

**ENTERED**

COURT FILE NUMBER 1901-14615  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
APPLICANT ORPHAN WELL ASSOCIATION  
RESPONDENT HOUSTON OIL & GAS LTD.



COURT FILE NUMBER B201-708570  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY

COM June 17 2021  
601767  
J. Romaine

IN THE MATTER OF THE BANKRUPTCY OF HOUSTON OIL & GAS LTD.

DOCUMENT **APPLICATION BY RECEIVER FOR FINAL DISCHARGE AND RELATED RELIEF**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Robyn Gurofsky / Jack R. Maslen  
Borden Ladner Gervais LLP  
1900, 520 3<sup>rd</sup> Ave. S.W.  
Calgary, AB T2P 0R3  
Telephone: (403) 232-9774 / 9790  
Facsimile: (403) 266-1395  
Email: [rgurofsky@blg.com](mailto:rgurofsky@blg.com) / [jmaslen@blg.com](mailto:jmaslen@blg.com)  
File No. 436743.24

**NOTICE TO THE ATTACHED SERVICE LIST (SCHEDULE "A")**

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Judge.

To do so, you must be in Court when the application is heard as shown below:

**Date** June 17, 2021  
**Time** 10:00 AM  
**Where** Calgary Courts Centre (Via WebEx Video Conference)  
**Before Whom** The Honourable Madam Justice B.E.C. Romaine

Go to the end of this document to see what else you can do and when you must do it.

**REMEDY CLAIMED OR SOUGHT:**

1. BDO Canada Limited (“**BDO**”) is the court-appointed receiver and manager (the “**Receiver**”) over all of the current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate, including all proceeds thereof (the “**Property**), of Houston Oil & Gas Ltd. (the “**Debtor**” or “**Houston**”), pursuant to a receivership order (the “**Receivership Order**”) of the Court of Queen’s Bench of Alberta (the “**Court**”) pronounced on October 29, 2019 as amended by an Order granted on June 30, 2020 (collectively, the “**Receivership Order**”). Unless otherwise indicated, capitalized terms used herein have the meanings given to them in the Fifth Report of the Receiver dated and filed on June 7, 2021 (the “**Fifth Report**”).
  
2. The Receiver seeks an Order, substantially in the form attached hereto as **Schedule “B”**, *inter alia*:
  - (a) declaring service of this Application (and all supporting materials) to be good and sufficient, and abridging the time for notice of this Application to the time actually given, if necessary;
  - (b) approving and ratifying the fees and disbursements of the Receiver, and those of its legal counsel, for the period of November 1, 2020 to May 31, 2021 in the aggregate amount of \$120,070.85 (plus GST), as more particularly described in the Fifth Report;
  - (c) approving and ratifying the additional fees and disbursements of the Receiver, and those of its legal counsel, necessary to complete these proceedings, as more particularly described in the Fifth Report;
  - (d) approving the Receiver’s actions, conduct and activities, as more particularly described in the Fifth Report and in all prior reports of the Receiver in these proceedings, namely:
    - (i) the First Report of the Receiver dated and filed on December 2, 2019;
    - (ii) the Second Report of the Receiver dated and filed on August 24, 2020;
    - (iii) the Supplement to the Second Report of the Receiver dated and filed on September 30, 2020;
    - (iv) the Second Supplement to the Second Report of the Receiver dated and filed on November 2, 2020;
    - (v) the Third Report of the Receiver dated November 27, 2020 and filed on November 30, 2020; and
    - (vi) the Fourth Report of the Receiver dated and filed on January 11, 2021 (the “**Fourth Report**”);

(collectively, the “**Prior Reports**”);

- (e) authorizing and directing BDO to retain the Debtor's books and records in its capacity as trustee in bankruptcy (the "**Trustee**") of the bankrupt estate of the Debtor;
  - (f) authorizing and directing the Receiver and Trustee to issue the notice of disclaimer, in the form appended to the Fifth Report as Appendix "A" (the "**Notice of Disclaimer**"), pertaining to certain Residual Interests (as defined and described below);
  - (g) discharging BDO as Receiver of the Debtor and declaring that the Receiver has satisfied all of its obligations under and pursuant to the terms of the Orders granted in the within proceedings; and
  - (h) releasing and holding the Receiver harmless from any and all actions and claims resulting from or in any way connected with the performance of its duties and activities in the within proceedings, except those occurring by fraud, gross negligence or wilful misconduct.
3. Such further and other relief as counsel may advise and this Honourable Court may deem just.

### **GROUND FOR MAKING THIS APPLICATION:**

#### ***Background***

- 4. In August 2019, Houston notified the Alberta Energy Regulator (the "**AER**") that it intended to shut-in all of its oil and gas operations due to its financial distress.
- 5. The AER then issued orders to Houston, including on October 2, 2019, whereby the AER directed Houston to abandon its remaining wells, facilities and pipelines and shut-in its oil and gas facilities. Houston subsequently advised the AER it was unable to comply with the orders.
- 6. On October 29, 2019, the Orphan Well Association ("**OWA**") applied to this Honourable Court for the appointment of the Receiver in respect of Houston. This Court granted the Receivership Order, pursuant to Section 13(2) of the *Judicature Act*, RSA 2000, c J-2, Section 99(a) of the *Business Corporations Act*, RSA 2000, c B-9, and Section 65(7) of the *Personal Property Security Act*, RSA 2000, c P-7.
- 7. Among other things, the Receivership Order empowers and authorizes the Receiver to:
  - (a) take possession of and exercise control over the Property, including the ability to abandon, dispose of or otherwise release any interest in any of the Debtor's real property, or any right in any immovable, and any license or authorization issued by the AER, or any other similar government authority, in respect of such interest in any such real property or immovable (Section 3(a)); and

- (b) manage, operate and carry on the business of the Debtor, including the power to cease to carry on all or any part of the business, or cease to perform any contracts of the Debtor (Section 3(c)).
- 8. After its appointment, the Receiver took steps to ensure the safe shut-in and preservation of Houston's properties.
- 9. The OWA has funded the Receiver's activities, pursuant to Receiver's Certificates, which funding is secured by the Receiver's Borrowings Charge as provided for under Section 21 of the Receivership Order.

#### *The Receiver's Sale Solicitation Process*

- 10. After safely securing Houston's properties, on December 12, 2019, the Receiver applied for and obtained an Order from this Court approving a sale solicitation process (the "**SSP**"). The Receiver commenced the SSP in January 2020. The SSP was substantially concluded by November 2020.
- 11. The SSP resulted in this Court granting Sale Approval and Vesting Orders in respect of twelve purchase and sale or quitclaim transactions (collectively, the "**Transactions**") with third-parties (the "**Purchasers**").
- 12. The Receiver has largely finalized the post-closing matters relating to the Transactions, except for certain land title transfers which remain ongoing. These transfers relate to the Transactions or other quitclaims entered into by the Receiver without Court Order.

