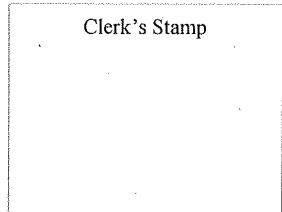


COURT FILE NUMBER 2101-00814
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



**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 **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 April 13, 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. ("**Intercontinental**") and Petroworld Energy Ltd. ("**Petroworld**"). 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, Calgary Oil & Gas Syndicate Group Ltd., formerly Triple Five Energy Ltd., and 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.

2. I previously swore an Affidavit on April 12, 2021 which was filed in these proceedings in support of the Companies' Application (the "**Application**") to be heard on April 13, 2021 (the "**Hearing**") for relief pursuant to the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended.
3. In response to the materials filed by Westbrick Energy Ltd. ("**Westbrick**") in these proceedings (the "**Cross-Application**"), I believe the following additional information pertinent for the Hearing.
4. Throughout the last two weeks, I have engaged with the Sunchild First Nation ("**SFN**") on numerous occasions. In particular:
 - a. on March 24, 2021, I had dinner with Chief Jonathan Frencheater ("**Chief Frencheater**") and other members of the SFN Council, during which Chief Frencheater and the Council indicated its full support for the Companies' restructuring efforts;
 - b. on March 25, 2021, I texted Chief Frencheater of the SFN requesting a call. Attached hereto as **Exhibit "A"** is a true copy of this text message;
 - c. on March 29, 2021, I texted Clint McHugh of the SFN to attempt to set up a meeting on the restructuring plan. Attached hereto as **Exhibit "B"** is a true copy of this text message;
 - d. I am informed by the Companies' counsel, Steven Pearson of Borden Ladner Gervais LLP, and do believe that he spoke with Patrick Stratton, counsel for SFN, on March 30, 2021, with regards to Westbrick attempting to gain SFN support;
 - e. on April 1, 2021, I spoke with Chief Frencheater, Councillor Clint McHugh, Councillor Audrey Crooked Legs, Councillor Joey Pete, Shane Beston and other representatives of the SFN with regards to the ongoing process of obtaining new financing and the likely drilling program. I prepared an email summary of this conversation and asked Mr. McHugh to pass it to Chief Frencheater. Attached hereto as **Exhibit "C"** is a true copy of a text message that I sent to Clint McHugh confirming this conversation;
 - f. I am advised by the Companies' counsel, Mr. Pearson, and do believe, that he corresponded with Mr. Stratton on April 2, 2021 with respect to the Companies' plan to exit CCAA protection;
 - g. On April 5, 2021, I sent Chief Frencheater another text asking if he was free to discuss T5's offer. This text message is included in **Exhibit "A"**. I also sent Clint McHugh a text

message asking for a call to discuss the restructuring of the Companies. Attached as **Exhibit "D"** is a true copy of this text message. I am advised by the Companies' counsel, Mr. Pearson, and do believe that he spoke with Mr. Stratton by phone on this date to inform SFN that the Companies were proceeding with an oil and gas counterparty that had financial resources and was willing to commit to a drilling program. Attached hereto as **Exhibit "E"** is a true copy of an email associated with this phone call.

