

I hereby certify this to be a true copy of  
the original Order

Dated this 11 day of Oct 2019  
S. Neufeld  
for Clerk of the Court



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 ORDER (STAY EXTENSION, AMENDED KERP)

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: October 11, 2019

LOCATION WHERE ORDER WAS  
PRONOUNCED: Calgary, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice R.A. Neufeld

**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 October 4<sup>th</sup>, 2019 (the "**Affidavit**"), the Third Report of KPMG Inc. (the "**Third Report**"), the Court-appointed Monitor of the Applicants (the "**Monitor**"), and the Affidavit of Service of Izzy Kowalcze, sworn October 10, 2019, 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, and September 20, 2019 is hereby further extended until and including December 31, 2019.

***KERP***

4. The KERP, as set out in Exhibit J of the Affidavit of Remi Anthony (Tony) Berthelet, sworn April 9, 2019 and approved in paragraph 19 of the Initial Order is hereby amended to change how the final installment is to be paid by deleting the portion dealing with the "Final Installment" on page 2 of the KERP and replacing it with:

"Final Installment: is to be paid in two equal parts.

Firstly, as part of the Eligible Employees' payroll for the period immediately following the earlier of:

1. the Court in the CCAA proceedings granting a sanction order with respect to the plan of compromise and arrangement sought by Strategic (the "Plan"); or
2. the Monitor filing material in the CCAA Proceedings advising the Court that the Plan has not been approved by the Required Majorities (as defined in the Plan).

("Part A"); and

Secondly, as part of the Eligible Employees' payroll for the period immediately following the earlier of:

1. the Plan Implementation Date (as defined in the Plan); or
2. December 20, 2019;

("Part B", together with Part A, the "Final Installment")."

**Meeting Order**

5. The portion of the Application seeking the filing of a Plan and Meeting Order (as defined in the Application) is hereby adjourned to November 1, 2019 at 2:00 p.m.

**Service**

6. 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.
7. 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.

  
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Justice of the Court of Queen's Bench of Alberta