

COURT FILE NUMBER	Q.B. 727 / 2015	Clerk's Stamp
COURT OF QUEEN'S BENCH FOR SASKATCHEWAN IN BANKRUPTCY AND INSOLVENCY		
JUDICIAL CENTRE	SASKATOON	
PLAINTIFF	ALIGNVEST PRIVATE DEBT LTD.	
DEFENDANTS	NABER SPECIALTY GRAINS LTD. AND MELFORT GRAIN TERMINAL LTD.	

IN THE MATTER OF THE RECEIVERSHIP OF NABER SPECIALTY GRAINS LTD. AND
MELFORT GRAIN TERMINAL LTD.

Before the Honourable Madam Justice A.R. Rothery in chambers the 19th day of November, 2015

ORDER

On the application of David Gerecke, lawyer on behalf of the applicant, Ernst & Young Inc. (the "Receiver"), in its capacity as Court-appointed Receiver of the Defendants, Naber Specialty Grains Ltd. and Melfort Grain Terminal Ltd.; and upon hearing Jeffrey Lee, Q.C. on behalf of the Plaintiff; and on reading:

- (a) Notice of Application of the Receiver dated November 12, 2015;
- (b) First Report of the Receiver dated November 12, 2015 (the "First Report")
- (c) Confidential First Report of the Receiver dated November 12, 2015 (the "Confidential Report");
- (e) Draft Order; and
- (f) The pleadings previously filed and read;

all filed;

The Court orders:

Abridgement of Service

1. The time for service of the Receiver's Notice of Application returnable October 14, 2015 and the materials served in support thereof (collectively, the "Application Materials") shall be and is abridged, such that service of the Application Materials on the Respondents and the parties listed on the Service List dated November 6, 2015, whether on the parties themselves or on their solicitors set forth in the Service List, shall be deemed to constitute good, valid and timely service thereof in regard to the application scheduled for hearing on November 19, 2015 at 1:30 p.m., such that this application shall be and is properly returnable at such date and time.

Sealing of the Receiver's Confidential Report

2. Counsel to the Receiver having complied substantially with Practice Directive #3, the Confidential Report shall be and is hereby sealed on a *nunc pro tunc* basis, effective as of the date of the filing of the Application Materials, being November __, 2015, and shall neither form part of the public record nor be disclosed to any 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 written notices that sales of all properties discussed in the Confidential Report have closed to the satisfaction of the Receiver;

whichever shall first occur, whereupon the Confidential Report shall form part of the public record and no longer be regarded as sealed. Notwithstanding the foregoing:

- (c) where an interested party who is not a prospective purchaser of any property discussed in the Confidential Report, requests that the Receiver provide it access to all or a portion of the Confidential Report and satisfies the Receiver that it has a valid business purpose for requiring such access, the Receiver may provide such access on such terms of confidentiality as the Receiver considers appropriate to protect the confidential nature of the information; and
- (d) any person shall have leave to apply to the Court on notice to the Receiver for the unsealing of the Confidential Report upon any terms this Honourable Court shall deem appropriate.

Proposed Sale of Parcel 1

3. The proposed sale of Parcel 1 as described in the First Report, to King's Lake Farms Ltd. and Cas-Per Farms Inc. O/A Cas-Grain Farms Partnership, is not approved. The Receiver is directed not to complete such proposed sale and to return the deposit to Cas-Grain Farms Partnership.

Approval of Statement of Receipts and Disbursements

4. The Receiver's Statement of Receipts and Disbursements attached as Appendix "G" to the First Report shall be and is hereby approved and ratified.

Approval of Actions of the Receiver

5. All activities, actions and proposed courses of action of the Receiver to date in relation to the discharge of its mandate as Receiver of the Property (as that term is defined in the Order of this Honourable Court dated June 18, 2015), as more particularly described in the First Report, shall be and are hereby approved, ratified and confirmed as valid.

Issued at Saskatoon, Saskatchewan, this 4th day of December, 2015.

R. ROBERTSON
DEPUTY LOCAL REGISTRAR

Local Registrar (or as the case may be)

NOTICE

Take notice that, unless the order is consented to by the respondent or a person affected by the order or unless otherwise authorized by law, every order made without notice to the respondent or a person affected by the order may be set aside or varied on application to the Court. You should consult your lawyer as to your rights.

CONTACT INFORMATION AND ADDRESS FOR SERVICE

If prepared by a lawyer for the party:

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