COURT FILE NUMBER	1101-16110
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
APPLICANTS	**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, RSC 1985, c C-36, AS AMENDED** **AND IN THE MATTER OF OILSANDS QUEST INC., OILSANDS QUEST SASK INC., TOWNSHIP PETROLEUM CORPORATION, STRIPPER ENERGY SERVICES INC., 1291329 ALBERTA LTD., OILSANDS QUEST TECHNOLOGY INC., WESTERN PETROCHEMICALS CORP. and 1259882 ALBERTA LTD.**
DOCUMENT	**ORDER** **(Subsequent Claims Procedure)**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Josef G.A Kruger Q.C. Borden Ladner Gervais LLP 1900, 520 3rd Ave. S.W. Calgary, AB T2P 0R3 Telephone: (403) 403 232-9563 Facsimile: (403) 266-1395 Email: jkruger@blg.com File No. 413255.000037
DATE ON WHICH ORDER WAS PRONOUNCED	November 29, 2012
NAME OF JUSTICE WHO MADE THIS ORDER	The Honourable Mr. Justice A. Macleod

Clerk's Stamp

CLERK OF THE COURT
FILED
NOV 29 2012
JUDICIAL CENTRE OF CALGARY

UPON THE APPLICATION of Oilsands Quest Inc. ("OQI"), Oilsands Quest Sask Inc. ("Sask"), Township Petroleum Corporation ("TPC"), Stripper Energy Services Inc., 1291329 Alberta Ltd. ("129"), Oilsands Quest Technology Inc., Western Petrochemicals Corp. and 1259882 Alberta Ltd. represented by Ernst & Young Inc. in its capacity as the Monitor (the "Monitor") in these proceedings with extended powers (collectively, the "Applicants" or "Oilsands Quest"); **AND UPON** having read the Twelfth Report of the Monitor dated November 26, 2012 (the "Twelfth Report"), and the pleadings and proceedings filed herein; **AND UPON** hearing counsel for Oilsands Quest, the Monitor and from any other affected parties that may be present;

IT IS HEREBY ORDERED AND DECLARED THAT:

Service

1. The time for service of this notice of this Application for this Order is hereby abridged and deemed good and sufficient and this Application is properly returnable today.

Subsequent Claims Procedure

2. Capitalized terms not defined herein shall have the meanings ascribed to them in the Twelfth Report of the Monitor. This Order applies to claims arising subsequent to November 29, 2011 against the Affected Companies as defined below (the "Subsequent Claims").

3. The Monitor shall on or before December 6, 2012, in cooperation with Oilsands Quest, send a notice by registered mail, email, courier service or facsimile to each known creditor of each of OQI, Sask, TPC and 129 (the "Affected Companies" and each an "Affected Company"), as those creditors are identified to it by Oilsands Quest, indicating the amount of such creditor's Subsequent Claim against the Affected Companies (the "Notices to Subsequent Creditor" and each a "Notice to Subsequent Creditor"). In the circumstance of creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which the Affected Company is prepared to allow as a claim by such creditor. The Notice to Subsequent Creditor shall state whether a creditor's claim is secured or unsecured. Notices to Subsequent Creditor substantially in the forms attached collectively as **Schedule "A"** to this Order is hereby approved with respect to each of the Affected Companies.

4. The Monitor shall also send, together with the Notice to Subsequent Creditor, a form of proof of claim (the "Proofs of Subsequent Claim" and each a "Proof of Subsequent Claim") to each creditor or possible creditor described above. If a creditor wishes to dispute the Affected Company's assessment of its claim in the Notice to Subsequent Creditor, it must complete and forward to the Monitor on or before January 11, 2013, a completed Proof of Subsequent Claim advancing a claim in a different amount, and/or claiming secured status if applicable, supported by appropriate documentation. In the event that a Proof of Subsequent Claim is not received by the Monitor as the case may be, by January 11, 2013, the amount of such creditor's claim and its status as secured or unsecured will, unless otherwise ordered by this Court, be conclusively deemed to be as shown in the Notice to Subsequent Creditor sent by the Monitor. Proofs of

Subsequent Claim substantially in the forms attached collectively as **Schedule "B"** to this order are hereby approved for each of the Affected Companies.

5. The Monitor shall also arrange to publish a Notice to Subsequent Creditor Advertisement in the Calgary Herald newspaper on or before December 6, 2012. An advertisement substantially in the form of Notice to Subsequent Creditor Advertisement attached as **Schedule "C"** to this Order is hereby approved.

6. Any party who does not receive a Notice to Subsequent Creditor and who wishes to advance a claim against the Affected Company must complete and forward to the Monitor, a completed Proof of Subsequent Claim supported by appropriate documentation advancing its claim and claiming secured status if applicable, on or before January 11, 2013.

7. Where a Proof of Subsequent Claim is sent to the Monitor by a creditor prior to the deadline referred to herein, either as a result of disagreement with the Notice to Subsequent Creditor or otherwise, then the Affected Company, with the cooperation of the Monitor, shall review the Proof of Subsequent Claim and the Monitor shall provide to the creditor a notice in writing by registered mail, email, courier service or facsimile as to whether the claim set out in the Proof of Subsequent Claim is accepted, disputed in whole, or disputed in part. Where the claim is disputed in whole or in part, the Company shall prepare and the Monitor shall issue its written reasons for the dispute (the "**Notices of Dispute**" and each a "**Notice of Dispute**"). Notices of Dispute substantially in the form attached as **Schedule "D"** to this Order is hereby approved with respect each of the Affected Companies.

8. Where a creditor wishes to challenge the Affected Company's Notice of Dispute, the creditor must notify the Monitor of its objection in writing by registered mail, courier service or facsimile within 15 days of the date of the Notice of Dispute. The creditor shall thereafter serve on the Monitor, a filed Application together with a supporting Affidavit in these proceedings returnable within 10 days after it gave its notice of objection, for the determination by the Court of the claim in dispute. Creditors not filing an objection to a Notice of Dispute issued by the Monitor, or failing to file an Application with a supporting Affidavit in accordance within the time period set out above shall, unless otherwise ordered by this Court, be conclusively deemed to have accepted the assessment of their claims set out in such Notice of Dispute.

