TREASURY BRANCHES - PETER POCKLINGTON

PR19666-832450 Jenos, Box#90, 40,000 F16#1266

Mr. Pocklington's dealings with Alberta Treasury Branches through

Pocklington Financial Corporation originated in 1979. This

Company owned or controlled numerous of Pocklington's business
enterprises, including Fidelity Trust and the Edmonton Oiler Hockey

Club.

Borrowings by Pocklington Financial Corporation are reported by

Treasury Branches to have been maintained on a satisfactory basis

and remain so as at this date.

During 1983, when he surrendered control of Fidelity Trust under an agency agreement with Federal Regulatory Authorities, Mr. Pocklington arranged on a voluntary basis for additional security to be provided to Treasury Branches by way of a secondary Debenture against the assets of Pocklington Amalgamated Sports Corporation.

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This secondary Debenture, although of considerable value from the aspect of security and income as an alternate source of repayment, does not constitute ownership or control of the Oiler Hockey Club and, in fact, Treasury Branches are not the principal banker for that operation.

Furthermore, neither Treasury Branches nor the Government of Alberta has any interest in acquiring any level of ownership in this franchise.

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- Pocklington Financial Corporation

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LOAN AMOUNT

- \$11,000,000

RATE OF INTEREST

- Prime to Prime plus 1½

TERMS OF REPAYMENT

\$ 250,000 by March 31, 1984 \$1,100,000 by July 31, 1984 \$1,100,000 by July 31, 1985 \$1,800,000 by July 31, 1986 through to July 31, 1995

SECURITY HELD

- General floating charge Debenture from P.F.C.
- General Assignment of Book Debts
- Hypothecation of 10,757,005 common shares of Fidelity
- Personal Guarantee of Peter Pocklington
- General floating charge Debenture from Pocklington Amalgamated Sports Corporation (Edmonton Oilers Hockey Club)

NOTE

This information PRIVATE & CONFIDENTIAL and not to be divulged to outside sources.