



COURT FILE NUMBER 1701-03460

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF ALBERTA ENERGY REGULATOR

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

DOCUMENT SEALING ORDER

ADDRESS FOR SERVICE AND Robyn Gurofsky/Jessica L. Cameron
CONTACT INFORMATION OF Borden Ladner Gervais LLP
1900, 520 3rd Ave. S.W.
PARTY FILING THIS Calgary, AB T2P 0R3
Telephone: (403) 232-9774/9715
DOCUMENT Facsimile: (403) 266-1395
Email: rgurofsky@blg.com/jcameron@blg.com
File No. 547730/000021

I hereby certify this to be a true copy of
the original order

Dated this 25 day of Oct 17
Kate J. [Signature]
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: October 25, 2017

NAME OF JUSTICE WHO MADE THE ORDER: B.E. Romaine

LOCATION OF HEARING: Calgary, Alberta

UPON the application of Grant Thornton Limited, in its capacity as the court-appointed receiver (the “**Receiver**”) of Lexin Resources Ltd., 1051393 B.C. Ltd., 0989 Resource Partnership, LR Processing Ltd. and LR Processing Partnership (collectively the “**Debtors**”) for the advice and direction of this Court; **AND UPON** having read the Fifth Report of the Receiver, dated October 12, 2017, filed (the “**Fifth Report**”), the Confidential Supplement to the Receiver’s Fifth Report, dated October 18, 2017 (the “**Confidential Report**”), the Affidavits of Service of Vanessa Vu and Kristal Bolton, respectively, each filed, and the pleadings and proceedings filed herein, including the Lexin Receivership Order granted on March 20, 2017 and the Expanded Receivership Order granted on June 13, 2017; **AND UPON** hearing from counsel for the Receiver, the Alberta Energy Regulator and counsel for any other interested parties appearing at the hearing of this application:

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The Confidential Report shall be sealed on the Court file, kept confidential and not form part of the public record. The Clerk of the Court shall file the Confidential Report in a sealed envelope attached to a notice that sets out the style of cause of these proceedings and states that:

THIS ENVELOPE CONTAINS THE CONFIDENTIAL SUPPLEMENT TO THE RECEIVER'S FIFTH REPORT, DATED OCTOBER 18, 2017, FILED IN COURT FILE NO. 1701-03460, WHICH SHALL BE SEALED FOR A PERIOD OF THREE (3) MONTHS FOLLOWING THE DISCHARGE OF THE RECEIVER, PURSUANT TO AN ORDER ISSUED BY THE HONOURABLE JUSTICE B.E. ROMAINÉ ON OCTOBER 25, 2017, AND IS NOT TO BE PLACED ON THE PUBLIC RECORD OR MADE PUBLICLY ACCESSIBLE.

2. The Receiver is empowered and authorized, but not directed, to provide the Confidential Report (or any portion thereof, or information contained therein) to any interested party, entity or person that the Receiver considers reasonable in the circumstances, subject to confidentiality arrangements satisfactory to the Receiver.
3. Leave is hereby granted to any person or party affected by this Order to apply to this Honourable Court for a further order modifying or varying the terms of this Order, with such Application to be brought on no less than 7 days' notice to the Receiver and any other affected party pursuant to the Alberta Rules of Court.

Miscellaneous Matters

4. Service of this Order shall be deemed good and sufficient by serving the same on:
 - a) the persons listed on the service list (attached as Schedule "A" to the Application); and
 - b) by posting a copy of this Order on the Receiver's website at: www.grantthornton.ca/lexin
5. No other persons are entitled to be served with a copy of this Order.
6. Service of this Order shall be deemed good and sufficient regardless of whether service is effected by PDF copy attached to email, facsimile, courier, personal deliver or ordinary mail.

"B.E. Romaine"

Justice of the Court of Queen's Bench of Alberta