9. Claims not proven in accordance with the procedures set out above shall, unless otherwise ordered by this Court, be deemed to be forever barred and may not thereafter be advanced against

the Affected Company or any of the Applicants in the event that a plan of arrangement is approved by creditors, sanctioned by this Honourable Court, and implemented.

10. The Monitor shall serve a copy of this Order on all parties attending at the hearing of the within Application and the Monitor shall post a copy of this Order on its website and include the address of the website with the materials sent to creditors and claimants of the Affected Companies, which together shall be deemed good and sufficient service of this Order upon all interested parties.

11. The Subsequent Claims Process established by this Order will also apply and be effective in the Receivership applicable to Sask, 129 and TPC pursuant to the Receiver Order by this Court dated November 29, 2012.

12. Nothing in this Order will amend or affect the contents of the Claims Process Order by the Court dated June 28, 2012.

13. Oilsands Quest and the Monitor are at liberty and are hereby authorized and empowered to apply to any Court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for advice, assistance and direction as may be necessary to give full force and effect to, and in carrying out the terms of, this Order.

Justice of the Court of Queen's Bench of Alberta

SCHEDULE "A"

NOTICE TO SUBSEQUENT CREDITOR OF OILSANDS QUEST INC.

TO: [NAME AND ADDRESS OF CREDITOR]

On November 29, 2011, Oilsands Quest Inc. ("OQI"), applied for and received protection from its creditors by order of the Court of Queen's Bench of Alberta (the "Court) pursuant to the *Companies Creditors' Arrangements Act* (the "CCAA"). Ernst & Young Inc. was appointed Monitor of OQI (the "Monitor"). It is the intention of OQI to propose a plan of compromise and arrangement to its creditors.

On June 28, 2012, the Court granted a further order prescribing a process by which the identity and status of all creditors of OQI and the amounts of their claims as November 29, 2011 will be established for purposes of the CCAA proceedings. On November 29, 2012 the Court granted a Subsequent Claims Process Order prescribing a process by which the identity and status of all creditors of the Companies and the amounts of their claims arising after November 29, 2011 will be established (the "Subsequent Claims Process Order"). A copy of the Subsequent Claims Process Order may be viewed at *www.ey.com/ca/oilsandsquest*.

Pursuant to the Subsequent Claims Process Order, the Monitor, in cooperation with OQI, is to send a notice to each known creditor of OQI (the "Notice to Creditor") indicating the amount of such subsequent creditor's claim. In the case of the claims of subsequent creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which OQI is prepared to allow as a claim by such creditor.

All claims against OQI are listed as unsecured based on the records of OQI.

OQI HAS REVIEWED ITS RECORDS AND ACCEPTS THAT YOUR SUBSEQUENT CLAIM AGAINST OQI, AFTER NOVEMBER 29, 2011, WAS AN [UNSECURED/SECURED] CLAIM IN THE AMOUNT OF $________.

IN THE EVENT THAT YOU AGREE WITH OQI'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU NEED TAKE NO FURTHER ACTION.

HOWEVER, IF YOU WISH TO DISPUTE OQI'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU MUST TAKE THE STEPS OUTLINED BELOW.

The Subsequent Claims Process Order provides that if a creditor disagrees with the assessment of its claim set out in this Notice to Subsequent Creditor, the creditor must complete and return to the Monitor, a completed Proof of Subsequent Claim advancing a claim in a different amount and/or claiming secured status if applicable, supported by appropriate documentation. A blank Proof of Subsequent Claim form is enclosed. The Proof of Subsequent Claim with supporting documentation must be received by the Monitor no later than **January 11, 2013.** If no such Proof of Subsequent Claim is received by the Monitor by that date the amount of such creditor's claim and its status as secured or unsecured will be, subject to further order of the Court, conclusively deemed to be as shown in this Notice to Subsequent Creditor.

The Subsequent Claims Process Order also provides that any party who does not receive a Notice to Creditor and who wishes to advance a claim against OQI must complete and forward to the Monitor, a completed Proof of Subsequent Claim supported by appropriate documentation advancing its claim and claiming secured status if applicable, on or before **January 11, 2013.**

Subsequent claims not proven in accordance with the procedures set out above shall, unless otherwise ordered by the Court, be deemed to be forever barred and may not thereafter be advanced against OQI.

Where a Proof of Subsequent Claim is sent the Monitor will review the Proof of Subsequent Claim and the Monitor shall provide to the subsequent creditor a notice in writing by registered mail, by courier service, email or by facsimile as to whether the subsequent claim set out in the Proof of Subsequent Claim is accepted, disputed in whole, or disputed in part. Where the claim is disputed in whole or in part, the Monitor will issue a Notice of Dispute indicating the reasons for the dispute.

The Subsequent Claims Process Order further provides that where a creditor objects to a Notice of Dispute, the creditor must notify the Monitor, of the objection in writing by registered mail, courier service, email or facsimile within fifteen (15) days of receipt of the Notice of Dispute. The creditor shall thereafter serve on the Monitor, a filed Notice of Motion with a supporting Affidavit in OQI's CCAA proceedings, returnable within ten (10) calendar days after it gave its notice of objection, for the determination by the Court of the subsequent claim in dispute.

If you have any questions regarding the claims process or the attached materials, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153 or jessica.caden@ca.ey.com.

Dated the ______ day of ___________ in Calgary, Alberta

Ernst & Young Inc., in its capacity as
Monitor of Oilsands Quest Inc.

____

NOTICE TO SUBSEQUENT CREDITOR OF OILSANDS QUEST SASK INC.

TO: [NAME AND ADDRESS OF CREDITOR]

On November 29, 2011, Oilsands Quest Sask Inc. ("Sask"), applied for and received protection from its creditors by order of the Court of Queen's Bench of Alberta (the "Court) pursuant to the *Companies Creditors' Arrangements Act* (the "CCAA"). Ernst & Young Inc. was appointed Monitor of Sask (the "Monitor").

