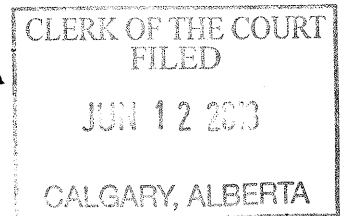


COURT FILE NUMBER **1701-03460**
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF **ALBERTA ENERGY REGULATOR**
DEFENDANT **LEXIN RESOURCES LTD., 1051393 B.C. LTD., 0989
RESOURCE PARTNERSHIP, LR PROCESSING LTD.
and LR PROCESSING PARTNERSHIP**



DOCUMENT **RECEIVER'S CERTIFICATE**

ADDRESS FOR SERVICE AND Robyn Gurofsky/Jessica L. Cameron
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 File No. 547730/000021

RECITALS:

- A. Pursuant to an Order of the Honourable Justice P.R. Jeffrey of the Court of Queen's Bench of Alberta (the "**Court**") dated March 20, 2017, Grant Thornton Limited was appointed as the receiver (the "**Receiver**") of the undertaking, property and assets of Lexin Resources Ltd. ("**Lexin**").
- B. Pursuant to an Order of the Honourable Justice K.M. Eidsvik of the Court dated June 13, 2017, the Receiver was appointed receiver of the undertaking, property and assets of 1051393 B.C. Ltd., 0989 Resource Partnership, LR Processing Ltd. and LR Processing Partnership (collectively with Lexin, the "**Debtors**").
- C. Pursuant to an Order of the Court dated December 4, 2017, the Court approved the agreement of purchase and sale (the "**Sale Agreement**") made between the Receiver and ConocoPhillips Canada Resources Corp. (the "**Buyer**") and provided for the vesting in the Buyer of the Debtors' right, title and interest in and to the Emission Offsets as defined in the Sale Agreement, which vesting is to be effective upon the delivery by the Receiver to the Buyer of a certificate confirming:
- (i) the payment by the Buyer of the Purchase Price for the Emission Offsets; and
 - (ii) the Transaction contemplated pursuant to the Sale Agreement has been completed to the satisfaction of the Receiver, subject only to the post-closing obligations provided for in the Sale Agreement.

- D. Unless otherwise indicated herein, capitalized terms not otherwise defined have the meaning attributed to them in the Sale Agreement.

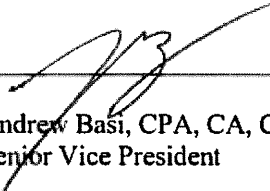
THE RECEIVER CERTIFIES the following:

1. The Buyer has paid and the Receiver has received the Purchase Price for the Emission Offsets, payable at Closing pursuant to the Sale Agreement;
2. Any conditions to Closing as set out in the Sale Agreement have been satisfied or waived by the Receiver and/or the Buyer where applicable; and
3. The Transaction contemplated by the Sale Agreement has been completed, subject to the post-closing obligations provided for therein.

This Certificate was delivered by the Receiver at Calgary, Alberta on December 19, 2017.

GRANT THORNTON LIMITED in its capacity as court appointed receiver of the assets, undertakings and properties of LEXIN RESOURCES LIMITED, 1051393 B.C. LTD., 0989 RESOURCE PARTNERSHIP, LR PROCESSING LTD. and LR PROCESSING PARTNERSHIP, and not in its personal or corporate capacity.

Per: _____


Andrew Basi, CPA, CA, CIRP, LIT
Senior Vice President