- h. On April 6, 2021, I texted Mr. McHugh to set up a telephone call with representatives from the SFN, including Chief Frencheater. Mr. McHugh indicated that a call would happen the next day. I engaged in a telephone call with Shane Beston with respect to financing and the drilling program. Attached hereto as **Exhibit "F"** is a true copy of my text messages with Mr. McHugh on April 6, 2021.
- i. On April 7, 2021, I emailed Chief Frencheater, Mr. McHugh and Mr. Stratton to indicate that I looked forward to our call and that I was free for the vast majority of the day. Attached hereto as **Exhibit "G"** is a true copy of this email. I also texted Mr. McHugh to confirm whether a telephone call was going to take place that morning. Attached hereto as **Exhibit "H"** is a true copy of that text message. Ultimately, no telephone call took place that day.
- j. On April 8, 2021, the Companies' counsel emailed Mr. Stratton to signal that we were available for a call. Attached hereto as **Exhibit "I"** is a true copy of these emails. I texted Chief Frencheater at 8:39 AM to indicate that I was willing to provide full details of the restructuring plan. This text message is included in **Exhibit "A"**. A telephone call between myself, Mr. Pearson, Mr. Stratton, Chief Frencheater and some (but not all) members of the SFN Council occurred at approximately 10:37 AM that day. I sent a follow up email to the call at 11:45 AM, indicating additional reasons why I believe that the Spartan deal was superior to Westbrick's offer. This email is included in **Exhibit "I"**.
- k. On April 9, 2021 I texted Chief Frencheater to attempt to set up a telephone call between him, the SFN council, myself and Spartan to discuss the Spartan offer. This text message is included in **Exhibit "A"**. I am advised by Mr. Pearson, and do believe, that he emailed Mr. Stratton to inquire if SFN was willing to have a dialogue with Fotis Kalantzis, President & Chief Executive Officer of Spartan and me. Mr. Stratton responded to this request on April 12, 2021 to indicate that SFN was unavailable for discussions. Attached hereto as **Exhibit "J"** is a true copy of this email discussion.

- l. I am also advised by Mr. Pearson that he corresponded with Mr. Stratton on April 9, 2021, regarding the specific need to have a dialogue with respect to the outstanding Community Payment. Mr. Pearson did not receive a response to this email until April 12, 2021, when Mr. Stratton indicated that the Community Payment remained outstanding. Attached hereto as **Exhibit “K”** is a true copy of this email discussion.
 - m. Through counsel, I sent the letter attached as Exhibit “G” to my Supplemental Affidavit sworn April 12, 2021 to SFN on April 12, 2021. Attached hereto as **Exhibit “L”** is a true copy of the emails providing this letter to Mr. Stratton as well as his response.
5. I swear this Second Supplemental Affidavit in support of the Companies’ Application and in response to the Cross-Application, and for no other or improper purpose.

SWORN BEFORE ME at Calgary, Alberta, this
13th day of April, 2021



A Commissioner for Oaths in and for Alberta

)
)
)
)
)
)
)
)
)
)



RYAN MARTIN

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

This is **Exhibit "A"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public



Jonathan French...



Thursday, Mar. 25 • 8:46 a.m.

Hey Chief, please call me soon as able. Thanks

Monday, Apr. 5 • 3:02 p.m.

Chief, hope to update on the T5 offer. You free to discuss briefly??

Thursday • 8:39 a.m.

Morning Chief, spoke with Clint and Shane briefly last night. Hope to come out and meet with chief and council to provide the full details of our long term plan, which includes lots of drilling capital, and a resource pivot to power immediately. Am not working with any other nation and sunchilds concerns and benefit is paramount to me. T5/myself is in control of this broader arrangement and is aligned with sunchilds best interests. You currently only have info on a small part of the deal, but assure you that it is very strong compared to any other options.



Text message





Jonathan French...



immediately. Am not working with any other nation and sunchilds concerns and benefit is paramount to me. T5/myself is in control of this broader arrangement and is aligned with sunchilds best interests. You currently only have info on a small part of the deal, but assure you that it is very strong compared to any other options. Please call to discuss, or I am open to coming out today or tomorrow, to meet with everyone for the many questions, on the full plan as I alluded to last Thursday when we met, I can now give you guys all details

Friday • 1:41 p.m.

Hey Chief, Spartan and myself would like to have a call with council earliest able to discuss our superior offer. Can do over the weekend as well. Please organise as important for Sunchild to address concerns raised. We are drilling twice the wells and have plans for sunchild ownership. Very important that you guys hear from Spartan and myself

Fri. 1:41 p.m. • SMS



Text message



This is **Exhibit "B"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public



Clint Sunchild



Monday, Mar. 29 • 1:11 p.m.



How are you

Am good, call when able, have that cheque for u guys and hoped to meet on the plan.