On June 28, 2012, the Court granted a further order prescribing a process by which the identity and status of all creditors of Sask and the amounts of their claims as November 29, 2011 will be established for purposes of the CCAA proceedings. On November 29, 2012 the Court granted a Subsequent Claims Process Order prescribing a process by which the identity and status of all creditors of the Companies and the amounts of their claims arising after November 29, 2011 will be established (the "Subsequent Claims Process Order"). Pursuant to the Subsequent Claims Process Order, the Subsequent Claims Process will also be effective and binding in the receivership proceedings applicable to Sask pursuant to a Receivership Order made on November 29, 2012. A copy of the Subsequent Claims Process Order may be viewed at *www.ey.com/ca/oilsandsquest*.

Pursuant to the Subsequent Claims Process Order, the Monitor, in cooperation with Sask, is to send a notice to each known creditor of Sask (the "Notice to Creditor") indicating the amount of such subsequent creditor's claim. In the case of the claims of subsequent creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which Sask is prepared to allow as a claim by such creditor.

All claims against Sask are listed as unsecured based on the records of Sask.

SASK HAS REVIEWED ITS RECORDS AND ACCEPTS THAT YOUR SUBSEQUENT CLAIM AGAINST SASK, AFTER NOVEMBER 29, 2011, WAS AN [UNSECURED/SECURED] CLAIM IN THE AMOUNT OF $________.

IN THE EVENT THAT YOU AGREE WITH SASK'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU NEED TAKE NO FURTHER ACTION.

HOWEVER, IF YOU WISH TO DISPUTE SASK'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU MUST TAKE THE STEPS OUTLINED BELOW.

The Subsequent Claims Process Order provides that if a creditor disagrees with the assessment of its claim set out in this Notice to Creditor, the creditor must complete and return to the Monitor, a completed Proof of Subsequent Claim advancing a claim in a different amount and/or claiming secured status if applicable, supported by appropriate documentation. A blank Proof of Subsequent Claim form is enclosed. The Proof of Subsequent Claim with supporting documentation must be received by the Monitor no later than **January 11, 2013.** If no such Proof of Subsequent Claim is received by the

NOTICE TO SUBSEQUENT CREDITOR OF 1291329 ALBERTA LTD.

TO: [NAME AND ADDRESS OF CREDITOR]

On November 29, 2011, 1291329 Alberta Ltd. ("129"), applied for and received protection from its creditors by order of the Court of Queen's Bench of Alberta (the "Court) pursuant to the *Companies Creditors' Arrangements Act* (the "CCAA"). Ernst & Young Inc. was appointed Monitor of 129 (the "Monitor").

On June 28, 2012, the Court granted a further order prescribing a process by which the identity and status of all creditors of 129 and the amounts of their claims as November 29, 2011 will be established for purposes of the CCAA proceedings. On November 29, 2012 the Court granted a Subsequent Claims Process Order prescribing a process by which the identity and status of all creditors of the Companies and the amounts of their claims arising after November 29, 2011 will be established (the "Subsequent Claims Process Order"). Pursuant to the Subsequent Claims Process Order, the Subsequent Claims Process will also be effective and binding in the receivership proceedings applicable to 129 pursuant to a Receivership Order made on November 29, 2012. A copy of the Subsequent Claims Process Order may be viewed at *www.ey.com/ca/oilsandsquest.*

Pursuant to the Subsequent Claims Process Order, the Monitor, in cooperation with 129, is to send a notice to each known creditor of 129 (the "Notice to Creditor") indicating the amount of such subsequent creditor's claim. In the case of the claims of subsequent creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which 129 is prepared to allow as a claim by such creditor.

All claims against 129 are listed as unsecured based on the records of 129.

129 HAS REVIEWED ITS RECORDS AND ACCEPTS THAT YOUR SUBSEQUENT CLAIM AGAINST 129, AFTER NOVEMBER 29, 2011, WAS AN [UNSECURED/SECURED] CLAIM IN THE AMOUNT OF $________.

IN THE EVENT THAT YOU AGREE WITH 129'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU NEED TAKE NO FURTHER ACTION.

HOWEVER, IF YOU WISH TO DISPUTE 129'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU MUST TAKE THE STEPS OUTLINED BELOW.

The Subsequent Claims Process Order provides that if a creditor disagrees with the assessment of its claim set out in this Notice to Creditor, the creditor must complete and return to the Monitor, a completed Proof of Subsequent Claim advancing a claim in a different amount and/or claiming secured status if applicable, supported by appropriate documentation. A blank Proof of Subsequent Claim form is enclosed. The Proof of Subsequent Claim with supporting documentation must be received by the Monitor no later than **January 11, 2013**. If no such Proof of Subsequent Claim is received by the Monitor by that date the amount of such creditor's claim and its status as secured or unsecured will be, subject to further order of the Court, conclusively deemed to be as shown in this Notice to Subsequent Creditor.

The Subsequent Claims Process Order also provides that any party who does not receive a Notice to Subsequent Creditor and who wishes to advance a claim against 129 must complete and forward to the Monitor, a completed Proof of Subsequent Claim supported by appropriate documentation advancing its claim and claiming secured status if applicable, on or before **January 11, 2013**.

Subsequent Claims not proven in accordance with the procedures set out above shall, unless otherwise ordered by the Court, be deemed to be forever barred and may not thereafter be advanced against 129.

Where a Proof of Subsequent Claim the Monitor will review the Proof of Subsequent Claim and the Monitor shall provide to the creditor a notice in writing by registered mail, by courier service, email or by facsimile as to whether the subsequent claim set out in the Proof of Subsequent Claim is accepted, disputed in whole, or disputed in part. Where the claim is disputed in whole or in part, the Monitor will issue a Notice of Dispute indicating the reasons for the dispute.

