



COURT FILE NUMBER B201-718482
 COURT COURT OF QUEEN'S BENCH OF ALBERTA
 JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE PROPOSAL OF GAIN ENERGY LTD.

APPLICANT KPMG INC. IN ITS CAPACITY AS PROPOSAL TRUSTEE OF GAIN ENERGY LTD.

DOCUMENT

ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

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 File: 0026391.00013

DATE ON WHICH ORDER WAS PRONOUNCED: OCTOBER 12, 2021
LOCATION OF HEARING OR TRIAL: CALGARY, ALBERTA
NAME OF JUDGE WHO MADE THIS ORDER: JUSTICE G.A. CAMPBELL

UPON THE APPLICATION of KPMG Inc. filed October 4, 2021 (the "**Application**") in its capacity as the proposal trustee (the "**Trustee**") of Gain Energy Ltd. ("**Gain**"), for an Order for the approval of the Trustee's fees and disbursements, approval of the Trustee's activities, and discharge of the Trustee; **AND UPON HAVING READ** the Application and the Final Report of the Trustee dated October 4, 2021 (the "**Final Report**"), the April 19, 2021 Report of the Trustee (the "**April 19 Report**"), and the First Supplemental Report of the Trustee dated April 26, 2021 (the "**April 26 Report**"), and the Affidavit of Service of Joy Mutuku sworn October 6, 2021; **AND UPON HAVING READ** the April 27, 2021 Order granted by Justice R.A. Neufeld approving Gain's proposal (the "**Proposal**") and directing the Trustee to take all step necessary to implement and complete the Proposal; **AND UPON IT** appearing that all interested and affected

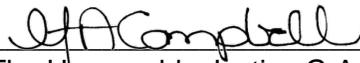
parties have been served with notice of the Application; **AND UPON HEARING** the submissions of counsel for the Trustee and all other interested parties present;.

IT IS HEREBY ORDERED THAT:

1. Service of notice of the Application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of the Application, and time for service of the Application is abridged to that actually given.
2. The Trustee's accounts for fees and disbursements, as set out in the Trustee's Final Report are hereby approved without the necessity of a formal passing of accounts. The Trustee may pay those accounts from the funds currently held in the Trustee's estate account, and any final professional fees and costs of the Trustee to complete the steps required for the Proposal.
3. The accounts of the Trustee's legal counsel, MLT Aikins LLP, for its fees and disbursements, as set out in the Trustee's Final Report, are hereby approved without the necessity of a formal assessment of its accounts. The Trustee may pay the accounts of its legal counsel from the funds currently held in the Trustee's estate account, and any final professional fees and costs of the Trustee's legal counsel to complete the steps required for the Proposal.
4. The Trustee's activities as set out in the Trustee's April 19 Report, the Trustee's April 26 Report, and the Trustee's Final Report, and the Statement of Receipts and Disbursements as described in the Trustee's Final Report, are hereby ratified and approved.
5. On the evidence before the Court, the Trustee has satisfied its obligations under and pursuant to the terms of the Proposal and the Orders granted in the within proceedings up to and including the date hereof, and the Trustee 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 in fraud, gross negligence or willful misconduct on the part of the Trustee, or with leave of the Court. Subject to the foregoing any claims against the

Trustee in connection with the performance of its duties are hereby stayed, extinguished and forever barred.

6. No action or other proceedings shall be commenced against the Trustee in any way arising from or related to its capacity or conduct as Trustee, except with prior leave of this Court on Notice to the Trustee, and upon such terms as this Court may direct.
7. Service of this Order shall be deemed good and sufficient by serving the same on the persons listed on the service list created in these proceedings, any other person served with notice of the Application for this Order, and any other parties attending or represented at the Application for this Order.



The Honourable Justice G.A. Campbell
Justice of the Court of Queen's Bench of Alberta