

CLERK OF THE COURT
FILED
NOV 27 2019
JUDICIAL CENTRE
OF CALGARY

Clerk's stamp:

COURT FILE NUMBER 1901-05089

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

IN THE MATTER OF THE BUSINESS CORPORATIONS
ACT, R.S.A. 2000, c. B-9, as amended

AND IN THE MATTER OF THE PLAN OF COMPROMISE
OR ARRANGEMENT OF STRATEGIC OIL & GAS LTD.
and STRATEGIC TRANSMISSION LTD.

APPLICANTS STRATEGIC OIL & GAS LTD. and STRATEGIC
TRANSMISSION LTD.

DOCUMENT APPLICATION

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF PARTY
FILING THIS DOCUMENT

Dentons Canada LLP
Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8

Attention: David W. Mann and Afshan Naveed
Ph. (403) 268-7097 / 403-268-7015 Fx. (403) 268-3100
File No.: 575553-3

NOTICE TO RESPONDENT(S): SEE ATTACHED SERVICE LIST

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

You have the right to state your side of this matter before the master/judge.

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

Date	December 3, 2019
Time	2:00 p.m.
Where	Calgary Courts Centre 601-5th Street SW, Calgary, AB
Before Whom	The Honourable Madam Justice C. Dario

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

Remedy sought:

1. The Applicants, Strategic Oil & Gas Ltd. ("**Strategic**") and Strategic Transmission Ltd. (collectively, the "**Applicants**"), respectfully seek the following relief:
 - (a) an Order, substantially in the form attached hereto as **Schedule "A"**, granting an extension of the Stay Period (as defined below) to and including January 31, 2020; and
 - (b) such other relief as may be sought by the Applicants and granted by this Honourable Court.

Grounds for making this application:

2. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Affidavit of Amanda Reitenbach, sworn November 27th, 2019.
3. The Initial Order, as amended by subsequent Orders, granted a stay of proceedings as against the Applicants (the "**Stay Period**") up to and including December 31, 2019.
4. The Claims Procedure set a Claims Bar Date of 5:00 p.m. Mountain Daylight Time on November 15, 2019.
5. Details of the claims received in accordance with the Claims Procedure are set out in the Fourth Report of the Monitor.
6. The Applicants have been working with the Monitor to complete the Claims Procedure.
7. The Applicants have been working with the Monitor, its secured creditor, and other stakeholders to determine next steps in the restructuring of the business and the proposed stay extension will be required to carry the Applicants through finalizing next steps.
8. The Applicants are working in good faith and with due diligence in these proceedings and believe it is in the best interests of the Applicants and all stakeholders to continue in these proceedings.

Material or evidence to be relied on:

9. Affidavit of Amanda Reitenbach, sworn November 27th, 2019.
10. The Monitor's Fourth Report to the Court, dated November 27th, 2019.
11. Such further and other material as counsel may advise and this Honourable Court may permit.

Applicable Rules:

12. *Alberta Rules of Court*, Alta Reg 124/2010, including but not limited to rules 1.2-1.5, 6.3(1), 6.9(1)(a), and 11.27.

13. Such further and other Rules as counsel may advise and this Honourable Court may permit.

Applicable Acts and regulations:

14. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended, and the regulations thereunder.
15. *Business Corporations Act*, RSA 2000, c B-9, as amended, and the regulations thereunder.
16. Such further and other Acts and regulations as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

17. None.

How the application is proposed to be heard or considered:

18. In person before the Honourable Madam Justice C. Dario in an application in chambers on the Commercial List as scheduled.

WARNING

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 time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

SCHEDULE A - DRAFT

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APPLICANTS STRATEGIC OIL & GAS LTD. and STRATEGIC
TRANSMISSION LTD.

