



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	January 28, 2020
Time	2:00 p.m.
Where	Calgary Courts Centre 601-5th Street SW, Calgary, AB
Before Whom	The Honourable Madam Justice K.M. Horner

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

Remedy sought:

1. Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Affidavit of Amanda Reitenbach, sworn January 22, 2020.
2. The Applicants, Strategic Oil & Gas Ltd. and Strategic Transmission Ltd. (collectively, “**Strategic**”), file this Application for the following reasons:
 - (a) to provide an update to the Court with respect to the status of the CCAA Proceedings;
 - (b) support the transition of the CCAA Proceedings into a receivership process based on a concurrent application being brought by GMT Capital Corp.; and
 - (c) such other relief as may be sought by the Applicants and granted by this Honourable Court.

Grounds for making this application:

3. Since obtaining the Initial Order, Strategic has been working to develop a restructuring plan that is satisfactory to all its primary stakeholders. Ultimately, however, that has proven to be unsuccessful.
4. Notwithstanding a number of discussions and considerations of various proposals, Strategic has exhausted all of its alternatives and is unable to carry on business in the ordinary course and has determined that it should cease its restructuring efforts and focus on an orderly wind-down of its affairs and transition its interests to the applicable regulator, or as they direct.

Material or evidence to be relied on:

5. Affidavit of Amanda Reitenbach, sworn January 22, 2020.
6. The Monitor’s Fifth Report to the Court, dated January 22, 2020.
7. Such further and other material as counsel may advise and this Honourable Court may permit.

Applicable Rules:

8. *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.
9. Such further and other Rules as counsel may advise and this Honourable Court may permit.

Applicable Acts and regulations:

10. *Companies’ Creditors Arrangement Act*, RSC 1985, c C-36, as amended, and the regulations thereunder.
11. *Business Corporations Act*, RSA 2000, c B-9, as amended, and the regulations thereunder.

12. 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:

13. None.

How the application is proposed to be heard or considered:

14. In person before the Honourable Madam Justice K.M. Horner 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.

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
(January 9, 2020)

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

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<p>Royal Bank of Canada Corporate Banking 3900 Bankers Hall West 888-3rd Street SW Calgary, Alberta T2P 5C5</p> <p>Attention: Ryan Stasyneec & Mari Hodgkinson Email: ryan.stasyneec@rbc.com mari.hodgkinson@rbc.com</p>	<p>Secured Creditor</p>	<p>Email</p>
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