



Clerk's stamp:

COURT FILE NUMBER 1501-12220

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT ALBERTA TREASURY BRANCHES

RESPONDENTS COGI LIMITED PARTNERSHIP, CANADIAN OIL & GAS INTERNATIONAL INC., AND CONSERVE OIL GROUP INC. and CONSERVE OIL 1st CORPORATION

DOCUMENT APPLICATION FOR INTERIM DISTRIBUTION AND RELATED RELIEF

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT G. Brian Davison, Q.C.
DLA Piper (Canada) LLP
Barristers and Solicitors
1000 250 2 St. S.W.
Calgary, AB T2P 0C1
Phone: 403-294-3590
Fax: 403-776-8864
File No.: 16155-00002

NOTICE TO THE RESPONDENT(S)

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

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

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

Date	Wednesday, August 16, 2017
Time	10 a.m.
Where	Calgary Courts Centre, 601 - 5 th Street S.W., Calgary, Alberta
Before	Justice A.D. MacLeod

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

Remedy claimed or sought:

1. MNP Ltd. (the "Receiver"), the receiver and manager of COGI Limited Partnership, Canadian Oil and Gas International Inc. and Conserve Oil Group Inc. and Conserve Oil 1st Corporation (collectively, the "Companies") seeks an order:

- (a) Authorizing a distribution of sale proceeds to the priority secured creditor, ATB;

- (b) Ratifying and approving the Receiver's activities as set out in the Receivers Seventh Report;
 - (c) Ratifying and approving the Receiver's fees and disbursements for the period ending June 30, 2017 including the Receiver's fees and disbursements and the fees and disbursements incurred by its legal counsel, and
 - (d) any further and other relief that this Honourable Court may advise or find appropriate.
2. An Order declaring service of this Application good and sufficient, and abridging time for notice of this Application to the time actually given, if necessary.

Grounds for making this Application:

- 3. By orders dated October 26, 2015 and January 6, 2016, the Receiver was appointed Receiver over the Companies.
- 4. Since its appointment, the Receiver has carried on various investigations into the affairs of the Companies and has carried on the operations of the Companies, through its agent Niven Fischer Energy Management Inc., a Sproule Company, and has incurred fair and reasonable operational, administrative expenses and legal fees as a result;
- 5. By order dated March 27, 2017, the Receiver was authorized to complete a sales transaction for property located in Lamont County, Alberta (**"the Lamont Transaction"**);
- 6. The Lamont Transaction has closed, and the Receiver proposes to distribute sale proceeds arising from the Lamont Transaction (**"the Sale Proceeds"**) to ATB, as priority secured creditor;
- 7. The Receiver has obtained a legal opinion from its counsel advising that ATB has a priority secured claim in the Sale Proceeds;
- 8. Alberta Treasury Branches, the priority secured lender and the lender pursuant to the Receiver's certificates, supports this application; and
- 9. Such further and other material as counsel may advise and this Honourable Court may permit.

Material or Evidence to be relied on:

- 10. The Seventh Report of the Receiver, filed; and
- 11. Such further and other materials as counsel may advise and this Honourable Court may permit.

Applicable Rules:

12. *The Alberta Rules of Court*, AR 124/2010

Applicable Acts and Regulations

13. *Bankruptcy and Insolvency Act*, RSC 1985, C. B-3, as amended
14. *Judicature Act* RSA 2000, c. J-2

Any irregularity complained of or objection relied on:

15. None

How the application is proposed to be heard or considered:

16. In person, before the Honourable Justice in Commercial Court, on evidence with some or all of the parties present.

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant what they want in your absence. You will be bound by any order the Court makes. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of this 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 a reasonable time before the application is to be heard or considered.