What check.

From diner last Thurs, balance on community payment. Thought it would be around 15th but have it sooner

No worries. Call when free



How much

Think around \$200k

Was holding on the WEM rooms, prior. As credit for use

Wednesday, 1 • 5:24 p.m.



Text message



This is **Exhibit "C"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public



Clint Sunchild



Thursday, Apr. 1 • 9:39 a.m.

Tim Hortons, sandwiches?



Yes coffee sandwiches 🥪

Ok

B there 11ish

Emailed u the summary. Please get it to Chief. C u soon



Seen it

Ok

Monday, Apr. 5 • 3:02 p.m.

Hey Clint, hoped to discuss the good news on our restructure. You and chief free to have a quick call?



Tomorrow we (↓) at



Text message



This is **Exhibit "D"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public



Clint Sunchild



Monday, Apr. 5 • 3:02 p.m.

Hey Clint, hoped to discuss the good news on our restructure. You and chief free to have a quick call?



Tomorrow we can chat

Ok, we have our financing as I discussed Thurs, be sure you don't commit anything to Westbrick

Hope to have a quick call now or tonight

Tuesday • 10:48 a.m.



Hello have call once rest get here

All right [thumbs up icon]

Tuesday • 12:19 p.m.

We having a call? Otherwise just gonna head out for lunch



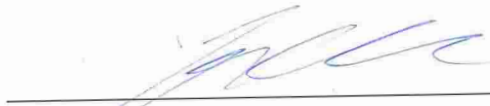
Let's chat after lunch



Text message



This is **Exhibit "E"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

[REDACTED]

From: Patrick Stratton <pstratton@wittenlaw.com>
Sent: April 5, 2021 4:15 PM
To: Pearson, Steven G. <SPearson@blg.com>
Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>; Brenda Hughes <bhughes@wittenlaw.com>
Subject: Re: Triple Five (Without Prejudice) [BLG-DOCUMENTS.FID1602288]

Thanks Steve. You can reach me on my cell at 780-938-9512. If not, a brief emailed update would assist.

Regards,
Patrick Stratton
780-701-3820



Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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On Apr 5, 2021, at 2:08 PM, Pearson, Steven G. <SPearson@blg.com> wrote:

Hi Patrick,

We tried calling your office to give you an update. We have some positive developments to report when you have a moment to discuss.

Steve
Steven G. Pearson
Lawyer
T 403.232.9711 | SPearson@blg.com
Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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Borden Ladner Gervais LLP

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From: Pearson, Steven G.

Sent: April 3, 2021 4:20 PM

To: Patrick Stratton <pstratton@wittenlaw.com>; Lemmens, Matti <MLemmens@blg.com>

Cc: Annemarie Clarke <aclarke@wittenlaw.com>; Brenda Hughes <bhughes@wittenlaw.com>

Subject: RE: Triple Five (Without Prejudice) [BLG-DOCUMENTS.FID1602288]

Hi Patrick,

Further to your correspondence yesterday, we are in the midst of preparing a deal with a counterparty with the financial wherewithal to extinguish the Crown debt and deal with unsecured creditors. This deal should be more attractive than the Westbrick proposal which is nothing more than an unsigned document subject to various conditions which would essentially render it non-binding even if signed.

We should be in a better position tomorrow evening and Monday morning to provide more details. We are preparing Court materials which will reflect this deal. The Court materials will be submitted on Tuesday. We will be back to you before then to discuss.

We can be available to discuss.

Steve

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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Borden Ladner Gervais LLP

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From: Patrick Stratton <pstratton@wittenlaw.com>

Sent: April 2, 2021 11:20 AM

To: Pearson, Steven G. <SPearson@blg.com>; Lemmens, Matti <MLemmens@blg.com>

Cc: Annemarie Clarke <aclarke@wittenlaw.com>; Brenda Hughes <bhughes@wittenlaw.com>

Subject: Triple Five (Without Prejudice)

[External / Externe]

Without Prejudice and Confidential

Steve/Matti,

Further to our calls this week and your client's discussions with Sunchild, you are aware that Westbrick is courting Sunchild for their support in the CCAA process. The pressure on Sunchild from Westbrick is significant and, at this stage,

Sunchild views Westbrick as a party with capital that can take over the asset and continue to develop it. However, as I indicated, I certainly would not count Triple Five out and there is a longstanding, positive relationship between Triple Five and Sunchild.

