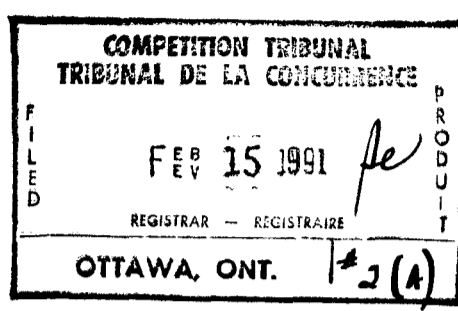


THE COMPETITION TRIBUNAL



IN THE MATTER of an application by the Director of Investigation and Research for orders pursuant to section 92 of the Competition Act, R.S.C. 1985, c.C-34, as amended;

AND IN THE MATTER of the acquisition by Hillsgdown Holdings (Canada) Limited of 56% of the common shares of Canada Packers Inc.

BETWEEN:

THE DIRECTOR OF INVESTIGATION AND RESEARCH

Applicant

-and-

HILLSDOWN HOLDINGS (CANADA) LIMITED,
MAPLE LEAF MILLS LIMITED,
CANADA PACKERS INC. and ONTARIO RENDERING
COMPANY LIMITED

Respondents

NOTICE OF APPLICATION

TAKE NOTICE THAT the Applicant, the Director of Investigation and Research (the "Director"), will make an application to the Competition Tribunal on Thursday, February 21, 1991 at 10:30 a.m., or as soon after that time as the application can be heard, at the Competition Tribunal hearing room in the Royal Bank Building, 90 Sparks Street, Ottawa, Ontario.

1. This application is for an Interim Order pursuant to section 104 of the Competition Act (the "Act"):

- a) prohibiting the Respondents from taking any further steps to combine the operations of the Respondent Ontario Rendering Company Limited ("Orenco") and Rothsay, the rendering division of the Respondent Maple Leaf Mills Limited ("MLM");
- b) prohibiting the Respondents from eliminating any separate records of routes, suppliers of renderable material, equipment and financial information pertaining to the Orenco business as it existed at the time of the acquisition by the Respondent Hillsgdown Holdings (Canada) Limited ("Hillsgdown") of 56% of the common

shares of the Respondent Canada Packers Inc. ("CP") (the "Acquisition");

- c) prohibiting the Respondents from disposing of trucks, trailers and other material assets that comprised part of the Orenco business at the time of the Acquisition; and
- d) requiring the Respondents to operate the businesses of Orenco and Rothsay in a manner that will not hinder the divestiture of the Orenco business.

2. The grounds for the application are:

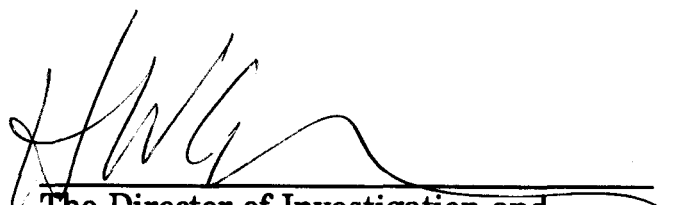
- a) there is a serious issue to be determined by this Tribunal, that is, whether the Acquisition prevents or lessens, or is likely to prevent or lessen, competition substantially in the rendering of non-captive material in Ontario within the meaning of section 92 of the Act;
- b) irreparable harm is likely to result if an Interim Order is not made, in that, this Tribunal's ability to remedy the effects of the Acquisition is likely to be substantially impaired; and
- c) the balance of convenience favours the granting of an Interim Order, in that, the public interest in maintaining and encouraging competition in Canada outweighs the private interests of the Respondents in further combining the Orenco and Rothsay operations.

3. The material facts are as stated in the Director's application for certain orders pursuant to section 92 of the Act in respect of the Acquisition, which has been filed concurrently with this application.

AND TAKE NOTICE THAT in support of this application will be read the Affidavits of Stephen Peters and Russell Hopcroft.

AND TAKE NOTICE THAT the Director wishes to use English at the hearing of this application.

Dated at Hull, Quebec, this 15th day of February, 1991.


The Director of Investigation and
Research

TO: Registrar, Competition Tribunal
90 Sparks Street
6th Floor
Ottawa, Ontario
K1P 5B4

AND TO: Hillside Holdings (Canada) Limited
40 Holly Street
Suite 301
Toronto, Ontario
M4S 3C3

AND TO: Maple Leaf Mills Limited
40 Holly Street
Suite 301
Toronto, Ontario
M4S 3C3

AND TO: Canada Packers Inc
30 St. Clair Avenue West
Toronto, Ontario
M4V 3A2

AND TO: Ontario Rendering Company Limited
880 Highway No. 5
Dundas, Ontario
L9H 5G1