

THE QUEEN'S BENCH

WINNIPEG CENTRE

IN THE MATTER OF: The Appointment of a Receiver pursuant to Section 243
of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-
3, as amended, and Section 55 of *The Court of Queen's
Bench Act*, C.C.S.M. c. C280

BETWEEN:

ROYAL BANK OF CANADA,

plaintiff,

- and -

KELLER & SONS FARMING LTD. and KELLER
HOLDINGS LTD.,

defendants.

ORDER

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(Matter No. 0138084 RAM)
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WINNIPEG CENTRE

THE HONOURABLE) Friday, the 8th day of April, 2016
MR. JUSTICE CHARTIER)

IN THE MATTER OF: The Appointment of a Receiver pursuant to Section 243
of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-
3, as amended, and Section 55 of *The Court of Queen's
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defendants.

ORDER

THIS MOTION, made by Ernst & Young Inc. (the “Receiver”), in its capacity as receiver and manager of the defendants, for certain relief as set out in the Notice of Motion filed on behalf of the Receiver on April 1, 2016, was heard this day at the Winnipeg Law Courts Building, 408 York Avenue in Winnipeg, Manitoba.

ON READING the First Report of the Receiver dated January 19, 2016
(the "First Report") and the Confidential First Report of the Receiver dated January

19, 2016 (the "First Confidential Report"), the Second Report of the Receiver dated March 30, 2016 (the "Second Report"), the Second Confidential Report of the Receiver dated March 30, 2016 (the "Second Confidential Report"), and the Supplement to Second Confidential Report dated April 6, 2016 (the "Supplement") (all of which documents are hereinafter collectively referred to as the "Receiver's Reports"), and on hearing the submissions of counsel for the Receiver, the plaintiff, the defendants, Shilo Farms Ltd. ("SFL"), Markus Keller ("Keller"), and Redfern Farm Services Ltd., no one appearing for any other interested party, although properly served as appears from the Affidavit of Service of Ross A. McFadyen filed April 1, 2016 and the further Affidavit of Service of Arthur Stacey April 8, 2016:

1. THIS COURT ORDERS AND DECLARES that the time for service of the Notice of Motion and the Receiver's Reports is hereby abridged and validated and further service is hereby dispensed with.
2. THIS COURT ORDERS AND DECLARES that the Second Confidential Report, the Supplement, and the content of the disclosure made by counsel for the Receiver and counsel for the plaintiff to counsel for SFL and Keller during the course of the hearing held this day as to the amount of the offer which the Receiver proposes to accept shall be treated as confidential and sealed and shall neither form part of the public record nor be disclosed to any other party to this proceeding or otherwise, except:

- (a) by further Order of the Court, following notice to the Receiver of such motion; or
- (b) upon the date on which the Receiver files with the Court a written notice certifying that a transaction or transactions relating to all the assets dealt with under the Receiver's Reports have closed to the satisfaction of the Receiver;

whichever shall first occur, whereupon all of the Receiver's Reports shall form part of the public record and no longer be sealed.

3. THIS COURT ORDERS that the motion of the Receiver for the balance of the relief appearing from its Notice of Motion filed April 1, 2016 be and the same is hereby adjourned to Friday, April 15, 2016.

4. THIS COURT ORDERS that any party intending to file a written brief of law in connection with the right or ability of the Receiver to withhold certain information from the public record by means of a confidential report shall do so by Monday, April 11, 2016.

5. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order.

6. THIS COURT ORDERS that this Order may be served by email or regular mail to all parties listed on the Service List and on any party that appeared at the hearing of this motion, and further service on any other party is hereby dispensed with. Approval as to the form of this Order by any interested parties is also hereby dispensed with.

April 13, 2016

O.L. CHARTIER
JUSTICE CHARTIER