I ask that you share any concrete information on a commitment T5 has for capital so it can get out of CCAA protection and resolve the issues with its creditors? I am hoping to have as complete a picture as possible for Sunchild so they can make a fully informed decision. Given the pressure from Westbrick, some information in the next 24 hours would be ideal. Any documentation would be held in confidence by my office if requested.

Regards,

Patrick Stratton | Lawyer

— pstratton@wittenlaw.com | direct: (780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559

Witten LLP | www.wittenlaw.com

Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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This is **Exhibit "F"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public



Clint Sunchild



Monday, Apr. 5 • 3:02 p.m.

Hey Clint, hoped to discuss the good news on our restructure. You and chief free to have a quick call?



Tomorrow we can chat

Ok, we have our financing as I discussed Thurs, be sure you don't commit anything to Westbrick

Hope to have a quick call now or tonight

Tuesday • 10:48 a.m.



Hello have call once rest get here

All right

Tuesday • 12:19 p.m.

We having a call? Otherwise just gonna head out for lunch



Let's chat after lunch



Text message





Clint Sunchild



Tuesday • 12:19 p.m.

We having a call? Otherwise just gonna head out for lunch



Let's chat after lunch

Ok, give me a heads-up thanks

Tuesday • 2:09 p.m.

How are you.

Tue. 2:09 p.m.



Once done this call with Patrick we will call you

All right, sounds good

Stay by phone

5 mintues.



Shane calling when are you good

Let's do is. Just finishing a meeting. say 3:15, to call me



Text message





Clint Sunchild



5 mintues.



Shane calling when are you good

Let's do 25 mins. Just finishing a meeting. Say 3:15, to call me please

5 minutes work



Think we are just waiting to chat with you

Give me 10 mins. Will wrap this up. Call 3:05

Call Shane's phone




Once your done



You call yet

Spoke with Shane



Let's chat tomr  all the group will be in am



Text message



This is **Exhibit "G"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



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Student-At-Law, Notary Public

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

From: Ryan Martin
Sent: Wednesday, April 07, 2021 8:08 AM
To: Jonathan Frencheater <jonathan.fe@live.ca>; Clint Mchugh <clintmchughatsunchild@yahoo.ca>; audreycl@live.ca
Cc: Patrick Stratton <pstratton@wittenlaw.com>
Subject: Conf call with Ryan @ T5 to discuss T5 recap and go forward plan with accelerated drilling

Morning all, look forward to our call today as I can now share some more details from our Sunchild meet last Thurs. Things are very positive for Sunchild on this refinancing, and is much larger than what you would see in current court submitted paper.

Am tied up 11-12, but otherwise please let me know what works?

Regards,
Ryan

This is **Exhibit "H"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



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in and for Alberta
Student-At-Law, Notary Public



Clint Sunchild



Ok, will do. Hang tight, we are there. Chat TM, let me know When. Cheers

Wednesday • 9:31 a.m.

Morning, we on for call this am?



Will call you once with group

Wednesday • 10:44 a.m.

Good morning



When you want to chat.

Lawyer is gonna be here.



So we will call you once he is here and everyone is present



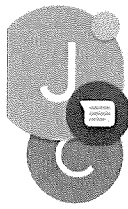
Let me know if your get this lol

Ok, just c... cell. I have a quick 11am, so 11:20 is best



Text message





Clint Sunchild



Let me know if your get this lol

Ok, just call my cell. I have a quick 11am, so post 11:20 is best

Yes got it.

Once lawyer gets here.



No idea time he arrives

Ok, am good. U guys ready??