#### *The Receiver's Limited Discharge*

- 13. On December 11, 2020, the Receiver applied for and obtained a Limited Discharge Order (the "**Limited Discharge Order**") in respect of Houston's remaining interests in wells, pipelines and facilities licenses that had not been sold during the SSP (the "**Remaining Properties**").
- 14. Specifically, the Limited Discharge Order authorized the Receiver to be discharged in respect of the Remaining Properties upon delivering Receiver's Certificates to the AER, upon which time the AER would assume control and custody of such Remaining Properties.
- 15. On each of December 14, 2020, January 7, 2021 and January 29, 2021, the Receiver executed limited discharge certificates (the "**Limited Discharge Certificates**") and delivered them to the AER. As of January 29, 2021, the Receiver was discharged, or had transferred care and custody, in respect of all the Remaining Properties.

***Bankruptcy of Houston and the Litigation***

16. During the course of its activities, the Receiver identified certain pre-receivership transactions between Houston and apparent related parties, which could be classified as reviewable transactions under applicable insolvency laws (the “**Potentially Reviewable Transactions**”).
17. Thus, on January 19, 2021, the Receiver applied to this Court for advice and direction regarding whether the Receiver should assign Houston into bankruptcy, to enable a trustee in bankruptcy to investigate the Potentially Reviewable Transactions, pursuant to the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the “**BIA**”).
18. This Court granted an Order authorizing and directing the Receiver to assign Houston into bankruptcy and for BDO to act as Trustee. On February 1, 2021, the Receiver did assign Houston into bankruptcy and BDO was appointed as Trustee.
19. On May 7, 2021, the Trustee filed an application in respect of the Potentially Reviewable Transactions, against certain named respondents, pursuant to Section 96 of the BIA and/or the *Fraudulent Conveyances Statute*, 13 Eliz 1, Chapter 5 (UK) in Court File No. B201-708570 (the “**Litigation**”). The respondents, which includes Houston’s sole director and sole shareholder, Randy Ruggles, have retained counsel and contest the claims advanced in the Litigation.

***Notice of Disclaimer and Final Discharge of Receiver***

20. In light of the foregoing, BDO has now substantially completed its mandate as Receiver. In particular, the Receiver has (i) sold or transferred Houston’s assets to the extent commercially reasonable, and (ii) transferred to the AER Houston’s unsold interests in licenses issued by the AER, pursuant to the Limited Discharge Certificates.
21. The only properties remaining in the receivership are certain residual interests of Houston, such as interests in residual mineral leases, working interests or surface leases (collectively, the “**Residual Interests**”). To conclude its administration, the Receiver (and Trustee) proposes to issue the Notice of Disclaimer in respect of these Residual Interests, save and except for the Litigation being pursued by the Trustee.
22. Notwithstanding the significant efforts undertaken by the Receiver to realize on the Property through the SSP and these proceedings, there will be no cash available for any final distribution to any of Houston’s creditors after final costs and expenses of the receivership are satisfied. Likewise,

the OWA, who has funded the Receiver through Receiver's Certificates, will not receive any recovery on those advances and is thus the most affected party by this Application.

23. It is now just and equitable for this Honourable Court to:
  - (a) authorize and direct the Receiver and Trustee to issue the Notice of Disclaimer, in respect of the Residual Interests, but expressly excluding the Litigation pursued by the Trustee; and
  - (b) confirm the Receiver's final discharge, subject to final administration duties such as completing outstanding land title transfers as noted above.
24. Because BDO shall remain as Trustee, and will continue to pursue the Litigation, it is necessary for BDO as Trustee to retain Houston's books and records.
25. The Receiver's activities have been carried out fairly, efficiently and in a commercially reasonable manner and it is just and equitable for this Court to approve the same. Likewise, the professional fees and disbursements of the Receiver and those of its legal counsel are fair and reasonable in the circumstances and commensurate with the work performed to date.
26. Such further and other grounds as counsel may advise and this Honourable Court may permit.

**MATERIAL OR EVIDENCE TO BE RELIED ON:**

27. The Receiver's Fifth Report, dated and filed June 7, 2021.
28. The pleadings, reports or other materials previously filed in these proceedings.
29. Such further and other material or evidence as counsel may advise and this Honourable Court may permit.

**APPLICABLE RULES:**

30. *Alberta Rules of Court*, AR 124/2010.
31. *Bankruptcy and Insolvency General Rules*, CRC, c 368.
32. Such further and other rules as counsel may advise and this Honourable Court permits.

**APPLICABLE ACTS AND REGULATIONS:**

33. *Bankruptcy and Insolvency Act*, RSC 1985, c B-3.

34. *Business Corporations Act*, RSA 2000, c B-9.
35. *Judicature Act*, R.S.A. 2000, c. J-2.
36. *Personal Property Security Act*, RSA 2000, c P-7.
37. Such further and other Acts and regulations as counsel may advise and this Honourable Court permit.

**ANY IRREGULARITY COMPLAINED OF OR OBJECTION RELIED ON:**

38. None.

**HOW THE APPLICATION IS PROPOSED TO BE HEARD OR CONSIDERED:**

39. Via WebEx Video Conference, before the Honourable Madam Justice B.E.C. Romaine, with some or all of the parties present.

**WARNING**

Subject to the Court's procedures having regard for the COVID-19 pandemic, if you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.

