

Appendix "C"

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

IN THE MATTER OF SPYGLASS RESOURCES CORP. ("SPYGLASS"), 1196823 ALBERTA LTD.,
1288916 ALBERTA LTD., 1398850 ALBERTA LTD., 15836621 ALBERTA LTD.,
1636527 ALBERTA LTD., AVENEX ENERGY PARTNERSHIP, AVENEX REAL
ESTATE ACQUISITION CORP., WESTBROOK MARKETING LIMITED PARTNERSHIP
(FORMERLY ELBOW RIVER MARKETING LIMITED PARTNERSHIP), 1159002 ALBERTA LTD.,
(FORMERLY ELBOW RIVER MARKETING CORP.), MEOTA 2000 PARTNERSHIP,
PACE OIL & GAS PARTNERSHIP, PACE OIL RESOURCES LTD., AND
SEAVIEW ENERGY PARTNERSHIP
(collectively the "Debtors")

Proof of Claim For Lien Claims Against the Debtors

Note: This form must be submitted with an accompanying Affidavit of Truth. This form must be signed by the individual who completes the form.

1. PARTICULARS OF CLAIMANT

1.1. Full Legal Name of Claimant:

1.2. Full Mailing Address of Claimant:

1.3. Contact Information:

1.3.1. Contact Person: _____

1.3.2. Telephone: _____

1.3.3. Fax: _____

1.3.4. Email: _____

2. PROOF OF CLAIM

2.1. I am the _____ of the Claimant;

2.2. I have knowledge of all the circumstances connected with the lien claim referred to below;

2.3. I am authorized by the Claimant to provide such information;

2.4. The Claimant asserts a lien against the following lands (referred to herein as the "Lands") formerly owned by Spyglass for \$ _____:

- 2.5. The dollar amount claimed above is for materials and/or services rendered from _____
up to November 25, 2015.

3. PARTICULARS OF CLAIM

- 3.1. Please provide, in as much detail as possible, each service and/or material that was furnished:

- 3.2. Please provide, in as much details as possible, the purpose of the service and/or material that was furnished, if known:

- 3.3. Were the services and/or materials provided under a contract:

YES ☐ NO ☐

If "Yes", please provide a copy of such contract(s).

- 3.4. Were the services and/or materials provided evidenced by purchase orders, field tickets or change orders:

YES ☐ NO ☐

If "Yes", please provide a copy of such documentation.

- 3.5. Were invoices rendered for the services and/or materials provided:

YES ☐ NO ☐

If "Yes", please provide a copy of such documentation.

- 3.6. Has the claimant received any payment from Spyglass in relation to the services and/or materials provided:

3.6.1. Yes, the claimant has received \$ _____ in payment from Spyglass on _____, which i) has been incorporated in the calculation of the claimant's lien claim, or ii) reduces the lien claim to \$ _____. (Circle which applies, if any)

3.7. Has the claimant registered a builders' lien as a result of its claim against Spyglass:

3.7.1. Yes, the claimant registered a builders' lien on _____, as instrument No. _____.

Please provide a copy of such lien.

3.8. Has the claimant commenced a statement of claim as a result of its lien claim against Spyglass:

3.8.1. Yes, the claimant commenced Court of Queen's Bench Action No. _____, on _____.

Please provide a copy of such statement of claim.

3.9. Has the claimant filed a certificate of lis pendens as a result of its lien claim against Spyglass:

3.9.1. Yes, the claimant filed its certificate of lis pendens on _____, as instrument No. _____.

Please provide a copy of such certificate of lis pendens.

3.10. Has the claimant registered its lien claim against Spyglass against any of Spyglass' mineral interests:

3.10.1. Yes, the claimant registered its lien interests with the Department of Energy on _____.

Please provide a copy of such mineral registration.

3.11. Is the claimant aware of any subcontractor it engaged who may have a lien claim, which would be included as part of the claimant's lien claim?

YES ☐

NO ☐

If "Yes", please provide full particulars of such possible claim by a subcontractor, including contact particulars for that subcontractor.

4. FILING OF CLAIM

4.1. This Proof of Claim form, along with the accompanying Affidavit of Truth, must be received by the Receiver no later than 5:00 p.m. (Mountain Time) on August 22, 2016 (the "**Lien Claims Bar Date**"), by email, registered mail, personal delivery or fax transmission, as follows:

Ernst & Young Inc.

Attention: Jessica Caden
Calgary City Centre
2200-215 2nd Street SW
Calgary AB, T2P 1M4

Email: Jessica.Caden@ca.ey.com
Fax: (403) 206-5075

FAILURE TO DELIVER A COMPLETED PROOF OF CLAIM FORM AND AFFIDAVIT OF TRUTH TO THE RECEIVER BY THE LIEN CLAIMS BAR DATE MAY DISQUALIFY THE CLAIMANT AND EXTINGUISH THEIR LIEN RIGHTS.

Dated at _____ this _____ day of _____, 2016.
Insert city and date of signature

Per:

Title