DOCUMENT ORDER (STAY EXTENSION)

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF PARTY
FILING THIS DOCUMENT

Dentons Canada LLP
Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8

Attention: David W. Mann and Afshan Naveed
Ph. (403) 268-7097 / 403-268-7015 Fx. (403) 268-3100
File No.: 575553-3

DATE ON WHICH ORDER WAS
PRONOUNCED: December 3, 2019

LOCATION WHERE ORDER WAS
PRONOUNCED: Calgary, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice C. Dario

UPON the application of Strategic Oil & Gas Ltd. and Strategic Transmission Ltd. (collectively the "**Applicants**"); AND UPON having read the Application, the Affidavit of Amanda Reitenbach, sworn November 27th, 2019, the Fourth Report of KPMG Inc., the Court-appointed Monitor of the Applicants (the "**Monitor**"), and the Affidavit of Service, all filed, and such other material in the pleadings and proceedings

as are deemed necessary; AND UPON hearing counsel for the Applicants, counsel for the Monitor, and counsel for other interested parties and stakeholders present;

IT IS HEREBY ORDERED AND DECLARED THAT:

Service

1. The time for service of notice of this application is abridged to the time actually given and service of the Application and supporting material is good and sufficient, and this hearing is properly returnable before this Honourable Court today and further service thereof is hereby dispensed with.
2. All capitalized terms not otherwise defined in this Order shall have the meaning ascribed to them in the Initial Order granted by Madam Justice K.M. Horner in this Action, dated April 10, 2019 (the "**Initial Order**").

Stay

3. The Stay Period as ordered and defined in paragraph 13 of the Initial Order and thereafter extended pursuant to Orders granted May 6, 2019, May 9, 2019, September 20, 2019, and October 11, 2019, is hereby further extended until and including January 31, 2020.

Service

4. Service of this Order shall be deemed good and sufficient by:
 - (a) Serving the same on:
 - (i) the persons listed on the service list created in these proceedings;
 - (ii) any other person served with notice of the application for this Order;
 - (iii) any other parties attending or represented at the application for this Order; and
 - (b) Posting a copy of this Order on the Monitor's website, established for these proceedings and service on any other person is hereby dispensed with.
5. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.

Justice of the Court of Queen's Bench of Alberta

Action No. 1901-05089

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended

IN THE MATTER OF THE BUSINESS CORPORATIONS ACT, R.S.A. 2000, c. B-9, as amended

**AND IN THE MATTER OF THE PLAN OF COMPROMISE OR ARRANGEMENT OF
STRATEGIC OIL & GAS LTD. and STRATEGIC TRANSMISSION LTD.**

File: 575553-3

Service List
(November 26, 2019)

Service Recipient	Recipient Status	Service Method
Dentons Canada LLP 850 – 2nd Street SW Calgary, Alberta T2P 0R8 Attention: David W. Mann & Afshan Naveed Email: david.mann@dentons.com afshan.naveed@dentons.com	Counsel for the Applicants	Email
KPMG Inc. Bow Valley Square II Suite 3100 205 – 5 Avenue SW Calgary, Alberta T2 P 4B9 Attention: Neil Honess & Cameron Browning Email: neilhoness@kpmg.ca cbrowning@kpmg.ca	Court-appointed Monitor	Email

Service Recipient	Recipient Status	Service Method
<p>Torys LLP 525 – 8th Avenue SW Calgary, Alberta T2P 1G1</p> <p>Attention: Kyle Kashuba Email: kkashuba@torys.com</p>	Counsel for the Monitor	Email
<p>Bennet Jones LLP 4500 Bankers Hall East 855 2nd Street SW Calgary, Alberta T2P 4K7</p> <p>Attention: Ken T. Lenz, Alexis Teasdale & Colin Perry Email: lenzk@bennettjones.com teasdaleA@bennettjones.com perryc@bennettjones.com</p>	Counsel for GMT Capital Corp., Secured Debenture Holder	Email
<p>Royal Bank of Canada Corporate Banking 3900 Bankers Hall West 888-3rd Street SW Calgary, Alberta T2P 5C5</p> <p>Attention: Ryan Stasy nec, Richard Hall & Mari Hodgkinson Email: ryan.stasy nec@rbc.com richard.hall@rbc.com mari.hodgkinson@rbc.com</p>	Secured Creditor	Email
<p>Roynat Inc. Suite 1500, 4710 Kingsway St. Burnaby, BC V5H 4M2</p>	Secured Creditor	Courier

