

COURT FILE NUMBER **2101-00814**
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

Clerk's Stamp

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

AND IN THE MATTER OF CALGARY OIL & GAS SYNDICATE GROUP LTD., CALGARY OIL AND GAS INTERCONTINENTAL GROUP LTD. (IN ITS OWN CAPACITY AND IN ITS CAPACITY AS GENERAL PARTNER OF T5 SC OIL AND GAS LIMITED PARTNERSHIP), CALGARY OIL AND SYNDICATE PARTNERS LTD., and PETROWORLD ENERGY LTD.

DOCUMENT **SECOND SUPPLEMENTAL AFFIDAVIT**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Matti Lemmens / Tiffany Bennett
Borden Ladner Gervais LLP
1900, 520 3rd Ave. S.W.
Calgary, AB T2P 0R3
Telephone: (403) 232-9511 / (403) 232-9199
Facsimile: (403) 266-1395
Email: MLemmens@blg.com / TiBennett@blg.com

**SECOND SUPPLEMENTAL AFFIDAVIT OF
RYAN MARTIN**

Sworn on February 11, 2021

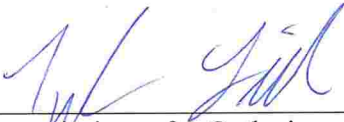
I, Ryan Martin, of the City of Alberta, in the Province of Alberta, SWEAR AND SAY THAT:

1. I am the President, Secretary and sole director of the Applicants, Calgary Oil and Gas Intercontinental Group Ltd., formerly Triple Five Intercontinental Group Ltd. and Petroworld Energy Ltd. I have been the President of Intercontinental and Petroworld since September 4 and 10, 2020, respectively, and have been involved with the companies since their incorporation. Through my involvement with Intercontinental and Petroworld, I have also gained personal knowledge relating to their parent companies and related entities,

2. Calgary Oil & Gas Syndicate Group Ltd., formerly Triple Five Energy Ltd., Calgary Oil and Syndicate Partners Ltd., formerly T5 Energy Partners Ltd. (all Applicants are collectively referred to herein as the “**Companies**”). As such, I have personal knowledge of the matters to which I depose in this Affidavit, except where such matters are stated to be based on information and belief, in which case I have stated the source of my information and, in all cases, I believe such information to be true.
3. I previously swore a supplemental affidavit on February 10, 2021 (the “**First Supplemental Martin Affidavit**”) in support of the Companies’ Application for an Initial Order for certain relief pursuant to the *Companies’ Creditors Arrangement Act*, RSC 1985, c C-36. I make this Affidavit to supplement and clarify the First Supplemental Martin Affidavit.
4. Unless otherwise defined herein, all capitalized meanings have the terms ascribed thereto in the First Supplemental Martin Affidavit.
5. Further to paragraphs 4 to 6 of the Supplemental Martin Affidavit, the Companies have received a letter of support from the Nation respecting its relationship with the Companies and T5 SC Oil and Gas Limited Partnership (the “**Limited Partnership**”) and continued support from the Companies’ and the Limited Partnership’s continued operation of the Ferrier assets. Attached hereto and marked as Exhibit “A” is the referenced letter of support, dated February 11, 2021.
6. Further to paragraph 30 of the Supplemental Martin Affidavit, the reference to “negotiations” therein concerns the structure of the referenced financing. For clarification, the Companies have a firm financing commitment from related entities for payment of costs in relation to significant operational issues or services required to maintain the value and integrity of the Ferrier assets from today’s date to February 25, 2021, if necessary.

7. I swear this Supplemental Affidavit in support of the Companies' Originating Application and for relief set out therein, and for no improper purpose.

SWORN BEFORE ME at Calgary, Alberta,
this 11th day of February 2021



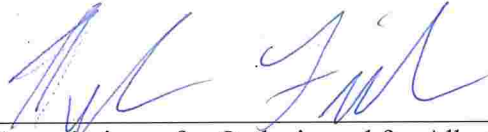
A Commissioner for Oaths in and for Alberta

TYLER J. FIDLER
A Commissioner for Oaths
In and for Alberta
Student-At-Law, Notary Public



RYAN MARTIN

This is Exhibit "A"
Referred to in the Supplemental Affidavit of Ryan Martin
Sworn before me this 11th day of February, 2021



A Commissioner for Oaths in and for Alberta

TYLER J. FIDLER
A Commissioner for Oaths
in and for Alberta
Student-at-Law, Notary Public



SUNCHILD FIRST NATION

P.O. Box 747

Rocky Mountain House, Alberta T4T 1A5

Office (403) 989-3740 * Fax (403) 989-2533



February 11, 2021

T5 SC Oil and Gas Limited Partnership

3600, 700 – 2nd Street SW Calgary, AB T2P 2W2

Attention: Ryan Martin

Dear Sir:

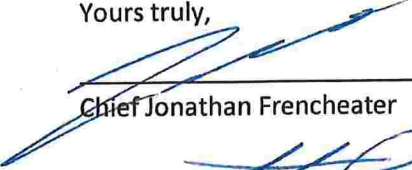
On behalf of Sunchild First Nation ("Sunchild"), we write this letter to acknowledge the strong and historical relationship between Sunchild, T5 SC Oil and Gas Limited Partnership, and the Calgary Oil and Gas Group of Companies (collectively, "Calgary Oil and Gas"). Calgary Oil and Gas is the primary industry partner of Sunchild, and we greatly value the benefits that the six (6) year arrangement between the parties has brought to our community. We understand Calgary Oil and Gas is presently seeking creditor protection under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, and wish to express Sunchild's support of Calgary Oil and Gas in respect thereof. Notwithstanding any financial challenges Calgary Oil and Gas may be experiencing at this time, we are confident in management's ability to continue to operate the assets in a safe and responsible manner.

We wish to express Sunchild's current support of and confidence in Calgary Oil and Gas with respect to our resource development, and a continuation of the mutually beneficial relationship between the parties. To date, all financial obligations owing by Calgary Oil and Gas to Sunchild have been met in the ordinary course. Calgary Oil and Gas has continued to engage with Sunchild in discussions with a view to achieving greater value for Sunchild. Sunchild has serious concerns that a change in operatorship will result in decreased collaboration with, and economic opportunities for, Sunchild. The relationship between Sunchild and Calgary Oil and Gas is built upon years of mutual trust and support.

We trust that Calgary Oil and Gas will implement viable solutions to its present challenges, continue to carry on business operations, and maintain a positive relationship with Sunchild. We are confident that Calgary Oil and Gas will continue to engage with Sunchild in the same positive manner that it demonstrated over the course of the past years. We are excited about the prospect of further economic development and potential equity partnership with Calgary Oil and Gas, and the many years of financial success that it will bring to Sunchild.

On behalf of Sunchild First Nation, we sincerely thank you for your continued support, and again express our full support of Calgary Oil and Gas operation of the assets in challenging economic circumstances. We look forward to continuing our relationship and the further development and operation of these assets.


Yours truly,


Chief Jonathan Frencheater


Councillor Clint McHugh


Councillor Audrey Crookedlegs


Councillor Adriel Bigchild


Councillor James Frencheater