The Subsequent Claims Process Order further provides that where a creditor objects to a Notice of Dispute, the creditor must notify the Monitor, of the objection in writing by registered mail, courier service, email or facsimile within fifteen (15) days of receipt of the Notice of Dispute. The creditor shall thereafter serve on the Monitor, a filed Notice of Motion with a supporting Affidavit in 129's CCAA proceedings, returnable within ten (10) calendar days after it gave its notice of objection, for the determination by the Court of the claim in dispute.

If you have any questions regarding the claims process or the attached materials, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153 or jessica.caden@ca.ey.com.

Dated the ______ day of ______________ in Calgary, Alberta

Ernst & Young Inc., in its capacity as
Monitor of 1291329 Alberta Ltd.

____

NOTICE TO SUBSEQUENT CREDITOR OF TOWNSHIP PETROLEUM CORPORATION

TO: [NAME AND ADDRESS OF CREDITOR]

On November 29, 2011, Township Petroleum Corporation ("TPC"), applied for and received protection from its creditors by order of the Court of Queen's Bench of Alberta (the "Court) pursuant to the *Companies Creditors' Arrangements Act* (the "CCAA"). Ernst & Young Inc. was appointed Monitor of TPC (the "Monitor").

On June 28, 2012, the Court granted a further order prescribing a process by which the identity and status of all creditors of TPC and the amounts of their claims as November 29, 2011 will be established for purposes of the CCAA proceedings. On November 29, 2012 the Court granted a Subsequent Claims Process Order prescribing a process by which the identity and status of all creditors of the Companies and the amounts of their claims arising after November 29, 2011 will be established (the "Subsequent Claims Process Order"). Pursuant to the Subsequent Claims Process Order, the Subsequent Claims Process will also be effective and binding in the receivership proceedings applicable to TPC pursuant to a Receivership Order made on November 29, 2012. A copy of the Subsequent Claims Process Order may be viewed at *www.ey.com/ca/oilsandsquest.*

Pursuant to the Subsequent Claims Process Order, the Monitor, in cooperation with TPC, is to send a notice to each known creditor of TPC (the "Notice to Creditor") indicating the amount of such subsequent creditor's claim. In the case of the claims of subsequent creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which TPC is prepared to allow as a claim by such creditor.

All claims against TPC are listed as unsecured based on the records of TPC.

TPC HAS REVIEWED ITS RECORDS AND ACCEPTS THAT YOUR SUBSEQUENT CLAIM AGAINST TPC, AFTER NOVEMBER 29, 2011, WAS AN [UNSECURED/SECURED] CLAIM IN THE AMOUNT OF $________.

IN THE EVENT THAT YOU AGREE WITH TPC'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU NEED TAKE NO FURTHER ACTION.

HOWEVER, IF YOU WISH TO DISPUTE TPC'S ASSESSMENT OF YOUR SUBSEQUENT CLAIM, YOU MUST TAKE THE STEPS OUTLINED BELOW.

The Subsequent Claims Process Order provides that if a creditor disagrees with the assessment of its claim set out in this Notice to Creditor, the creditor must complete and return to the Monitor, a completed Proof of Subsequent Claim advancing a claim in a different amount and/or claiming secured status if applicable, supported by appropriate documentation. A blank Proof of C Subsequent Claim form is enclosed. The Proof of Claim with supporting documentation must be received by the Monitor no later than **January 11, 2013**. If no such Proof of Subsequent Claim is received by the Monitor by that date the amount of such creditor's claim and its status as secured or unsecured will be, subject to further order of the Court, conclusively deemed to be as shown in this Notice to Subsequent Creditor.

The Subsequent Claims Process Order also provides that any party who does not receive a Notice to Subsequent Creditor and who wishes to advance a claim against TPC must complete and forward to the Monitor, a completed Proof of Subsequent Claim supported by appropriate documentation advancing its claim and claiming secured status if applicable, on or before **January 11, 2013**.

Subsequent claims not proven in accordance with the procedures set out above shall, unless otherwise ordered by the Court, be deemed to be forever barred and may not thereafter be advanced against TPC.

Where a Proof of Subsequent Claim is sent the Monitor will review the Proof of Subsequent Claim and the Monitor shall provide to the subsequent creditor a notice in writing by registered mail, by courier service, email or by facsimile as to whether the claim set out in the Proof of Subsequent Claim is accepted, disputed in whole, or disputed in part. Where the claim is disputed in whole or in part, the Monitor will issue a Notice of Dispute indicating the reasons for the dispute.

The Subsequent Claims Process Order further provides that where a creditor objects to a Notice of Dispute, the creditor must notify the Monitor, of the objection in writing by registered mail, courier service, email or facsimile within fifteen (15) days of receipt of the Notice of Dispute. The creditor shall thereafter serve on the Monitor, a filed Notice of Motion with a supporting Affidavit in TPC's CCAA proceedings, returnable within ten (10) calendar days after it gave its notice of objection, for the determination by the Court of the subsequent claim in dispute.

If you have any questions regarding the claims process or the attached materials, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153 or jessica.caden@ca.ey.com.

Dated the ______ day of __________ in Calgary, Alberta

Ernst & Young Inc., in its capacity as
Monitor of Township Petroleum Corporation

____

SCHEDULE "B"

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended
AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9

AND IN THE MATTER OF
OILSANDS QUEST INC., OILSANDS QUEST SASK INC., TOWNSHIP PETROLEUM CORPORATION, STRIPPER ENERGY SERVICES INC., 1291329 ALBERTA LTD., OILSANDS QUEST TECHNOLOGY INC., WESTERN PETROCHEMICALS CORP. and 1259882 ALBERTA LTD.

Proof of Subsequent Claim OILSANDS QUEST INC. ("OQI")
For Claims Arising After November 29, 2011
(See Reverse for Instructions)

Regarding the claim of ______________________________ (referred to in this form as "the subsequent creditor") **(name of creditor)**

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

____

____

____

Telephone: ____________________ Fax: ____________________

I, ____________________ residing in the ____________________
(name of person signing claim) **(city, town, etc.)**

of ____________________ in the Province of ____________________
(name of city, town, etc.)