U fall asleep? On cell when needed, free now

Waiting for lawyer



Talk with you same time

Ok, call my cell



2 pm



Ok, am just running out for a late



Text message





Clint Sunchild



2 pm

Ok, am just running out for a late lunch. 2pm works, call me then, thanks

Clint, if we could push to 2:15, would be preferable. Will leave to u. Late start on lunch, starving

Patrick is here and you ready for a call.



Give us 15 and we can call you.

Just running back to office, 15mins is good



Wrap it up or get off her.

Ha, no sir just sushi. 15 mins good

At office, can u call my landline at 403-454-2



Text message





Clint Sunchild



Ha, no sir just sushi. 15 mins good

At office, can u call my landline at 403-454-2499

Or 403-454-5593 is my direct line

Don't forget about me.

Clint, we on?

Any thoughts on a call?



Text shane

What am I to text?

Text him see what he says



Or call him

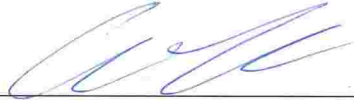
No answer



Text message



This is **Exhibit "I"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



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A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

[REDACTED]

From: Ryan Martin

Sent: Thursday, April 08, 2021 11:45 AM

To: Patrick Stratton <pstratton@wittenlaw.com>

Cc: Shane Beston <ShaneBeston@outlook.com>; Harry Goodrunning (harry.goodrunning@gmail.com) <harry.goodrunning@gmail.com>; Jonathan Frencheater <jonathan.fe@live.ca>; Clint Mchugh <clintmchughatsunchild@yahoo.ca>

Subject: RE: T5

Forgot to mention that Westbrick was also heavily involved on trying to buy the BellatrixO'Chiese properties a year ago. They could have been Spartan.

Don't kid yourself, they would have bought it if they could have. Spartan just won out on the CCAA process to buy the Bellatrix assets.

Spartan owns 2+ sects now on Sunchild via the Bellatrix deal, and some river rights. Westbrick does not own any.

Thanks

Ryan

From: Patrick Stratton <pstratton@wittenlaw.com>

Sent: Thursday, April 08, 2021 10:37 AM

To: Ryan Martin <Ryan.Martin@petroworldenergy.com>

Cc: Pearson, Steven G. <SPearson@blg.com>; Shane Beston <ShaneBeston@outlook.com>; Harry Goodrunning (harry.goodrunning@gmail.com) <harry.goodrunning@gmail.com>

Subject: Re: T5

External Sender

Try me again, reception is bad

█

Regards,
Patrick Stratton
780-701-3820



Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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On Apr 8, 2021, at 10:36 AM, Ryan Martin <Ryan.Martin@petroworldenergy.com> wrote:

Morning Guys, Steve @ BLG legal and myself are on the phone. Tried you, went to VM.
Thanks
Ryan

From: Patrick Stratton <pstratton@wittenlaw.com>
Sent: Thursday, April 08, 2021 9:34 AM
To: Pearson, Steven G. <SPearson@blg.com>
Cc: Ryan Martin <Ryan.Martin@petroworldenergy.com>; Shane Beston <ShaneBeston@outlook.com>; Harry Goodrunning (harry.goodrunning@gmail.com) <harry.goodrunning@gmail.com>
Subject: RE: T5

External Sender

On my cell – 780-938-9512

Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Pearson, Steven G. <SPearson@blg.com>
Sent: Thursday, April 08, 2021 9:33 AM
To: Patrick Stratton <pstratton@wittenlaw.com>

Cc: Ryan Martin <Ryan.Martin@petroworldenergy.com>

Subject: RE: T5

Hi Patrick,

Let's speak at 10:30. We will call you.

Steve

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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Borden Ladner Gervais LLP

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From: Patrick Stratton <pstratton@wittenlaw.com>

Sent: April 8, 2021 9:27 AM

To: Pearson, Steven G. <SPearson@blg.com>

Cc: Ryan Martin <Ryan.Martin@petroworldenergy.com>

Subject: RE: T5

[External / Externe]

Steve,

I am heading over to meet with Sunchild. What's your availability for a call between 10:30 and 12?