Service Recipient	Recipient Status	Service Method
<p>True North Ford Ltd. 10102 97 Street High Level, AB T0H 1Z0</p>	Secured Creditor	Courier
<p>Meridian Onecap Credit Corp. Suite 1500, 4710 Kingsway Burnaby, BC V5H 4M2</p>	Secured Creditor	Courier
<p>Libra Advisors Attention: Vipul Pandey Email: vp@libraadvisors.com</p>	Equity Holder	Email
<p>PrairieSky Royalty Ltd. 1700, 350 – 7th Ave SW Calgary, AB T2P 3N9 Attention: Dale Percy Email: Dale.Percy@prairiesky.com</p>	Creditor	Email
<p>Carscallen LLP 900, 332-6th Ave SW Calgary, AB T2P 0B2 Attention: Glenn Blackett Email: blackett@carscallen.com</p>	Counsel for Ensign Drilling Inc. (operating as Ensign Testing Services), Builders' Lien & Counsel for Apex Distribution Inc., Builders' Lien	Email
<p>Reynolds Mirth Richards & Farmer LLP 3200, 10108 -101 Street Edmonton, AB T5J 3W8 Attention: Mikkel J. Arnston Email: marnston@rmrf.com</p>	Counsel for Global Well Servicing Ltd., Builders' Lien	Email

Service Recipient	Recipient Status	Service Method
<p>Alberta Energy Regulator Suite 1000, 250 – 5th Street SW Calgary, AB T2P 0R4</p> <p>Attention: Maria Lavelle Email: Maria.Lavelle@aer.ca insolvency@aer.ca</p> <p>Attention: Candice Ross Email: Candice.Ross@aer.ca</p>		Email
<p>Government of Alberta Department of Energy 9th Floor, 9945 – 108th Street Edmonton, AB T5K 2G6</p> <p>Attention: Keri Ridley and Kenneth Whitelaw Email: Keri.Ridley@gov.ab.ca Kenneth.Whitelaw@gov.ab.ca</p>		Email
<p>Cassels Brock 2200 HSBC Building 885 West Georgia Street Vancouver, BC V6C 3E8</p> <p>Attention: Mary Buttery, Jeffrey Oliver and Lance Williams Email: mattery@casselsbrock.com joliver@casselsbrock.com lwilliams@casselsbrock.com</p> <p>With copy to: Simone Tielesh and Ian Blackstock Email: Simone.Tielesh@gov.nt.ca Ian.Blackstock@gov.nt.ca</p>	Legal counsel to Government of North West Territories	Email

Service Recipient	Recipient Status	Service Method
883492 Alberta Ltd. o/a Pinnacle Services Box 478 High, Level, AB T0H 1Z0 Email: admin@pinnacleserviceshighlevel.ca	Unsecured Creditor	Email
National Energy Board Secretary of the Board Suite 210, 517 – 10 th Ave SW Calgary, AB T2R 0A8		Courier
Miles Davison LLP Barristers & Solicitors #900, 517 – 10 th Avenue SW Calgary, Alberta T2R 0A8 Attention: Calvin C. Robb Email: crobb@milesdavison.com	Counsel for Tryton Tool Services, Formula Powell LP, Strike Energy Services Ltd., Strike Group Limited Partnership, Builders' Lien,	Email
Kenneth P. Reh Law Office Suite 702, One Executive Place 1816 Crowchild Trail NW Calgary, AB T2M 0M5 Attention: Kenneth Reh Email: ken@reh-law.ca	Counsel for Baker Hughes Canada Company, Creditor	Email