**SCHEDULE "A"**

**SERVICE LIST**



**SERVICE LIST**

<b>ADDRESS FOR SERVICE</b>	<b>PARTY REPRESENTING</b>	<b>METHOD OF SERVICE</b>
Workers Compensation Board Collection Unit 9925 – 1078 Street, 8 <sup>th</sup> Floor Edmonton, AB T5J 3S9 Phone: 780-509-1395 Fax: 780-498-7871		Fax
Aeneid Exploration Inc. 200, 744 4 Ave SW Calgary, AB T2P 3T4 Attention: Yushen Yuan 604-719-1497 <a href="mailto:yyuan@aeneidexploration.com">yyuan@aeneidexploration.com</a>		Email
Affinity Credit Solutions Inc. 202, 10217 – 106 Street N.W. Edmonton, AB T5J 1H5 <a href="mailto:clientservices@affinitycredit.ca">clientservices@affinitycredit.ca</a>	Alberta Boilers Safety Association (ABSA)	Email
Alberta Ministry of Energy 9 <sup>th</sup> Floor, 9945 - 108th Street Edmonton, AB T5K 2G8 Attention: Peter Mittal <a href="mailto:Peter.Mittal@gov.ab.ca">Peter.Mittal@gov.ab.ca</a>		Email
Arc Resources Ltd. 1200, 308 4 <sup>th</sup> Avenue SW Calgary, AB T2P 0H7 Attention: Carla Kruschel <a href="mailto:ckruschel@arcresources.com">ckruschel@arcresources.com</a>		Email
Austin Kelly Ashbacher Attention: Patricia Walker <a href="mailto:patricia@mylandmangroup.ca">patricia@mylandmangroup.ca</a>		
BDO Canada Limited 110, 5800 – 2 <sup>nd</sup> Street SW Calgary, AB T2H 0H2 Attention: Marc Kelly / Charla Smith <a href="mailto:makelly@bdo.ca">makelly@bdo.ca</a> <a href="mailto:chasmith@bdo.ca">chasmith@bdo.ca</a>	BDO Canada Limited	Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Bellatrix Exploration Ltd. c/o PricewaterhouseCoopers Inc. 3100, 111 5th Avenue SW Calgary, AB T2P 5L3 Attention: Liam Murphy <a href="mailto:liam.d.murphy@pwc.com">liam.d.murphy@pwc.com</a>		Email
Bennett Jones LLP 4500, 855 – 2 <sup>nd</sup> Street SW Calgary, AB T2P 4K7 Attention: Chris Simard/ Andrea Lutsch <a href="mailto:SimardC@bennettjones.com">SimardC@bennettjones.com</a> <a href="mailto:LutschA@bennettjones.com">LutschA@bennettjones.com</a>	Heritage Royalty Resource Corp.	Email
BOBBY JOE DONOVAN RR1 BLACKIE, AB T0L 0J0 <a href="mailto:bobby.donovan97@gmail.com">bobby.donovan97@gmail.com</a>		Email
Bonavista Energy Corporation 900, 207 9 Ave SW Calgary, AB T2P 1K3 Attention: Calvin House 403-554-2942 <a href="mailto:calvin.house@bonavistaenergy.com">calvin.house@bonavistaenergy.com</a>		Email
Borden Ladner Gervais LLP 1900, 520 – 3rd Ave. SW Calgary, AB T2P 0R3 Attention: Jack Maslen <a href="mailto:jmaslen@blg.com">jmaslen@blg.com</a>	BDO Canada Limited	Email
Brownlee LLP 2200, 10155 102 Street Edmonton, AB T5J 4G8 Attention: Greg Plester <a href="mailto:gplester@brownleelaw.com">gplester@brownleelaw.com</a>	Vulcan County	Email
Canadian Natural Resources Limited Attention: Jelena Molnar <a href="mailto:Jelena.Molnar@cnrl.com">Jelena.Molnar@cnrl.com</a>		Email
Canamax Energy Ltd. 2500, 333 7 Ave SW Calgary, AB T2P 2Z1 Attention: Jeremy Krukowski 587-390-6910 <a href="mailto:jeremy.krukowski@canamaxenergy.ca">jeremy.krukowski@canamaxenergy.ca</a>		Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Capitol Law Office 1013-1st Ave. N.E. Calgary, Alberta T2E 9C6 Attention: Terry Lloyd <a href="mailto:capitolrealestate_tl@shaw.ca">capitolrealestate_tl@shaw.ca</a>	Pro-Find Equipment Inc.	Email
DANIEL M. & SHARI C. GREENE PO BOX 64 CARMANGAY, AB T0L 0N0 <a href="mailto:dsgreene77@outlook.com">dsgreene77@outlook.com</a>		Email
D.E.B. Caprice Holdings c/o Baumann Investments Ltd. 1700, 10235 - 101 Street NW Edmonton, AB T5J 3G1 Attention: Leah Rahe <a href="mailto:leah.rahe@associatedaggregates.ca">leah.rahe@associatedaggregates.ca</a>		Email
DLA Piper Suite 1000, Livingston Place West 250 2 <sup>nd</sup> Street SW Calgary, AB T2P 0C1 Attention: Patrick W. Burgess/ Carole Hunter <a href="mailto:pat.burgess@dlapiper.com">pat.burgess@dlapiper.com</a> <a href="mailto:carole.hunter@dlapiper.com">carole.hunter@dlapiper.com</a>	Road 53 Resources Inc.	Email
Duncan Craig LLP 2800 Scotia Place 10060 Jasper Ave Edmonton, AB T5J 3V9 Attention : Darren Bieganeke, LLB, Q.C. <a href="mailto:dbieganeke@dcllp.com">dbieganeke@dcllp.com</a>	Randy Ruggles, Ruggs Holdings Ltd., Pioneer Oil Well Service Corp., The Estate Of Esther Ruggles, 1993903 Alberta Ltd., Mark Ruggles, 1994828 Alberta Ltd., and Jack Ruggles	Email
EPCOR Utilities Inc. 2000 – 10423 – 101 Street Edmonton, AB T5H 0E8 Attention: Daniela O’Callaghan <a href="mailto:DOCallaghan@epcor.com">DOCallaghan@epcor.com</a>	Internal Counsel for EPCOR Utilities Inc.	Email
GRANT THORNTON LIMITED ITF LEXIN RESOURCES LTD. SUITE 900, 833 4 AVE SW CALGARY, AB T2P 3T5 ATTN: JACQUELINE RIX <a href="mailto:Jacqueline.Rix@ca.gt.com">Jacqueline.Rix@ca.gt.com</a>		Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Hillary Oil Corp. 401 15 ST SW Calgary, AB T2N 2B1 Attention: Taylor Merritt <a href="mailto:hillaryinvestmentclub@gmail.com">hillaryinvestmentclub@gmail.com</a>		Email
Imperial Oil Resources Po Box 2480 Station M Calgary, AB T2P 3M9 Attention: Daniel Dubois <a href="mailto:daniel.p.dubois@esso.ca">daniel.p.dubois@esso.ca</a>		Email
JSS Barristers LLP 800, 304 8 Avenue SW Calgary, AB T2P 1C2 Attention: David Marshall <a href="mailto:marshalld@jssbarristers.ca">marshalld@jssbarristers.ca</a>	SemCAMS Midstream ULC	Email
Kiwetinohk Resources Corp. Attention: Kiiki Sitch/Sut Kuethe <a href="mailto:nsitch@kiwetinohk.com">nsitch@kiwetinohk.com</a> <a href="mailto:skuethe@kiwetinohk.com">skuethe@kiwetinohk.com</a>		Email
Lethbridge County 100, 905-4th Ave South Lethbridge, AB T1J 4E4 hjanzen@lethcounty.ca		Email
McLeod Law LLP 300, 14505 Bannister Road SE Calgary, AB T2X 3J3 Attention: Randolph W. Mitchell <a href="mailto:rmitchell@mcleod-law.com">rmitchell@mcleod-law.com</a>	Patriot Energy Marketing Inc. and/or Patriot Power and Alternate Fuels Inc.	Email
City of Medicine Hat 364 Kipling Street SE Medicine Hat, AB T1A 1Y4 Attention: Sandra Brown <a href="mailto:sanbro@medicinehat.ca">sanbro@medicinehat.ca</a>	Natural Gas & Petroleum Resources	Email
Miles Davison LLP 900, 517 - 10 Ave. SW Calgary, Alberta T2R 0A8 Attention: Terry Czechowsky <a href="mailto:tczech@milesdavison.com">tczech@milesdavison.com</a>	Orphan Well Association	Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Reynolds Mirth Richards & Farmer LLP c/o Municipal District of Taber 3200, 10180 – 101 Street Edmonton, AB T5J 3W8 Attention: Emma Banfield and Shauna Finlay <a href="mailto:EBanfield@rmrf.com">EBanfield@rmrf.com</a> <a href="mailto:SFinlay@rmrf.com">SFinlay@rmrf.com</a>	Municipal District of Taber	Email
Nuova Strada Ventures Ltd. 1321 Colgrove Ave NE Calgary, AB T2E 5C3 Ed Mills <a href="mailto:diamondwillowed@gmail.com">diamondwillowed@gmail.com</a>		Email
Orest Beztily and Marie Anne Denise Beztily Attention: Craig Burns and Jill Burns <a href="mailto:craig@bearlandservices.ca">craig@bearlandservices.ca</a> <a href="mailto:jill@bearlandservices.ca">jill@bearlandservices.ca</a>		
ORLEN Upstream Canada Ltd. 400, 850 - 2 Street SW Calgary, AB T2P 0R8 Attention: Kristi.Fedda <a href="mailto:Kristi.Fedda@orlenupstream.ca">Kristi.Fedda@orlenupstream.ca</a>		Email
Osler, Hoskin & Harcourt LLP 2500, 450 1 St SW Calgary, AB T2P 5H1 Attention: Emily Paplawski/Meg Hiles <a href="mailto:EPaplawski@osler.com">EPaplawski@osler.com</a> Mhiles@osler.com	Canadian Natural Resources Limited	Email
Ovintiv Canada ULC 500 Centre Street SE Calgary, AB T2P 2S5 <a href="mailto:legal.notices@ovintiv.com">legal.notices@ovintiv.com</a>		Email
Persistence Energy Ltd. 1600, 505 – 3 <sup>rd</sup> Street SW Calgary, AB T2P 3E6 Attention: Neil McPherson <a href="mailto:neilm@persistence-energy.com">neilm@persistence-energy.com</a>		Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Pieridae Alberta Production Ltd. 3100, 308 4 <sup>th</sup> Ave SW Calgary, AB T2P0H7 Attention: Rich Rowe <a href="mailto:rich.rowe@pieridaenergy.com">rich.rowe@pieridaenergy.com</a>		Email
Prairie Sky Royalty Ltd. 1700, 350 – 7 <sup>th</sup> Avenue SW Calgary, AB T2P 3N9 <a href="mailto:matthew.mcmahon@prairiesky.com">matthew.mcmahon@prairiesky.com</a> <a href="mailto:james.nixon@prairiesky.com">james.nixon@prairiesky.com</a>		Email
Pro-Find Equipment Inc. PO Box 329 Turner Valley, AB T0L 2A0 Attention: Shane Buray <a href="mailto:shane@profindequipment.com">shane@profindequipment.com</a>		Email
Road 53 Resources Inc. Box 985 Cochrane, AB T2C 1B1 Attention: Daniel Jalbert <a href="mailto:dan@copperwoodventures.ca">dan@copperwoodventures.ca</a>		Email
ROMMENS, WENDELL L & LLOYD A PO BOX 1442 BROOKS, AB T0J 0J0 <a href="mailto:rommens@eidnet.org">rommens@eidnet.org</a> <a href="mailto:lrommens@eidnet.org">lrommens@eidnet.org</a>		Email
SB LLP 209, 2920 Calgary Trail NW Edmonton, AB T6J 2G8 Attentions: Sandeep K. Dhir, Q.C. <a href="mailto:sdhir@sb-llp.com">sdhir@sb-llp.com</a>	EPCOR Utilities Inc.	Email
SanLing Energy Ltd. 1700, 250 2 Street SW Calgary, AB T2P 0C1 Attention: Frank Cortese <a href="mailto:frank.cortese@sanlingenergy.com">frank.cortese@sanlingenergy.com</a>		Email
SAYER ENERGY ADVISORS 1620, 540 - 5th Avenue SW Calgary, AB T2P 0M2 Attention: Tom Pavic / Ben Rye <a href="mailto:TPavic@sayeradvisors.com">TPavic@sayeradvisors.com</a> <a href="mailto:BRye@sayeradvisors.com">BRye@sayeradvisors.com</a>		Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Sequoia Operating Corp. c/o PricewaterhouseCoopers Inc. 3100, 111 - 5 Avenue SW Calgary, AB T2P 5L3 Attention: Paul Darby <a href="mailto:paul.j.darby@pwc.com">paul.j.darby@pwc.com</a>		Email
Seol Energy Inc. 100, 111 5 <sup>th</sup> Avenue SW Calgary, AB T2P 3Y6 Attention: Samson Effiong/Owolabi Lawal/Oscar Lagoke <a href="mailto:seffiong@seolenergy.com">seffiong@seolenergy.com</a> <a href="mailto:olawal@seolenergy.com">olawal@seolenergy.com</a> <a href="mailto:olagoke@seolenergy.com">olagoke@seolenergy.com</a>		Email
Shell Canada Energy and Shell Canada Limited c/o Meghan Waters Shell Canada Limited, Legal Dept. 400 - 4 Avenue SW Calgary, AB T2P 0J4 <a href="mailto:s.babich@shell.com">s.babich@shell.com</a>		Email
Sterling Credit Adjustors Inc. c/o Nor-Alta Environmental Services Ltd. 705, 5241 Calgary Trail Edmonton, AB T6H 5G8 <a href="mailto:craig@sterlingcredit.ca">craig@sterlingcredit.ca</a>	Nor-Alta Environmental Services Ltd.	Email
Stikeman Elliott LLP 4300, 888 – 3 Street SW Calgary, AB T2P 5C5 Attention: David M. Price <a href="mailto:dprice@stikeman.com">dprice@stikeman.com</a>	Journey Energy Partnership Journey Energy Inc.	Email
Surface Rights Board of Alberta 1229 – 91 Street SW Edmonton, AB T6X 1E9 Attention: Frances Gunraj <a href="mailto:frances.gunraj@gov.ab.ca">frances.gunraj@gov.ab.ca</a>		Email
TAQA NORTH LTD. 2100, 308 – 4 Ave SW Calgary, AB T2P 0H7 Attention: Doreen Brown/Ellen Gray <a href="mailto:Doreen.Brown@taqa.ca">Doreen.Brown@taqa.ca</a> <a href="mailto:Ellen.Gray@taqa.ca">Ellen.Gray@taqa.ca</a>		Email