Thanks,

Patrick Stratton | Lawyer

—pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559

Witten LLP | www.wittenlaw.com

Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Pearson, Steven G. <SPearson@blg.com>

Sent: Thursday, April 08, 2021 7:45 AM

To: Patrick Stratton <pstratton@wittenlaw.com>

Cc: Ryan Martin <Ryan.Martin@petroworldenergy.com>

Subject: T5

Hi Patrick,

Are you available for a call this morning with me and Ryan Martin?

Steve

<image002.jpg>

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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This is **Exhibit "J"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

[REDACTED]

From: Patrick Stratton <pstratton@wittenlaw.com>
Sent: April 12, 2021 9:15 AM
To: Pearson, Steven G. <SPearson@blg.com>
Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>
Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]

[External / Externe]

Steve,

To follow up on the below, my indications are that Sunchild is unavailable today.

Regards,



Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Patrick Stratton
Sent: Friday, April 09, 2021 3:43 PM
To: 'Pearson, Steven G.' <SPearson@blg.com>
Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>
Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]

Steve,

I passed on your note to Sunchild C&C and will let you know if they want to set up a call this weekend or Monday.

Thanks,

Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559



Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Pearson, Steven G. <SPearson@blg.com>
Sent: Friday, April 09, 2021 3:26 PM
To: Patrick Stratton <pstratton@wittenlaw.com>
Cc: Lemmens, Matti <MLemmens@blg.com>
Subject: T5 CCAA [BLG-DOCUMENTS.FID7741977]

Hi Patrick,

I'm writing to see if your client, Sunchild First Nation, is willing to have a dialogue with Ryan Martin and Fotis Kalantzis, the President & Chief Executive Officer of Spartan, between today and Monday? This could be helpful to address the issues in the Sunchild support letter provided to Westbrick.

I can be available to discuss and look forward to your response.

Steve

BLG
Borden Ladner Gervais

Steven G. Pearson
Lawyer
T 403.232.9711 | SPearson@blg.com
Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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This is **Exhibit "K"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

[REDACTED]

From: Patrick Stratton <pstratton@wittenlaw.com>
Sent: April 12, 2021 9:14 AM
To: Pearson, Steven G. <SPearson@blg.com>
Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>
Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]

[External / Externe]

Steve,

This confirms my understanding that the Community Payment remains outstanding to Sunchild First Nation. Sunchild expects the Community Payment to be made by whichever entity holds Lease OL-6448 on Sunchild's Reserve, whether it remains Triple Five/Calgary Oil & Gas or if it becomes Westbrick.

Regards,



Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct: (780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Pearson, Steven G. <SPearson@blg.com>
Sent: Sunday, April 11, 2021 7:37 PM
To: Patrick Stratton <pstratton@wittenlaw.com>
Cc: Lemmens, Matti <MLemmens@blg.com>
Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]

Hi Patrick,

We are finalizing our materials for Court on Tuesday and need to know if the Community Payment T5 had previously proposed be approved for payment by the Court is still required to be paid in light of Sunchild First Nation's agreement with Westbrick?

Steve

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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From: Pearson, Steven G.

Sent: April 9, 2021 6:10 PM

To: Patrick Stratton <pstratton@wittenlaw.com>

Cc: Lemmens, Matti <MLemmens@blg.com>

Subject: T5 CCAA [BLG-DOCUMENTS.FID7741977]

Hi Patrick,

We recently finished the cross-exam of Moe Mangat in connection with his Affidavit. It was very interesting.

Has Westbrick ever disclosed their involvement with the O'Chiese First Nation until 2015? It appears that they were looking to re-engage with them by purchasing the Bellatrix assets. The attached is interesting reading and in particular, please see paragraphs 19-22 regarding Westbrick's ability to purchase the Bellatrix assets. They were clearly looking to work with the O'Chiese First Nation by acquiring the Bellatrix assets. Do you know if any of Westbrick's shareholders work with the O'Chiese First Nation? According to Moe Mangat, that information is confidential.

