

Form 13-31
(Rule 13-31)

COURT FILE NUMBER 643 of 2016
COURT QUEEN'S BENCH FOR SASKATCHEWAN
 IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE SASKATOON
APPLICANTS 101133330 SASKATCHEWAN LTD. and
 101149825 SASKATCHEWAN LTD.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
RSC 1985, c. C-36, AS AMENDED


AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF 101133330 SASKATCHEWAN LTD. and 101149825 SASKATCHEWAN LTD.

AFFIDAVIT OF JORDAN F. RICHARDS

I, Jordan F. Richards, of the City of Regina, Saskatchewan, Solicitor, MAKE OATH AND SAY AS FOLLOWS:

1. THAT I am an Associate in the law firm of McDougall Gauley LLP, solicitors for the Applicants, 101133330 Saskatchewan Ltd. and 101149825 Saskatchewan Ltd., and as such I have personal knowledge on the facts and matters hereinafter deposed to except where otherwise stated to be on information and belief and whereso stated, I verily believe the same to be true.
2. THAT on March 29, 2018, in compliance with General Application Practice Directive No. 3, I completed the electronic Notice of Application for a Publication Ban (the "**Application**"), for a discretionary order to have the Confidential Supplement to the Fourth Supplementary Affidavit of David Calyniuk dated May 29, 2018 sealed.
3. THAT attached hereto and marked as Exhibit "A" to this my Affidavit is a copy of the email received by me from Saskatchewan Law Courts, acknowledging receipt of the Application and confirming the notification was distributed to all subscribers.
4. THAT I make this Affidavit in support of said Application and believe the matters contained herein are uncontroverted.

SWORN BEFORE ME
at, Regina, Saskatchewan,
this 29th day of May, 2018.



Commissioner for Oaths for Saskatchewan
My Commission expires: September 30, 2022

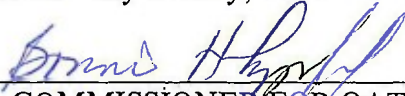


JORDAN F. RICHARDS

CONTACT INFORMATION AND ADDRESS FOR SERVICE

Name of firm: McDougall Gauley LLP
Name of lawyer in charge of file: Ian A. Sutherland
Address of legal firm: 500-616 Main Street, Saskatoon, SK S7H 0J6
Telephone / Facsimile: (306) 653-1212 / (306) 652-1323
Email address: isutherland@mcdougallgauley.com

This and the following two pages
are Exhibit "A" referred to in the Affidavit of
Jordan F. Richards sworn to herein before me
this 29th day of May, 2018



A COMMISSIONER FOR OATHS in and for the
Province of Saskatchewan.

My commission expires: September 30, 2022

Richards, Jordan

From: Blaus, Dawn <dblaus@sasklawcourts.ca>
Sent: May-29-18 12:34 PM
To: Ann Courtney (ann.courtney@gov.sk.ca)
Cc: Richards, Jordan
Subject: FW: Media ban application - May 29, 2018

Good afternoon,

The following notification of application for a discretionary publication ban was received this morning and has been distributed to all subscribers.

Please place a copy of this email on the court file so that the judge is aware of the notice provided.

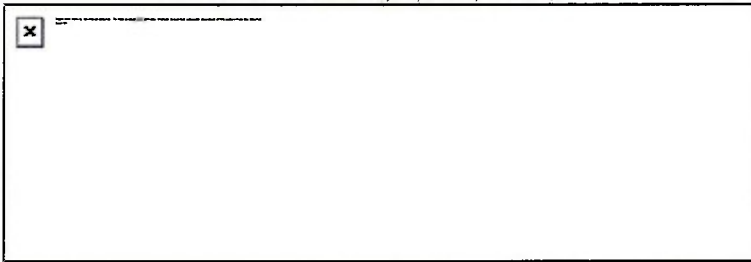
Thank you!

Dawn Blaus

Direct: 306.787.9602
Email: dblaus@sasklawcourts.ca

From: Saskatchewan Law Courts [mailto:dblaus@sasklawcourts.ca]
Sent: Tuesday, May 29, 2018 12:31 PM
To: Blaus, Dawn
Subject: Media ban application - May 29, 2018

This email contains graphics, so if you don't see them, view it in your browser



Media Ban Notification

QB No. 643 of 2016, Court of Queen's Bench, Prince Albert

Dear Dawn Blaus,

File No: QB No. 643 of 2016

Province of Saskatchewan, Canada in the: Court of Queen's Bench for Saskatchewan

Between: Plaintiff:

In the Matter of the Companies Creditors Arrangement Act and In the Matter of a Plan of Compromise or Arrangement of 101133330 Saskatchewan Ltd. and 101149825 Saskatchewan Ltd.

And: n/a

Take Notice that an Application for a Publication Ban will be made by the:

Applicant: Other: Applicant

Applicant's Name: 101133330 Saskatchewan Ltd. and 101149825 Saskatchewan Ltd.

To the Judge Presiding at the: Court of Queen's Bench for Saskatchewan

In: Prince Albert

On the date of: 01/06/2018

At the hour of: 9:00 o'clock in the: am

The Applicants seek an order sealing the Confidential Supplement to the Fourth Supplementary Affidavit of David Calyniuk dated May 29, 2018, which contains confidential information regarding particulars of the Amended Willows Concept Plan and a prospective plan for a sale of the Campus and Orr Centre (as those terms are defined in the affidavits of John Orr filed in the proceedings). It is therefore necessary and appropriate that the Confidential Supplement to the Fourth Supplementary Affidavit of David Calyniuk dated May 29, 2018 be sealed until further order of the court, or following: (i) written notice from the Applicants or the Monitor that the particulars of the Amended Willows Concept Plan have become public such that the same are no longer confidential; and (ii) 60 days having passed since the issuance of an order confirming the sale of the Campus and Orr Centre, or alternatively written notice from the Applicants or Monitor that no such sale is likely to occur.

Dated at: Regina

This date: 29/05/2018

Applicant's e-mail address: *jrichards@mcdougallgauley.com*

Street Address: 500 - 616 Main Street

City: Saskatoon

Province: Saskatchewan

Postal Code: S7H 0J6