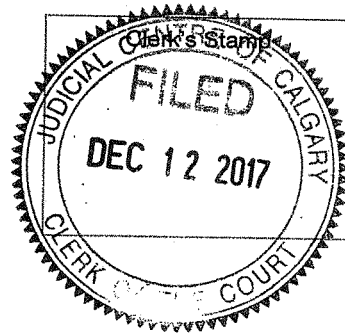


COURT FILE NUMBER 1701-03460
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF ALBERTA ENERGY REGULATOR
DEFENDANT LEXIN RESOURCES LTD., 1051393
B.C. LTD., 0989 RESOURCE
PARTNERSHIP, LR PROCESSING
LTD. and LR PROCESSING
PARTNERSHIP



DOCUMENT

ORDER

(Sealing Affidavit of Samuel Morrow
and related materials)

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

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Calgary, Alberta T2P 1G1
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Phone Number: (403) 260-0210
Fax Number: (403) 260-0332
Email address: dlegeyt@bdplaw.com
File no.: 55825-3

DATE ON WHICH ORDER WAS PRONOUNCED: December 4, 2017

LOCATION ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice B.E.C. Romaine

UPON THE APPLICATION of MFC Energy Finance Inc. (the "**Applicant**") for an Order sealing (i) the Affidavit of Samuel Morrow sworn November 8, 2017, (the "**Affidavit**"), (ii) the transcript of Questioning on the Affidavit, conducted on November 16, 2017 (the "**Transcript**"), (iii) the undertaking responses arising from the questioning on the Affidavit, served on November 24, 2017 (the "**Replies**"), and (iv) the Applicant Brief in respect of a hearing to occur in these proceedings on December 11, 2017 (the "**Brief**"); **AND UPON** reading the Affidavit of Service of Laura Head, filed November 27, 2017; **UPON** hearing submissions from counsel for the Applicant and counsel for Grant Thornton Limited in its capacity

I hereby certify this to be a true copy of
the original ORDER
dated this 12 day of December 2017
[Signature]
for Clerk of the Court

as 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 "**Lexin Group**");

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of notice of this Application is good and sufficient
2. Part 6, Division 4 of the *Alberta Rules of Court* does not apply to this Application.
3. The Applicant shall serve the Affidavit, the Transcript, the Replies, and the Brief (collectively the "**Confidential Materials**") on the service list established in these proceedings (the "**Service List**"), and the recipients of the Confidential Materials shall keep them confidential, subject to further Order of this Honourable Court.
4. Grant Thornton Limited is directed (i) to remove the Confidential Materials from the website it has established in respect of these proceedings (the "**Website**"), and (ii) to refrain from posting the Confidential Materials on the Website.
5. Until further Order of this Honourable Court, the Confidential Materials, shall be sealed and remain sealed by the Clerk of the Court, kept confidential and not form part of the public record, and not be available for public inspection until otherwise ordered by this Court, upon seven days' notice to all interested parties,
6. Any person who is not on the Service List who requests access to the Confidential Materials, either from the Applicant, the Receiver or the Court, must file and serve an Application requesting access to the Confidential Materials upon seven days' notice to the Service List setting out the basis for the request for access. The Confidential Materials may not be disclosed to any person who is not on the Service List unless otherwise ordered by the Court or consented to in writing by the Applicant.
7. The Clerk of the Court is hereby directed to place the sealed Confidential Materials separate and apart from all other contents of the Court file in a sealed envelope attached to a notice that sets out the title to these proceedings, the aforementioned description of the documents contained therein, and a statement that the contents of the envelope are sealed pursuant to this Order.

, or such shorter period of notice as may be ordered by the Court. BR

8. The Applicant shall serve, by courier, facsimile transmission, e-mail transmission, or ordinary post, a copy of this Order on all parties present at this Application and on all parties who received notice of this Application or who are presently on the service list established in these proceedings, and service on any or all other parties is hereby dispensed with. Service affected as aforesaid shall be good and sufficient service.



J.C.Q.B.A. or Clerk of the Court

Approved this 5th day of December, 2017

BORDEN LADNER GERVAIS LLP

Per: _____

Robyn Gurofsky
Counsel to the Receiver, Grant Thornton
Limited

Approved this ____ day of December, 2017

ALBERTA ENERGY REGULATOR

Per: _____

Keely Cameron

8. The Applicant shall serve, by courier, facsimile transmission, e-mail transmission, or ordinary post, a copy of this Order on all parties present at this Application and on all parties who received notice of this Application or who are presently on the service list established in these proceedings, and service on any or all other parties is hereby dispensed with. Service affected as aforesaid shall be good and sufficient service.

J.C.Q.B.A. or Clerk of the Court

Approved this ____ day of December, 2017

BORDEN LADNER GERVAIS LLP

Per: _____

Robyn Gurofsky
Counsel to the Receiver, Grant Thornton
Limited

Approved this 5th day of December, 2017

ALBERTA ENERGY REGULATOR

Per: _____


Keely Cameron