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
The Alberta Energy Regulator (AER) 1000, 250 – 5 Street SW Calgary, AB T2P 0R4 Attention: Maria Lavelle/Candice Ross <a href="mailto:maria.lavelle@aer.ca">maria.lavelle@aer.ca</a> <a href="mailto:Candice.Ross@aer.ca">Candice.Ross@aer.ca</a> <a href="mailto:Insolvency@aer.ca">Insolvency@aer.ca</a>		Email
WESTHILL PETROLEUM LTD 3300, 421 – 7 <sup>th</sup> Ave SW Calgary, AB T2P 4K9 Attention: John Rodgers <a href="mailto:wrltd@telus.net">wrltd@telus.net</a>		
1019867 ALBERTA LTD BOX 96 LONGVIEW, AB T0L 1H0		Courier
1767203 ALBERTA LTD. PO BOX 598 PICTURE BUTTE, AB T0K 1V0		Courier
1949871 ALBERTA LTD. 434 SIERRA MADRE COURT SW CALGARY, AB T3H 3M4		Courier
1950729 ALBERTA LTD. P.O. BOX 102 CARMANGAY, AB T0L 0N0		Courier
449702 B.C. LIMITED 3475 SMITH DR ARMSTRONG, BC V0E 1B1		Courier
545822 ALBERTA LTD CAROL MARCINOWSKI 192 HUNTWELL ROAD N.E. CALGARY, AB T2K 5S9		Courier
ADRIENNE R. WEILL MARITAL TRUST C/O MURRAY CONSTRUCTION CO. INC. 374 MILLBURN AVENUE, 4TH FLOOR MILLBURN, NJ USA 07041		Courier
ALLARO RESOURCES LTD. 3000, 700 – 9 <sup>th</sup> Ave SW Calgary, AB T2P 3V4		Courier



ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
AlphaBow Energy Ltd. 1800, 222 – 3rd Avenue SW Calgary, AB T2P 0B4		Courier
ASCENSUN OIL AND GAS LTD. 910, 800 6TH AVENUE SW CALGARY, AB T2P 3G3		Courier
AVE FARMS LTD BOX 104 PICTURE BUTTE, AB T0K 1V0		Courier
BEAGLE FARMS LTD BOX 1 MOSSLEIGH, AB T0L 1P0		Courier
BENCI SEED FARMS INC BOX 102 CARMANGAY, AB T0L 0N0		Courier
BERYL IRENE SIBBALD BOX 55 COCHRANE, AB T4C 1A5		Courier
BIRCHCLIFF ENERGY LTD. 1000, 600 3 AVE SW CALGARY, AB T2P 0G5		Courier
BLAKE MULVEY AND CRYSTAL MULVEY BOX 1891 BROOKS, AB T1R 1C6		Courier
JOY MARY DONOVAN 212 - 4150 Seton Rd Calgary, AB T3M 3C7		Courier
BOW CATTLE CO LTD BOX 382 BASSANO, AB T0J 0B0		Courier
BRIAN PAVLIS ENTERPRISES LTD. BOX 957 BEAVERLODGE, AB T0H 0C0		Courier
BURNAY GRAINS INC BOX 93 MOSSLEIGH, AB T0L 1P0		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
BUTEAU, JAMES ROSS BOX 352 BROOKS, AB T1R 1B4		Courier
CANADIAN PACIFIC RAILWAY COMPANY P.O. BOX 1289, MAIN POST OFFICE WINNIPEG, MB R3C 2Z1		Courier
CANLIN RESOURCES PARTNERSHIP PO BOX 4335 STATION C CALGARY, AB T2T 5N2		Courier
Canpar Holdings Ltd. 400, 144 4th Avenue SW Calgary, AB T2P 3N4		Courier
CAROL LESLIE BOAG 334, 4071 CHATHAM STREET RICHMOND, BC V7E 2Z7		Courier
CAROLAN, DONNA L 24921 MUIRLANDS BOULAVARD, 19 LAKE FOREST, CA USA 92630		Courier
CENOVUS ENERGY INC. 225 6 Ave SW Calgary, AB T2P 0M5		Courier
COASTAL RESOURCES LIMITED 1400, 520 - 5TH AVE SW CALGARY, AB T2P 3R7		Courier
COGI LIMITED PARTNERSHIP BY ITS RECEIVER MNP LTD. 1500, 640 - 5 AVE SW CALGARY, AB T2P 3G4		Courier
COMPUTERSHARE TRUST COMPANY OF CANADA RE: HUGHES GADSBY #1 ROYALTY TRUST C/O OIL ROYALTIES DEPT 800, 325 8 <sup>th</sup> Ave SW Calgary, AB T2P 2Z2		Courier
CONOCOPHILLIPS CANADA OPERATIONS LTD. BOX 4365, STATION C CALGARY, AB T2T 5N2		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
CONOCOPHILLIPS CANADA RESOURCES CORP. PO BOX 2566, STN M CALGARY, AB T2P 2H7		Courier
County of Newell PO Box 130 Brooks, AB T1R 1B2		Courier
CRAIG, LORELLI FAY C/O THE VIEW AT LETHBRIDGE 233 - 110 SCENIC DRIVE N LETHBRIDGE, AB T1H 5L9		Courier
DANIEL DOWHAN 10 BEECHMONT AVE SPRUCE GROVE, AB T7X 1E6		Courier
Dark Controls c/o 1895255 Alberta Ltd. Box 914 Athabasca, AB T9S 2A7		Courier
DAVID BRIAN EDGE BOX 489 COCHRANE, AB T4C 1A7		Courier
DERRICK HRYCUN PO BOX 157 THORHILD, AB T0A 3J0		Courier
DIANE GEROW 2281 10TH AVENUE S.E. SALMON ARM, BC V1E 2J2		Courier
DONALD FRANK THURBER RR 1 BLACKIE, AB T0L 0J0		Courier
EASTERN IRRIGATION DISTRICT C/O THE BOARD OF DIRECTORS PO BOX 128 BROOKS, AB T1R 1B2		Courier
ELEANOR ROSS 356, 2020 - 32ND STREET SOUTH LETBRIDGE, AB T1K 7T9		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
Ember Resources Inc. 800, 400 - 3 Avenue SW Calgary, AB T2P 4H2		Courier
Ener-Controls Audit Services Inc. 72 Quarry Gardens SE Calgary, AB T2Z 0E3		Courier
Energetic Services Inc. c/o Heinrich H. Pabst Field LLP 2500, 10175 – 101 Street Edmonton, AB T5J 0H3		Courier
ENERPLUS CORPORATION 3000, 333 - 7TH AVENUE SW CALGARY, AB T2P 2Z1		Courier
ESTATE OF IRENE FLORENCE VOSHALL C/O VERNA MCFADDEN, EXECUTRIX BOX 2161 SUNDRE, AB T0M 1X0		Courier
ESTATE OF ROBERT JOHN WEBER C/O CINDY K. WOLF, EXECUTRIX 908 ARCHWOOD ROAD SE CALGARY, AB T2J 1C4		Courier
EXXONMOBIL CANADA LTD. PO BOX 2480 STATION M CALGARY, AB T2P 3M9		Courier
FIRENZE ENERGY LTD. 3700, 400 3 <sup>rd</sup> Ave SW Calgary, AB T2P 4H2		Courier
FREEHOLD ROYALTIES LTD. 1000, 517 10 Ave SW Calgary, AB T2R 0A8		Courier
Frey & Assoc. Ltd (previously Frey & Associates Engineering LTD) Box 6961 Drayton Valley Alberta T7A 1S3		Courier
FRONTIER ENERGY INC. PO Box 12082 SYLVAN LAKE, AB T4S 1R1		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
GEAR ENERGY LTD. 2400, 525 8 Ave SW Calgary, AB T2P 1G1		Courier
GILES, DELBERT M & M JEAN PO BOX 862 BROOKS, AB T0J 0J0		Courier
GOSSEN, DAWN 1242 FRASER AVENUE PORT COQUITLAM, BC V3B 1M2		Courier
GREEN, RETA JEAN 204 SHAWNEE MANOR SW CALGARY, AB T2Y 2V2		Courier
GREENBERG, ARNOLD L. 2990 E. 17TH AVENUE, APT#2507 DENVER, CO USA 80206		Courier
GREENE, DENNIS GERALD 1516 - 15 AVE N LETHBRIDGE, AB T1H 1W3		Courier
GREENE, GORDON 369 LAVAL BLVD LETHBRIDGE, AB T1K 3W7		Courier
GREGORY & STACEY BAJEMA BOX 1091 GIBBONS, AB T0A 1N0		Courier
HALVERSON, CATHERINE ANN 59 COACH MANOR TERRACE SW CALGARY, AB T3H 1C9		Courier
HARVEST OPERATIONS CORP. 1500, 700 - 2ND STREET SW CALGARY, AB T2P 2W1		Courier
HERITAGE ROYALTY RESOURCE CORP. 710, 215 - 2ND STREET SW CALGARY AB T2P 1M4		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
HERITAGE ROYALTY PARTNERSHIP ATT'N: FEE LEASING, MINERAL LAND CALGARY PLACE PO BOX 20056 CALGARY, AB T2P 4J2		Courier
HERTZSTEIN, EMILY 6111 ROSALIND AVENUE RICHMOND, CA USA 94805		Courier
HOWE RANCHES GENERAL DELIVERY BUFFALO, AB T0J 0K0		Courier
HUTTERIAN BRETHREN CHURCH OF ALBION RIDGE BOX 828 PICTURE BUTTE, AB T0K 1V0		Courier
HUTTERIAN BRETHREN CHURCH OF ARROWWOOD RR 1 BLACKIE, AB T0L 0J0		Courier
HUTTERIAN BRETHREN CHURCH OF KEHO LAKE PO BOX 125 BARONS, AB T0L 0G0		Courier
HUTTERIAN BRETHREN OF LATHOM BOX 450 BASSANO, AB T0J0B0		Courier
IAN DONOVAN BOX 41 MOSSLEIGH, AB T0L 1P0		Courier
Inland Development Company Ltd. 3720 - 2 Avenue SW Calgary, AB T3C 0A3		Courier
Insignia Energy Ltd. 800, 520 - 3 Avenue SW Calgary, AB T2P 0R3		Courier
J2 RESOURCES INC. 236 SCHOONER COVE NW CALGARY, AB T3L 1Z2		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
JAMES BLAINE DAVIES RR 2 HIGH RIVER, AB T1V 1N2		Courier
JANKE, RONALD & SHAREE ANN BOX 1057 BROOKS, AB T1R 1B9		
JOLAR OILS LTD. BOX 15, SITE 7, RR#1 OKOTOKS, AB T1S 1A1		Courier
JUBB, AVERY E. 62 - 34TH AVENUE SW CALGARY, AB T2S 2Z1		Courier
JUDITH D. SNIDER BOX 30 ALDERSYDE, AB T0L 0A0		Courier
JUPITER RESOURCES INC. Suite 1100, 585-8th AVENUE SW CALGARY, AB T2P 1G1		Courier
Kaisen Energy Corp. 400, 522 - 11 Avenue SW Calgary, AB T2R 0C8		Courier
Karon Resources Inc. 74 Chaparral Grove SE Calgary, AB T2X 3W1		Courier
KATHERINE F. STRICKLAND 2009 TRUST 14 STANWICH LAND GREENWICH, CT USA 06830		Courier
KAY RUSINKO P O BOX 212 THORHILD, AB TOA 3J0		Courier
KEN VAN RAA Y INC. BOX 127 PICTURE BUTTE, AB T0K 1V0		Courier
KENNETH HARRY WEBER AND ROSEMARY WEBER RR 1 BLACKIE, AB T0L 0J0		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
KENNIBAR RESOURCES LTD. 1 - 3315 RIDEAU PLACE SW CALGARY, AB T2S 2T1		Courier
KIRK BOYKO BOX 203 THORHILD, AB T0J 3J0		Courier
KOPPENSTEIN FARMS LTD 2418 - 6 AVENUE SOUTH LETHBRIDGE, AB T1J 1C4		Courier
L. CALVIN FULENWIDER, III 2009 TRUST and L.C. FULENWIDER JR & CO. 2500, 1125 17TH STREET DENVER, CO USA 80202		Courier
LEIBEL, LISA CHERYL 7919 WENTWORTH DRIVE SW CALGARY, AB T3H 4P2		Courier
Lintus Resources Limited 700, 330 - 5 Avenue SW Calgary, AB T2P 0L4		Courier
Long Run Exploration Ltd. 600, 600 - 3 Avenue SW Calgary, AB T2P 0G5		Courier
LORI VICKERSON 2830 AUTO ROAD SE SALMON ARM, BC V1E 2H4		Courier
LOWE, IDA PO BOX 460 CARDSTON, AB T0K 0K0		Courier
MAGNUS ONE ENERGY CORP. C/O QUESTERRE ENERGY CORPORATION 1650, 801 - 6 AVENUE SW CALGARY, AB T2P 3W2		Courier
MCRAE, DONNA BELLE & JOHN ANDREW 5720 - 186A STREET SURREY, BC V3S 7N2		Courier



ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
MCWILLIAM FARMS LTD C/O BERNARD & DARLENE MCWILLIAM RR 1 BLACKIE, AB T0L 0J0		Courier
MD Greenview 4806 – 36 Ave Box 1079 Valleyview, AB T0H 3N0		Courier
Minister of Finance Provincial Treasurer - Alberta Energy Petroleum Plaza - North Tower 9945 - 108th Street, Edmonton, AB T5K 2G8		Courier
MONTRICHARD OIL & GAS LTD. 8 SYRACUSE CRESCENT TORONTO, ON M1E 2G6		Courier
NELSON, CHRISTIAN A. BOX 37 ARROWWOOD, AB T0L 0B0		Courier
NIEBUHR, CAPRICE LARA AND/OR HANSON, DYLAN KONRAD HAUSER 106 TUSCANY RAVINE BAY NW CALGARY, AB T3L 2S9		Courier
NIZNIK, GENOVIA, GEORGE J & B. JOAN and JOHN STEPHEN BOX 337 BROOKS, AB T1R 1B4		Courier
Nova Gas Transmission Ltd. 450 – 1 Street S.W. Calgary, AB T2P 5H1		Courier
NUNA RESOURCES LTD P.O. BOX 414 IRRICANA, AB T0M 1B0		Courier
NUVISTA ENERGY 2500, 525 8TH AVENUE S.W. CALGARY, AB T2P 1G1		Courier
Obsidian Energy 200, 207 9 Ave SW Calgary, AB T2P 1K3		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
PALLISER PRODUCTION MANAGEMENT LTD. and TORXEN ENERGY LTD. 2700, 240 4TH AVENUE S.W. CALGARY, AB T2P 4H4		Courier
PARAMOUNT RESOURCES LTD. 2800, 421 - 7TH AVE SW CALGARY, AB T2P 4K9		Courier
PATRICK MURRAY PALIN & MARLENE A PALIN 46 SPRINGLAND WAY CALGARY, AB T3Z 3N6		Courier
PENGROWTH ENERGY CORPORATION 1900, 222 - 3 AVENUE SW CALGARY, AB T2P 0B4		Courier
PETROMIRA VENTURES LTD 109 SUNBANK WAY S.E. CALGARY, AB T2X 2H9		Courier
PLAINS MIDSTREAM CANADA ULC 1400, 607 8TH AVENUE S.W. CALGARY, AB T2P 0A7		Courier
POLLEY, SHELLEY ALYSSA 8 W ANDISON CLOSE COCHRANE, AB T4C 1J5		Courier
PRASKACH, PAUL & MARY ANN BOX 27 PICTURE BUTTE, AB T0K 1V0		Courier
PROSPECT OIL & GAS MANAGEMENT LTD. 90B-2 SLATER ROAD STRATHMORE, AB T1P1V1		Courier
PROVEN OIL ASIA LTD. 2500, 450 1st Street SE Calgary, AB T2G 5E3		Courier
RAEDSCHELDERS, MARC 11015 OAKFIELD DRIVE SW CALGARY, AB T2W 3H3		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
RECEIVER GENERAL FOR CANADA INDIAN OIL & GAS CANADA 100, 9911 CHIILA BOULEVARD TSUU T'INA (SARCEE), AB T2W 6H6		Courier
REPSOL OIL & GAS CANADA INC. 2000, 888 - 3RD STREET SW CALGARY, AB T2P 5C5		Courier
RISING STAR RESOURCES LTD. 1000, 500 - 4TH AVENUE S.W. CALGARY, AB T2P 2V6		Courier
ROBERT & LORRAINE WOODWARD BOX 586 CARDSTON, AB T0K 0K0		Courier
RON MYKYTE P O BOX 493 THORHILD, AB T0A 3J0		Courier
Rose's Well Services Ltd. 101, 4209 - 99 Street NW Edmonton, AB T6E 5V7		Courier
ROSENKRANZ, PAULINE 210 CANYON ESTATES WAY WEST LETHBRIDGE, AB T1K 7A4		Courier
Royal Bank of Canada 36 YORK MILLS ROAD, 4TH FLOOR TORONTO, ON M2P 0A4		Courier
SHARPE, KENNETH W & ARLANE L PO BOX 1053 BROOKS, AB T1R 1B8		Courier
SEREDA, RONALD BOX 38 ROLLING HILLS, AB T0J 2S0		Courier
Signalta Resources Ltd. 700, 840 - 6 Avenue SW Calgary, AB T2P 3E5		Courier
SINOPEC DAYLIGHT ENERGY LTD. LOCKBOX: CH3075 C/O CH3075 PO BOX 2509, STATION M CALGARY, AB T2P 0E2		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
SPECIAL AREAS BOARD 212 - 2ND AVENUE WEST HANNA, AB T0J 1P0		Courier
Strathcona Resources Ltd. 1900, 421 – 7th Avenue SW Calgary, AB T2P 4K9		Courier
SUFFIELD INDUSTRY RANGE CONTROL C/O IPC ALBERTA LTD 900, 215 - 9TH AVENUE SW CALGARY, AB T2P 1K3		Courier
SUNNYSIDE AG. INC. 1-55320 RGE RD 240 STURGEON COUNTY, AB T8T 1W1		Courier
TAMARACK ACQUISITION CORP. 600, 425 - 1ST STREET SW CALGARY, AB T2P 3L8		Courier
THOMAS BARTO BOX 1001 THORHILD, AB T0A 3J0		Courier
Thorhild County PO Box 10, 801-1st Street Thorhild, AB T0A 3J0		Courier
TONILYNN C. LEMAY C/O PAT HAMMELL 15 EMENY ROAD ENDERBY, BC V0E 1V3		Courier
Universal Properties Inc. 53120A Range Road 13 Parkland County, AB T7Y 2T2		Courier
VALKENIER, CAROLE JEAN 737, 205 KIMTA ROAD VICTORIA, BC V9A 6T5		Courier
VAN RAAY PASKAL FARMS LTD and VAN RAAY, DARREN PO BOX 64 IRON SPRINGS, AB T0K 1G0		Courier