Do hereby certify that:

1. ☐ I am the creditor
or
☐ I am ______________________________ of the subsequent creditor.
(if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. A. OQI was, and still is indebted to the subsequent creditor in the sum of $__________ as shown by the statement of account attached hereto and marked "Schedule A", the entire claim of which arose subsequent to November 29, 2011. Claims should not include the value of goods and/or services supplied or claims arising prior to November 29, 2011. If a creditor's claim is to be reduced by deducting any counter claims to which OQI is entitled and/or amounts associated with the return of equipment and/or assets by OQI, please specify.

The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

B. The indebtedness referred to in paragraph 3. A. is in the following currency:

☐ Canadian Dollars

☐ United States Dollars

4. A. ☐ **Unsecured claim. $**__________. In respect to the said debt, the creditor does not and has not since November 29, 2011, held any assets of OQI as security.

B. ☐ **Secured claim. $**__________. In respect of the said debt, the creditor holds assets of OQI valued at $__________ as security:

Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B"

Dated at ______________________________, this ____ day of __________, 2012.
Insert city and date of signature

______________________________ ______________________________
Witness **(signature of individual completing the form)**

Must be signed and witnessed

Instructions for Completing Proof of Subsequent Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

Proof of Claim:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.

2. The person signing the form must have knowledge of the circumstances connected with the claim.

3. A. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, and must be attached and marked Schedule "A". Claims should **not** include the value of goods and/or services arising prior to November 29, 2011. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.

   B. Tick the appropriate currency.

4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g. -

   Ticking (A) indicates the claim is unsecured;

   Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.;

   A creditor may have separate claims in different categories, in which case a separate claim form must be submitted for each claim.

5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Send a copy of the completed Proof of Claim, by **January 11, 2013**, to the Monitor, at the below address:

Ernst & Young Inc.
Attn: Jessica Caden
1000,440 2nd Ave SW
Calgary, AB T2P 5E9
Email: jessica.caden@ca.ey.com
Fax: 403-206-5075

Additional information regarding OQI and the CCAA process, as well as copies of claims documents may be obtained at http://www.ey.com/ca/oilsandsquest. If there are any questions in completing the Proof of Claim, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153.

Note: Any claim not filed by January 11, 2013 will, unless otherwise ordered by the Court of Queen's Bench of Alberta, be barred and may not thereafter be advanced against OQI.

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended
AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9

AND IN THE MATTER OF
OILSANDS QUEST INC., OILSANDS QUEST SASK INC., TOWNSHIP PETROLEUM CORPORATION, STRIPPER ENERGY SERVICES INC., 1291329 ALBERTA LTD., OILSANDS QUEST TECHNOLOGY INC., WESTERN PETROCHEMICALS CORP. and 1259882 ALBERTA LTD.

Proof of Subsequent Claim OILSANDS QUEST SASK INC. ("Sask")
For Claims After November 29, 2011
(See Reverse for Instructions)

Regarding the claim of ______________________________ (referred to in this form as "the subsequent creditor")
(name of creditor)

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

____

____

____

Telephone: ____________________ Fax: ____________________

I, ____________________ residing in the ____________________
(name of person signing claim) **(city, town, etc.)**

of ____________________ in the Province of ____________________
(name of city, town, etc.)

Do hereby certify that:

1. ☐ I am the creditor
 or
 ☐ I am ______________________________ of the subsequent creditor.
 (if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. A. Sask was, and still is indebted to the subsequent creditor in the sum of $__________ as shown by the statement of account attached hereto and marked "Schedule A", the entire claim of which arose subsequent to November 29, 2011. Claims should not include the value of goods and/or services supplied or claims arising prior to November 29, 2011. If a creditor's claim is to be reduced by deducting any counter claims to which Sask is entitled and/or amounts associated with the return of equipment and/or assets by Sask, please specify.

 The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

 B. The indebtedness referred to in paragraph 3. A. is in the following currency:

 ☐ Canadian Dollars

 ☐ United States Dollars

4. A. ☐ **Unsecured claim. $**__________. In respect to the said debt, the creditor does not and has not since November 29, 2011, held any assets of Sask as security.

 B. ☐ **Secured claim. $**__________. In respect of the said debt, the creditor holds assets of Sask valued at $ __________ as security:

 Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B"

Dated at ______________________________, this ____ day of __________, 2012.
Insert city and date of signature

____________________ ____________________
Witness **(signature of individual completing the form)**

Must be signed and witnessed

Instructions for Completing Proof of Subsequent Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

Proof of Claim:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.

2. The person signing the form must have knowledge of the circumstances connected with the claim.

3. A. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, and must be attached and marked Schedule "A". Claims should **not** include the value of goods and/or services arising prior to November 29, 2011. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.

   B. Tick the appropriate currency.

4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g. -

   Ticking (A) indicates the claim is unsecured;

   Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.;

   A creditor may have separate claims in different categories, in which case a separate claim form must be submitted for each claim.

5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Send a copy of the completed Proof of Subsequent Claim, by **January 11, 2013**, to the Monitor, at the below address:

Ernst & Young Inc.
Attn: Jessica Caden
1000,440 2nd Ave SW
Calgary, AB T2P 5E9
Email: jessica.caden@ca.ey.com
Fax: 403-206-5075

Additional information regarding Sask and the CCAA process, as well as copies of claims documents may be obtained at http://www.ey.com/ca/oilsandsquest. If there are any questions in completing the Proof of Subsequent Claim, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153.

Note: Any claim not filed by January 11, 2013 will, unless otherwise ordered by the Court of Queen's Bench of Alberta, be barred and may not thereafter be advanced against Sask.

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended
AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9

AND IN THE MATTER OF
OILSANDS QUEST INC., OILSANDS QUEST 129 INC., TOWNSHIP PETROLEUM CORPORATION, STRIPPER ENERGY SERVICES INC., 1291329 ALBERTA LTD., OILSANDS QUEST TECHNOLOGY INC., WESTERN PETROCHEMICALS CORP. and 1259882 ALBERTA LTD.