We understand that Westbrick has agreed to provide SFN with a \$250,000 Community Payment. The Community Payment is part of our application on Tuesday and is argued in the Brief. Has the Community Payment already been paid by Westbrick? We need to know if this an outstanding debt for purposes of our application on Tuesday.

T5 and Spartan have serious concerns about what Sunchild First Nation state in their support letter for Westbrick. Did Westbrick provide you with this information about Spartan and T5? Unlike Westbrick, Spartan is a public company and their financial wherewithal is in the public record. They have closed multiple transactions and financings. Several press releases were included in Ryan Martin's affidavit.

Based on the above, it is more important than ever that Sunchild First Nation, T5 and Spartan have a dialogue to address the above.

I'm around if you would like to discuss.

Steve

BLG

Borden Ladner Gervais

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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This is **Exhibit "L"**
Referred to in the Second Supplemental Affidavit of Ryan Martin
Sworn before me this 13th day of April, 2021



A Commissioner for Oaths in and for Alberta

COLIN LAROCHE
A Commissioner for Oaths
in and for Alberta
Student-At-Law, Notary Public

[REDACTED]

From: Patrick Stratton <pstratton@wittenlaw.com>
Sent: April 12, 2021 3:01 PM
To: Pearson, Steven G. <SPearson@blg.com>
Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>
Subject: Re: T5 CCAA [BLG-DOCUMENTS.FID7741977]

Steve,

I will forward to Sunchild and expect to see the letter in an affidavit from Mr. Martin. I trust that his affidavit will note that early last week means Wednesday last week and that Mr. Martin did in fact have a call with Sunchild on this very topic on Thursday, April 8 (with both of us present).

I expect there were opportunities for Mr. Martin to introduce Spartan's CEO to Sunchild on or prior to April 8 but I am not aware of him having proposed the same.

Regards,
Patrick Stratton
780-701-3820



Patrick Stratton | Lawyer
pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com
Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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On Apr 12, 2021, at 2:13 PM, Pearson, Steven G. <SPearson@blg.com> wrote:

Hi Patrick,

Kindly forward the attached letter from our client to Sunchild First Nation. Thank you.

Steve
Steven G. Pearson
Lawyer

T 403.232.9711 | SPearson@blg.com
Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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Sent: April 12, 2021 9:15 AM

To: Pearson, Steven G. <SPearson@blg.com>

Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>

Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]


[External / Externe]

Steve,

To follow up on the below, my indications are that Sunchild is unavailable today.

Regards,

Patrick Stratton | Lawyer

< pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com

Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Patrick Stratton

Sent: Friday, April 09, 2021 3:43 PM

To: 'Pearson, Steven G.' <SPearson@blg.com>

Cc: Lemmens, Matti <MLemmens@blg.com>; Annemarie Clarke <aclarke@wittenlaw.com>


Subject: RE: T5 CCAA [BLG-DOCUMENTS.FID7741977]

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Thanks,

Patrick Stratton | Lawyer

< pstratton@wittenlaw.com | direct:(780) 701-3820 | reception: (780) 428-0501 | fax: (780) 429-2559
Witten LLP | www.wittenlaw.com

Suite 2500, Canadian Western Bank Place, 10303 Jasper Avenue, Edmonton, Alberta T5J 3N6

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From: Pearson, Steven G. <SPearson@blg.com>
Sent: Friday, April 09, 2021 3:26 PM
To: Patrick Stratton <pstratton@wittenlaw.com>
Cc: Lemmens, Matti <MLemmens@blg.com>
Subject: T5 CCAA [BLG-DOCUMENTS.FID7741977]

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I can be available to discuss and look forward to your response.

Steve

<image002.jpg>

Steven G. Pearson

Lawyer

T 403.232.9711 | SPearson@blg.com

Centennial Place, East Tower, 1900, 520 – 3rd Ave. SW, Calgary, AB, Canada T2P 0R3

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<COGL Letter to Sunchild First Nation - April 12, 2021(121079749.1).pdf>