ADDRESS FOR SERVICE	PARTY REPRESENTING	METHOD OF SERVICE
VENTURION OIL LIMITED 1600, 500 - 4TH AVENUE S.W. CALGARY, AB T2P 2V6		Courier
WARK, THOMAS DAVID & IONA MARLENE BOX 105 MOSSLEIGH, AB T0L 1P0		Courier
WENDY LEE DENBIGH BOX 131 VULCAN, AB T0L 2B0		Courier
WESTERSUND, CHASE, COLE & CONNOR 37 MOUNTAIN RIVER ESTATES CALGARY, AB T3Z 3J3		Courier
WESTHILL PETROLEUM LTD 3300, 421 – 7 <sup>th</sup> Ave SW Calgary, AB T2P 4K9		Courier
WIGHAM RESOURCES LTD #255, 339 - 50TH AVENUE S.E. CALGARY, AB T2G 2B3		Courier
WILLISCHILD ENERGY LTD. 621 E STREET SNYDER, OK USA 73566-2244		Courier
WILLOW ISLAND FARM LTD C/O KAREN & ROBERT THOMPSON PO BOX 130 CARSELAND, AB T0J 0M0		Courier
WINSLOW RESOURCES INC. 4300 Bankers Hall West 888 – 3rd Street SW Calgary, AB T2P 5C5		Courier
WOLF COULEE RESOURCES INC 4500, 855 – 2 St SW Calgary, AB T2P 4K7		Courier
XTO ENERGY CANADA ULC P.O. BOX 2480 STATION M CALGARY, AB T2P 3M9		Courier