Proof of Subsequent Claim 1291329 ALBERTA LTD. ("129")
For Claims Arising After November 29, 2011
(See Reverse for Instructions)

Regarding the claim of ______________________________(referred to in this form as "the subsequent creditor") **(name of creditor)**

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

____

____

____

Telephone: ______________________ Fax: ______________________

I, ______________________ residing in the ______________________

(name of person signing claim) **(city, town, etc.)**

of ______________________ in the Province of ______________________

(name of city, town, etc.)

Do hereby certify that:

1. ☐ I am the creditor
   or
   ☐ I am ______________________ of the subsequent creditor.
   (if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. A. 129 was, and still is indebted to the subsequent creditor in the sum of $__________ as shown by the statement of account attached hereto and marked "Schedule A", the entire claim of which arose subsequent to November 29, 2011. Claims should not include the value of goods and/or services supplied or claims arising prior November 29, 2011. If a creditor's claim is to be reduced by deducting any counter claims to which 129 is entitled and/or amounts associated with the return of equipment and/or assets by 129, please specify.

   The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

   B. The indebtedness referred to in paragraph 3. A. is in the following currency:

   ☐ Canadian Dollars

   ☐ United States Dollars

4. A. ☐ **Unsecured claim.** $______________. In respect to the said debt, the creditor does not and has not since November 29, 2011, held any assets of 129 as security.

   B. ☐ **Secured claim.** $______________. In respect of the said debt, the creditor holds assets of 129 valued at $__________ as security:

Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B"

Dated at ______________________, this ____ day of __________, 2012.
Insert city and date of signature

______________________ ______________________

Witness **(signature of individual completing the form)**

Must be signed and witnessed

Instructions for Completing Proof of Subsequent Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

Proof of Claim:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.

2. The person signing the form must have knowledge of the circumstances connected with the claim.

3. A. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, and must be attached and marked Schedule "A". Claims should not include the value of goods and/or services arising prior to November 29, 2011. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.

   B. Tick the appropriate currency.

4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g. -

   Ticking (A) indicates the claim is unsecured;

   Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.;

   A creditor may have separate claims in different categories, in which case a separate claim form must be submitted for each claim.

5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Send a copy of the completed Proof of Claim, by **January 11, 2013**, to the Monitor, at the below address:

Ernst & Young Inc.
Attn: Jessica Caden
1000,440 2nd Ave SW
Calgary, AB T2P 5E9
Email: jessica.caden@ca.ey.com
Fax: 403-206-5075

Additional information regarding 129 and the CCAA process, as well as copies of claims documents may be obtained at http://www.ey.com/ca/oilsandsquest. If there are any questions in completing the Proof of Claim, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153.

Note: **Any claim not filed by January 11, 2013 will, unless otherwise ordered by the Court of Queen's Bench of Alberta, be barred and may not thereafter be advanced against 129.**

IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL DISTRICT OF CALGARY

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended
AND IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, R.S.A. 2000, c. B-9

AND IN THE MATTER OF
OILSANDS QUEST INC., OILSANDS QUEST TPC INC., TOWNSHIP PETROLEUM CORPORATION, STRIPPER ENERGY SERVICES INC., 1291329 ALBERTA LTD., OILSANDS QUEST TECHNOLOGY INC., WESTERN PETROCHEMICALS CORP. and 1259882 ALBERTA LTD.

Proof of Subsequent Claim TOWNSHIP PETROLEUM CORPORATION ("TPC")
For Claims Arising After November 29, 2011
(See Reverse for Instructions)

Regarding the claim of ______________________________(referred to in this form as "the subsequent creditor")
(name of creditor)

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

____

____

____

Telephone: ____________________ Fax: ____________________

I, ____________________ residing in the ____________________
(name of person signing claim) **(city, town, etc.)**

of ____________________ in the Province of ____________________
(name of city, town, etc.)

Do hereby certify that:

1. ☐ I am the creditor
or
☐ I am ______________________________ of the subsequent creditor.
(if an officer or employee of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. A. TPC was, and still is indebted to the creditor in the sum of $__________ as shown by the statement of account attached hereto and marked "Schedule A", the entire claim of which arose subsequent to November 29, 2011. Claims should not include the value of goods and/or services supplied or claims arising prior to November 29, 2011. If a creditor's claim is to be reduced by deducting any counter claims to which TPC is entitled and/or amounts associated with the return of equipment and/or assets by TPC, please specify.

The statement of account must specify the vouchers or other evidence in support of the claim including the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.

B. The indebtedness referred to in paragraph 3. A. is in the following currency:

☐ Canadian Dollars

☐ United States Dollars

4. A. ☐ **Unsecured claim. $**__________. In respect to the said debt, the creditor does not and has not since November **29, 2011, held any assets of TPC as security.**

B. ☐ **Secured claim. $**__________. In respect of the said debt, the creditor holds assets of TPC valued at $ __________ as security:

Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B"

Dated at ____________________, this ____ day of __________, 2012.
Insert city and date of signature

____________________ ____________________
Witness **(signature of individual completing the form)**

Must be signed and witnessed

Instructions for Completing Proof of Subsequent Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

Proof of Claim:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.

2. The person signing the form must have knowledge of the circumstances connected with the claim.

3. A. A Statement of Account containing details of secured and unsecured claims, and if applicable, of the amount due in respect of property claims, and must be attached and marked Schedule "A". Claims should **not** include the value of goods and/or services arising prior to November 29, 2011. It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.

   B. Tick the appropriate currency.

4. The nature of the claim must be indicated by ticking the type of claim which applies. e.g. -

   Ticking (A) indicates the claim is unsecured;

   Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.;

   A creditor may have separate claims in different categories, in which case a separate claim form must be submitted for each claim.

5. The person signing the form must insert the place and date in the space provided, and the signature must be witnessed.

Send a copy of the completed Proof of Claim, by **January 11, 2013**, to the Monitor, at the below address:

Ernst & Young Inc.
Attn: Jessica Caden
1000,440 2nd Ave SW
Calgary, AB T2P 5E9
Email: jessica.caden@ca.ey.com
Fax: 403-206-5075

Additional information regarding TPC and the CCAA process, as well as copies of claims documents may be obtained at http://www.ey.com/ca/oilsandsquest. If there are any questions in completing the Proof of Claim, please contact Jessica Caden of Ernst & Young Inc. at (403) 206-5153.

