

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)	TUESDAY, THE 23 rd
)	
JUSTICE CONWAY)	DAY OF APRIL, 2024

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF LOYALTYONE, CO.

Applicant

SEALING ORDER

THIS MOTION, made by the Applicant, LoyaltyOne, Co. ("**LoyaltyOne**") and KSV Restructuring Inc. in its capacity as monitor of the Applicant (in such capacity, the "**Monitor**"), for an order sealing portions of the Fresh as Amended affidavit of Cynthia Hageman affirmed March 8, 2024 and April 17, 2024 (the "**Hageman Affidavit**") and portions of Exhibit A to the affidavit of Andrew Harington affirmed March 13, 2024 (the "**Harington Report**").

ON READING the Notice of Motion of the Applicant and Monitor dated April 19, 2024 (the "**Notice of Motion**"), the Motion Record of the Applicant and Monitor dated April 19, 2024 (the "**Sealing Motion Record**") and the Sixth Report of the Monitor dated April 19, 2024, and on hearing submissions of counsel for the Applicant and the Monitor and the other parties listed on the counsel slip and no one appearing for any other party although duly served.

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined shall have the meanings ascribed to them in the Notice of Motion and Sealing Motion Record.

CONFIDENTIAL INFORMATION AND SEALING

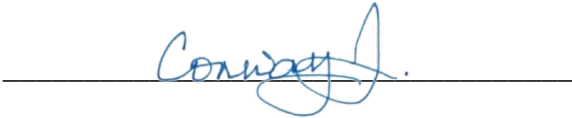
3. **THIS COURT ORDERS** that the Confidential Information, which consists of the passages highlighted in Hageman Affidavit and the Harington Report, is hereby sealed, kept confidential and shall not form part of the public record until further Order of this Court (such order to be obtained on not less than seven (7) days' notice to the Applicant, the Monitor, and Air Miles Loyalty, Inc.).
4. **THIS COURT ORDERS** that the Applicant shall prepare public versions of the Hageman Affidavit and the Harington Report in which the Confidential Information is redacted, which shall be served on the Service List, filed with the Court and posted on the Monitor's website for this CCAA Proceeding (the "**Monitor's Website**").
5. **THIS COURT ORDERS** that the Confidential Information shall not be served on the Service List or posted on the Monitor's Website.

GENERAL

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.
7. **THIS COURT ORDERS** that each of the Applicant and the Monitor be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative

body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

8. **THIS COURT ORDERS** that this Order and all its provisions are effective as of 12:01 a.m. (Eastern Time) on the date of this Order without the need for entry or filing.

A handwritten signature in blue ink is written over a horizontal black line. The signature appears to be "Conway J." with a stylized flourish at the end.

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PROCEEDING COMMENCED AT TORONTO

SEALING ORDER

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