<b>ADDRESS FOR SERVICE</b>	<b>PARTY REPRESENTING</b>	<b>METHOD OF SERVICE</b>
Yellowhead County 2716 1 Avenue Edson, AB T7E 1N9		Courier
ZARGON OIL & GAS LTD SUN LIFE PLAZA - EAST TOWER 1100, 112 - 4TH AVE. SW CALGARY, AB T2P 0H3		Courier

**SCHEDULE "B"**

**DISCHARGE ORDER**

COURT FILE NUMBER 1901-14615  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
APPLICANT ORPHAN WELL ASSOCIATION  
RESPONDENT HOUSTON OIL & GAS LTD.

Clerk's Stamp

COURT FILE NUMBER B201-708570  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
IN THE MATTER OF THE BANKRUPTCY OF  
HOUSTON OIL & GAS LTD.

DOCUMENT **ORDER FOR FINAL DISCHARGE AND  
RELATED RELIEF**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT  
Robyn Gurofsky / Jack R. Maslen  
Borden Ladner Gervais LLP  
1900, 520 3<sup>rd</sup> Ave. S.W.  
Calgary, AB T2P 0R3  
Telephone: (403) 232-9774 / 9790  
Facsimile: (403) 266-1395  
Email: [rgurofsky@blg.com](mailto:rgurofsky@blg.com) / [jmaslen@blg.com](mailto:jmaslen@blg.com)  
File No. 436743.24

**DATE ON WHICH ORDER WAS PRONOUNCED:** June 17, 2021  
**NAME OF JUSTICE WHO MADE THE ORDER:** Honourable Justice B.E.C. Romaine  
**LOCATION OF HEARING:** Calgary, Alberta

**UPON** the application of BDO Canada Limited (“**BDO**”), in its capacity as the court-appointed receiver and manager (the “**Receiver**”) of Houston Oil & Gas Ltd. (the “**Debtor**”) and not in its personal capacity, filed on June 7, 2021 (the “**Application**”); **AND UPON** having read the Fifth Report of the Receiver dated and filed on June 7, 2021 (the “**Fifth Report**”), the Affidavit of Service of Jennifer Gorrie sworn, and such other pleadings, reports or materials previously filed in these proceedings; **AND UPON** noting that the



Receiver assigned the Debtor into bankruptcy on February 1, 2021 and BDO is acting as the trustee in bankruptcy (the “**Trustee**”) of the bankrupt estate of the Debtor in accordance with the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the “**BIA**”); **AND UPON** hearing from counsel for the Receiver and counsel for any other interested parties appearing at the hearing of this Application, which occurred via WebEx Video Conference having regard to the Court’s procedures for the COVID-19 pandemic:

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Capitalized terms not otherwise defined herein, have the meanings ascribed to them in the Fifth Report.
2. The time for service of this Application, together with all supporting materials, is hereby abridged, if necessary, and declared to be good and sufficient and no other person is required to have been served with such documents, and this hearing is properly returnable before this Honourable Court today and further service thereof is hereby dispensed with.
3. The Receiver’s accounts for fees and disbursements, in the amount \$35,378.00 (plus GST), for the period of November 1, 2020 to May 31, 2021, as described in the Receiver’s Fifth Report, are hereby approved without the necessity of a formal passing of its accounts.
4. The accounts rendered by the Receiver’s legal counsel, Borden Ladner Gervais LLP (“**BLG**”), in the amount \$84,692.85 (plus GST), for the period of November 1, 2020 to May 31, 2021, as described in the Receiver’s Fifth Report, are hereby approved without the necessity of a formal passing of its accounts.
5. The Receiver’s activities as set out in the Receiver’s Fifth Report, and in all of its prior reports filed herein, together with the Statement of Receipts and Disbursements as attached to the Receiver’s Fifth Report, are hereby ratified and approved.
6. The Receiver is hereby authorized and directed to pay any remaining professional fees and disbursements (including those of BLG) up to an aggregate amount of \$35,000.00 (including GST), as described in the Receiver’s Fifth Report, and such final fees or disbursements are hereby approved without the necessity of a formal passing of its accounts.
7. BDO, in its capacity as Receiver and as Trustee, is hereby authorized and directed to issue the notice of disclaimer, in the form appended to the Fifth Report (the “**Notice of Disclaimer**”), pertaining to residual interests described in the Notice of Disclaimer (the “**Residual Interests**”).

The Notice of Disclaimer is hereby ratified and approved. The Receiver is hereby directed to post a copy of the Notice of Disclaimer on its website, and the Receiver or Trustee are permitted, but not required, to provide a copy of the Notice of Disclaimer to any other person the Receiver or Trustee, as the case may be, deems appropriate.

8. The Receiver is authorized and directed to complete any outstanding land transfers in respect of purchase and sale transactions or quitclaims entered into by the Receiver during these proceedings.
9. On the evidence before the Court, the Receiver has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Receiver shall not be liable for any act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any fraud, gross negligence or willful misconduct on the part of the Receiver, or with leave of the Court. Subject to the foregoing, any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
10. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
11. Upon the Receiver filing with the Clerk of the Court a sworn Affidavit of a licensed trustee employed by the Receiver confirming that all matters set out in paragraphs 6, 7 and 8 of this Order have been completed, the Receiver shall be discharged as Receiver of the Debtor, provided however that notwithstanding its discharge herein (i) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the Receivership herein, and (ii) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Receiver in its capacity as Receiver.
12. BDO is hereby authorized and directed to retain the Debtor's books and records in its capacity as Trustee until otherwise ordered by the Court or as otherwise provided for under the BIA.
13. Service of this Order shall be deemed good and sufficient by:
  - a. serving this Order on those interested parties attending or represented at the within Application; and
  - b. by posting a copy of this Order on the Receiver's website.

14. No other persons are entitled to be served with a copy of this Order.

---

Justice of the Court of Queen's Bench of Alberta