Note: Any claim not filed by January 11, 2013 will, unless otherwise ordered by the Court of Queen's Bench of Alberta, be barred and may not thereafter be advanced against TPC.

SCHEDULE "C"

NOTICE TO THE CREDITORS OF OILSANDS QUEST INC., OILSANDS QUEST SASK INC., TOWNSHIP PETROLEUM CORPORATION AND 1291329 ALBERTA LTD.

On November 29, 2011, Oilsands Quest Inc. Oilsands Quest Sask Inc., Township Petroleum Corporation and 1291329 Alberta Ltd. (collectively the "Companies"), applied for and received protection from its creditors by order of the Court of Queen's Bench of Alberta (the "Court) pursuant to the Companies Creditors' Arrangements Act (the "CCAA"). Ernst & Young Inc. was appointed Monitor of the Companies (the "Monitor").

On June 28, 2012, the Court granted a further order prescribing a process by which the identity and status of all creditors of the Companies and the amounts of their claims as at November 29, 2011 was established for purposes of the CCAA proceedings. On November 29, 2012 the Court granted a Subsequent Claims Process order prescribing a process by which the identify and status of all creditors of the Companies and the amounts of their claims arising after November 29, 2011 will be established (the "Subsequent Claims Process Order"). Pursuant to the Subsequent Claims Process Order, the Subsequent Claims Process will also be effective and binding in the receivership proceedings applicable to Oilsands Quest Sask Inc., Township Petroleum Corporation and 1291329 Alberta Ltd. pursuant to a Receiver Order made on November 29, 2012. A copy of the Subsequent Claims Process Order may be viewed at *www.ey.com/ca/oilsandsquest.*

Pursuant to the Subsequent Claims Process Order, the Monitor, in cooperation with the Companies, is to send a notice to each known creditor of the Companies (the "Notice to Creditor") indicating the amount of such creditor's subsequent claim. In the case of the claims of subsequent creditors whose claims are disputed, a Notice to Subsequent Creditor will be sent containing the amount which the Companies is prepared to allow as a claim by such creditor.

SUBSEQUENT CREDITORS RECEIVING A NOTICE TO SUBSEQUENT CREDITOR WHO AGREE WITH THE AMOUNT SHOWN AS OWED TO THEM BY THE COMPANIES IN THE NOTICE TO CREDITOR NEED TAKE NO FURTHER STEPS TO PROVE OR PRESERVE THEIR CLAIMS.

ANY SUBSEQUENT CREDITOR HAVING A CLAIM AGAINST THE COMPANIES WHO HAS NOT RECEIVED A NOTICE TO CREDITOR OR WHO DISAGREES WITH THE AMOUNT OR STATUS OF THE CLAIM AS INDICATED IN THE NOTICE TO SUBSEQENT CREDITOR MUST FILE A PROOF OF CLAIM WITH THE MONITOR IN THE PRESCRIBED FORM BEFORE JANUARY 11, 2013 IN ORDER TO PARTICIPATE IN ANY VOTING OR DISTRIBUTIONS ASSOCIATED WITH THE CCAA PROCEEDINGS. CLAIMS NOT PROVEN IN ACCORDANCE WITH THESE PROCEDURES SHALL, UNLESS OTHERWISE ORDERED BY THE COURT, BE DEEMED TO BE FOREVER BARRED AND MAY NOT BE ADVANCED AGAINST THE COMPANIES.

CREDITORS WITH CLAIMS WHICH AROSE PRIOR TO NOVEMBER 29, 2011 CANNOT FILE CLAIMS IN THIS PROCESS.

Any subsequent creditor who chooses to file a Proof of Subsequent Claim is required to provide whatever supporting documentation they may have, such as contracts, bonds, investment forms, cancelled cheques, bills of sale, receipts, or invoices in support of their claim.

All subsequent claims must be made in the prescribed "Proof of Subsequent Claim" form together with the required supporting documentation and be postmarked or received the Monitor on or before the Claims Bar Date, being January 11, 2013.

The prescribed "Proof of Subsequent Claim" form may be found at *www.ey.com/ca/oilsandsquest* or can otherwise be obtained by contacting:

Ernst & Young Inc.
Attn: Jessica Caden
1000, 440 2nd Avenue SW
Calgary, AB T2P 5E9
Email: jessica.caden@ca.ey.com
Phone: (403) 206-5153
Fax: (403) 206-5075

Ernst & Young Inc.
Monitor of Oilsands Quest Inc.
Oilsands Quest Sask Inc.,
Township Petroleum Corporation and
1291329 Alberta Ltd.

CAL01: 1226523: v1

SCHEDULE "D"

Notice of Dispute of Subsequent Claim

by

OILSANDS QUEST INC. ("OQI")

Take note that the **NOTICE OF SUBSEQUENT CLAIM of**

____ **("Creditor") is DISPUTED**

OQI disputes:

___ the whole amount of your claim; or

___ part of your claim in the amount of $___________ **(Amount disallowed)**; and/or

___ your claim of secured status;

for the following reason(s):

____

____

If you wish to challenge this Notice of Dispute you <u>must</u>:

- within fifteen (15) days of receipt of this Notice of Dispute, notify the Monitor, in writing of your objection to this Notice of Dispute by registered mail, courier service or facsimile to the address or fax number below; and,

- within ten (10) calendar days after you give your notice of objection the Monitor you must file with the Court of Queen's Bench of Alberta and serve on the Monitor, a Notice of Motion in OQI's proceedings under the *Companies' Creditors Arrangements Act* and an Affidavit containing all supporting documentation for the determination by the Court of your disputed claim.

If you do not file an objection to this Notice of Dispute or if you fail to file a motion with supporting Affidavit within the period prescribed above, thereafter you will, otherwise ordered by the Court, be conclusively deemed to have accepted the assessment of your claims set out in this Notice of Dispute.

