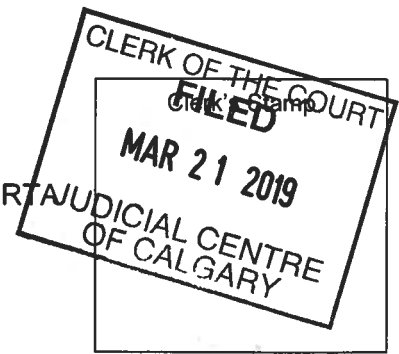


COURT FILE NUMBER 1901-03879
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF HSBC BANK CANADA
DEFENDANT GENCO HOLDINGS LTD.
DOCUMENT APPLICATION
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McCARTHY TÉTRAULT LLP
4000, 421 – 7th Avenue SW
Calgary, AB T2P 4K9
Attention: Walker W. MacLeod
Tel: 403-260-3710
Fax: 403-260-3501
Email: wmacleod@mccarthy.ca



NOTICE TO RESPONDENTS:

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the judge.

To do so, you must be in Court when the application is heard as shown below:

Date:	March 22, 2019
Time:	2:00 p.m.
Where:	Calgary Courts Centre
Before Whom:	Justice P.R. Jeffrey

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought: Genco Holdings Ltd. ("**Genco**") applies for an order substantially in the form attached as Schedule "**A**" hereto:

1. If necessary, declaring that the time for service of this application (the "**Application**") and the Affidavit of Pali Bedi, sworn on March 21, 2019 (the "**Bedi Affidavit**"), is abridged, that the Application is properly returnable on March 22, 2019, that service of the Application and the Bedi Affidavit on the service list is good and sufficient, and that

no persons other than those on the service are entitled to service of the Bedi Affidavit, the Application, or any order arising therefrom.

2. Sealing the confidential exhibit marked as Exhibit “E” to the Bedi Affidavit (the “**Confidential Exhibit**”), on the Court file, until the conclusion of the within proceedings.
3. Such further and other relief as counsel for Genco may advise and this Honourable Court considers to be just and appropriate.

Grounds for making this application: The grounds for the Application are as follows:

4. The Confidential Exhibit contains certain information concerning the value and appraisal of Genco’s property. The public disclosure and dissemination of the information in the Confidential Exhibit would cause serious and irreparable harm to Genco. The sealing provision that Genco seeks on the Application, in respect of the Confidential Exhibit, is a fair and reasonable method of addressing the serious and irreparable harm that would result if the Confidential Exhibit was publically disseminated.
5. Such further and other considerations as counsel for Genco may advise and this Honourable Court considers just and appropriate in the circumstances.

Material or evidence to be relied on:

6. The Affidavit of Pali Bedi, sworn on March 21, 2019.
7. The Confidential Exhibit, unfiled.
8. Such further and other evidence or materials as counsel for Genco may advise and this Honourable Court may permit.

Applicable rules:

9. Rule 6.3(1) of the Alberta Rules of Court.
10. Such further and other rules as counsel for Genco may advise.

Any Irregularity Complained of or Objection Relied On:

11. There are no irregularities complained of, or objections relied on.

How the Application is Proposed to be Heard or Considered:

12. Counsel for Genco proposes that the Application be heard in person with one, some or all of the parties present.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

SCHEDULE "A"
SEALING ORDER

COURT FILE NUMBER 1901-03879

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF HSBC BANK CANADA

DEFENDANT GENCO HOLDINGS LTD.

DOCUMENT **ORDER (Sealing)**

ADDRESS FOR SERVICE McCARTHY TÉTRAULT LLP
AND CONTACT 4000, 421 – 7th Avenue SW
INFORMATION OF PARTY Calgary, AB T2P 4K9
FILING THIS DOCUMENT Attention: Walker W. MacLeod
 Tel: 403-260-3710
 Fax: 403-260-3501
 Email: wmacleod@mccarthy.ca

Clerk's Stamp

DATE ON WHICH ORDER WAS PRONOUNCED: **March 22, 2019**

LOCATION OF HEARING OR TRIAL: **Calgary, Alberta**

NAME OF JUDGE WHO MADE THIS ORDER: **Justice P.R. Jeffrey**

UPON the application (the "**Application**") of Genco Holdings Ltd. ("**Genco**"); **AND UPON** reading the Affidavit of Pali Bedi, sworn on March 21, 2019 (the "**Bedi Affidavit**"), filed; **AND UPON** having read Exhibit "**E**" to the Bedi Affidavit (the "**Confidential Exhibit**"), unfiled; **AND UPON** having read the Affidavit of Service of Katie Doran, sworn on March •, 2019 (the "**Service Affidavit**"); **AND UPON** hearing counsel for the Receiver and for any other parties who may be present;

IT IS HEREBY ORDERED THAT:

SERVICE

1. The time for service of the Application and the Bedi Affidavit in the manner described in the Service Affidavit is validated and the Application is properly returnable today.

SEALING

2. Part 6, Division 4 of the Alberta Rules of Court does not apply to the Application and the Clerk of the Court is hereby directed to seal the Confidential Exhibit on the Court file until the earlier of: (a) the date that Genco completes a sale or disposition of all or substantially all of its interest in the 160 Acre Lands (as such term is defined in the Bedi Affidavit); and (b) the date that is three (3) years from the date of this Order. The Confidential Exhibit shall be sealed and filed in an envelope containing the following endorsement thereon:

THIS ENVELOPE CONTAINS THE CONFIDENTIAL EXHIBIT TO
AFFIDAVIT OF PALI BEDI, SWORN MARCH 21, 2019, WHICH IS
SEALED PURSUANT TO AN ORDER ISSUED BY THE HONOURABLE
JUSTICE P.R. JEFFREY, DATED MARCH 22, 2019, AND IS NOT TO
BE PLACED ON THE PUBLIC RECORD OR MADE PUBLICALLY
ACCESSIBLE, UNTIL SUCH TIME AS THE CONDITIONS FOR
DISCLOSURE AS SPECIFIED IN THE ORDER DATED MARCH 22,
2019 ARE SATISFIED.

3. Any person may apply, on reasonable notice to Genco and any other interested parties, to vary, amend, or modify paragraph 2 of this Order.

J.C.C.Q.B.A.