuant to the Settlement Agreement has expired.
5. I make this Affidavit pursuant to the Discharge Order and to obtain a discharge of the Receiver in the within proceedings, subject to the qualifications contained in paragraph 15 of the Discharge Order, and for no improper purpose.

SWORN (OR AFFIRMED) BEFORE ME at)
 Calgary, Alberta, this 31st day of August 2020.)



 Commissioner for Oaths in and for the
 Province of Alberta)



 ANDREW BASI)

JACQUELINE RIX
MY COMMISSION EXPIRES
OCTOBER 14, 2022