<u>Address for Service of Objections to Notice of Dispute and Notices of Motion:</u>

Ernst & Young Inc.,
Monitor of OQI
1000, 440 2nd Avenue SW
Calgary, Alberta T2P 5E9
Attention: Jessica Caden
Telephone: (403) 206-5153
Fax: (403) 206-5075

Dated at Calgary, Alberta this ____ day of ____________, 2013.

Ernst & Young Inc.
In its capacity as Monitor of
Oilsands Quest Inc.

____

H. Neil Narfason, CA•CIRP, CBV
Senior Vice President

Notice of Dispute of Subsequent Claim

by

OILSANDS QUEST SASK INC. ("Sask")

Take note that the **NOTICE OF SUBSEQUENT CLAIM of**

______________________________________ **("Creditor") is DISPUTED**

Sask disputes:

___ the whole amount of your claim; or

___ part of your claim in the amount of $___________**(Amount disallowed)**; and/or

___ your claim of secured status;

for the following reason(s):

____

____

If you wish to challenge this Notice of Dispute you <u>must</u>:

- within fifteen (15) days of receipt of this Notice of Dispute, notify the Monitor, in writing of your objection to this Notice of Dispute by registered mail, courier service or facsimile to the address or fax number below; and,

- within ten (10) calendar days after you give your notice of objection the Monitor you must file with the Court of Queen's Bench of Alberta and serve on the Monitor, a Notice of Motion in Sask's proceedings under the *Companies' Creditors Arrangements Act* and an Affidavit containing all supporting documentation for the determination by the Court of your disputed claim.

If you do not file an objection to this Notice of Dispute or if you fail to file a motion with supporting Affidavit within the period prescribed above, thereafter you will, otherwise ordered by the Court, be conclusively deemed to have accepted the assessment of your claims set out in this Notice of Dispute.

<u>Address for Service of Objections to Notice of Dispute and Notices of Motion:</u>

Ernst & Young Inc.,
Monitor of Sask
1000, 440 2nd Avenue SW
Calgary, Alberta T2P 5E9
Attention: Jessica Caden
Telephone: (403) 206-5153
Fax: (403) 206-5075

Dated at Calgary, Alberta this ____ day of ____________, 2013.

Ernst & Young Inc.
In its capacity as Monitor of
Oilsands Quest Sask Inc.

____

H. Neil Narfason, CA•CIRP, CBV
Senior Vice President

Notice of Dispute of Subsequent Claim

by

1291329 Alberta Ltd. ("129")

Take note that the **NOTICE OF SUBSEQUENT CLAIM of**

____ **("Creditor") is DISPUTED**

129 disputes:

___ the whole amount of your claim; or

___ part of your claim in the amount of $__________ **(Amount disallowed)**; and/or

___ your claim of secured status;

for the following reason(s):

____

____

If you wish to challenge this Notice of Dispute you <u>must</u>:

- within fifteen (15) days of receipt of this Notice of Dispute, notify the Monitor, in writing of your objection to this Notice of Dispute by registered mail, courier service or facsimile to the address or fax number below; and,
- within ten (10) calendar days after you give your notice of objection the Monitor you must file with the Court of Queen's Bench of Alberta and serve on the Monitor, a Notice of Motion in 129's proceedings under the *Companies' Creditors Arrangements Act* and an Affidavit containing all supporting documentation for the determination by the Court of your disputed claim.

If you do not file an objection to this Notice of Dispute or if you fail to file a motion with supporting Affidavit within the period prescribed above, thereafter you will, otherwise ordered by the Court, be conclusively deemed to have accepted the assessment of your claims set out in this Notice of Dispute.

<u>Address for Service of Objections to Notice of Dispute and Notices of Motion:</u>

Ernst & Young Inc.,
Monitor of 1291329 Alberta Ltd.
1000, 440 2nd Avenue SW
Calgary, Alberta T2P 5E9
Attention: Jessica Caden
Telephone: (403) 206-5153
Fax: (403) 206-5075

Dated at Calgary, Alberta this ____ day of ____________, 2013.

Ernst & Young Inc.
In its capacity as Monitor of
1291329 Alberta Ltd.

____

H. Neil Narfason, CA•CIRP, CBV
Senior Vice President

Notice of Dispute of Subsequent Claim

by

TOWNSHIP PETROLEUM CORPORATION ("TPC")

Take note that the **NOTICE OF SUBSEQUENT CLAIM** of

______________________________ **("Creditor") is DISPUTED**

TPC disputes:

___ the whole amount of your claim; or

___ part of your claim in the amount of $__________ **(Amount disallowed)**; and/or

___ your claim of secured status;

for the following reason(s):

____

____

If you wish to challenge this Notice of Dispute you <u>must</u>:

- within fifteen (15) days of receipt of this Notice of Dispute, notify the Monitor, in writing of your objection to this Notice of Dispute by registered mail, courier service or facsimile to the address or fax number below; and,
- within ten (10) calendar days after you give your notice of objection the Monitor you must file with the Court of Queen's Bench of Alberta and serve on the Monitor, a Notice of Motion in TPC's proceedings under the *Companies' Creditors Arrangements Act* and an Affidavit containing all supporting documentation for the determination by the Court of your disputed claim.

If you do not file an objection to this Notice of Dispute or if you fail to file a motion with supporting Affidavit within the period prescribed above, thereafter you will, otherwise ordered by the Court, be conclusively deemed to have accepted the assessment of your claims set out in this Notice of Dispute.

<u>Address for Service of Objections to Notice of Dispute and Notices of Motion:</u>

Ernst & Young Inc.,
Monitor of TPC
1000, 440 2nd Avenue SW
Calgary, Alberta T2P 5E9
Attention: Jessica Caden
Telephone: (403) 206-5153
Fax: (403) 206-5075

Dated at Calgary, Alberta this ____ day of ____________, 2013.

Ernst & Young Inc.
In its capacity as Monitor of
Township Petroleum Corporation

____

H. Neil Narfason, CA•CIRP, CBV
Senior Vice President