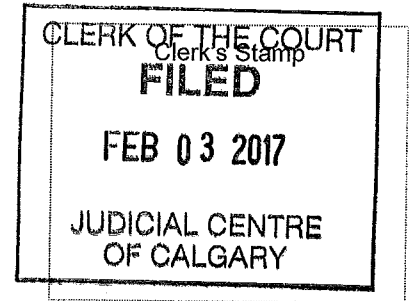


COURT FILE NUMBER 1601-05495
 COURT QUEEN'S BENCH OF ALBERTA
 JUDICIAL CENTRE CALGARY
 PLAINTIFF NATIONAL BANK OF CANADA
 DEFENDANT MOSAIC ENERGY LTD.



IN THE MATTER OF THE RECEIVERSHIP OF MOSAIC
 ENERGY LTD.

APPLICANTS NGP IX HOLDINGS I, S.à.R.L., NGP QUATRO S.à.R.L. and
 MOSAIC CO-INVESTORS S.à.R.L.

DOCUMENT **ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT **PEACOCK LINDER HALT & MACK LLP**
 Suite 4050, 400 – 3rd Avenue SW
 Calgary, Alberta, T2P 4H2
 Peter T. Linder, Q.C./Emi R. Bossio
 Telephone (403) 296-2280
 Fax (403) 296-2299
 FILE: 6570/PTL/ERB

DATE ON WHICH ORDER WAS PRONOUNCED: February 1, 2017

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF MASTER/JUDGE WHO MADE THIS ORDER: Madam Justice K.M. Horner

ORDER

UPON THE APPLICATION of NGP IX HOLDINGS I, S.à.R.L., NGP QUATRO S.à.R.L. and MOSAIC CO-INVESTORS S.à.R.L. (the “**NGP Entities**”); **AND UPON HAVING READ** Affidavit of Vanda Pearson filed January 27, 2016; **AND UPON** hearing counsel for the Applicants, for Ernst & Young Inc., in its capacity as Court-appointed Receiver (the “**Receiver**”) of the current and future assets, undertakings and properties of Mosaic Energy Ltd. (“**Mosaic**”), for Strath Resources Ltd. (“**Strath**”) and Predator Oil Ltd (“**Predator**”) and other interested parties that were present; **AND UPON IT APPEARING** that all interested and

affected parties have been served with notice of this Application; **AND UPON** having read the pleadings, proceedings, orders and other materials filed in this action;

IT IS HEREBY ORDERED THAT:

SERVICE

1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service of this application is abridged to that actually given;

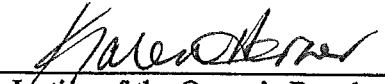
Documents

2. The Receiver is hereby authorized and directed forthwith to use its reasonable best efforts to provide to the NGP Entities a mirror copy of the Mosaic Server (the "**Mosaic Server**") and copies of the documents and electronic records (collectively, the "**Records**") that relate to the Pembina Claim.
3. Notwithstanding the sales of Mosaic's assets pursuant to the within Receivership, and the ultimate discharge of the Receiver, and in addition to and not in substitution for any and all other rights provided in the Purchase and Sale Agreements ("**PSAs**") with Strath, Predator, and ARC Resources Ltd. ("**ARC**"):
 - (a) Mosaic (or the NGP Entities) shall be entitled to retain the copy of the Mosaic Server and the Records; and
 - (b) on reasonable notice and at the NGP Entities' sole cost and expense, the Purchasers under the PSAs shall provide reasonable access and copies to Mosaic (or the NGP Entities) of the records, books, account, documents, files, reports, information, materials filings and data, to the extent that they relate to and for the purposes of prosecuting the Pembina Claim (the Pembina Claim Documents) and in relation to and in accordance with the rights and obligations of the Vendor under the PSAs.
4. In addition to and not in substitution for any and all other rights provided for in the PSAs, pursuant to this Order or otherwise at law, upon discharge of the Receiver, Mosaic shall have all the rights and entitlements of the "Vendor" under clause 11.2 of the PSA with Strath, clause 11.2 of the PSA with Predator and clause 10.2 of the PSA with ARC.
5. The Pembina Claim Documents, the Records that relate to the Pembina Claim and the records purchased by the Purchasers under the PSAs that are obtained hereunder are and shall be kept confidential by the NGP Entities and shall be utilized for the sole purpose of prosecuting the Pembina Claim. Upon the final resolution of the Pembina Claim by settlement, discontinuance, final adjudication or otherwise, NGP shall return, delete or destroy all of the Pembina Claim Documents and the Records that relate to the Pembina Claim that are obtained hereunder, and provide an Affidavit confirming the same to the Purchasers and the party or parties from whom the Pembina Claim Documents and the Records were obtained.

6. The Purchasers under the PSAs, and the Receiver, shall not be liable to any party for and in relation to providing Mosaic (or the NGP Entities) with access to, or copies of, the Records and the Pembina Claim Documents, or otherwise, as a result of complying with the terms of this Order.

MISCELLANEOUS

7. This Order shall only be approved by counsel for the Receiver, Strath and Predator. Service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.
8. Service of this Order on any party not attending this application is hereby dispensed with.
9. This order may be approved in counterpart and by facsimile or electronically.


Justice of the Queen's Bench of Alberta

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY 2017.

**NORTON ROSE FULBRIGHT CANADA
LLP**

Per: 

Howard A. Gorman, Q.C.
Counsel for the Ernst & Young Inc., in
its capacity as Court-appointed
Receiver of the current and future
assets, undertakings and properties of
Mosaic Energy Ltd.

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY, 2017.

BLAKE CASSELS & GRAYDON LLP

Per: _____

James Reid
Strath Resources Ltd.

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY, 2017.

DLA PIPER (CANADA) LLP

Per: _____

Laura Easton
Predator Oil Ltd.

6. The Purchasers under the PSAs, and the Receiver, shall not be liable to any party for and in relation to providing Mosaic (or the NGP Entities) with access to, or copies of, the Records and the Pembina Claim Documents, or otherwise, as a result of complying with the terms of this Order.

MISCELLANEOUS

7. This Order shall only be approved by counsel for the Receiver, Strath and Predator. Service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.
8. Service of this Order on any party not attending this application is hereby dispensed with.
9. This order may be approved in counterpart and by facsimile or electronically.

Justice of the Queen's Bench of Alberta

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY 2017.

**NORTON ROSE FULBRIGHT CANADA
LLP**

Per: _____
Howard A. Gorman, Q.C.
Counsel for the Ernst & Young Inc., in
its capacity as Court-appointed
Receiver of the current and future
assets, undertakings and properties of
Mosaic Energy Ltd.

APPROVED AS THE ORDER GRANTED
THIS 2nd DAY OF FEBRUARY, 2017.

BLAKE CASSELS & GRAYDON LLP

Per: _____
James Reid
Strath Resources Ltd.

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY, 2017.

DLA PIPER (CANADA) LLP

Per: _____
Laura Easton
Predator Oil Ltd.

6. The Purchasers under the PSAs, and the Receiver, shall not be liable to any party for and in relation to providing Mosaic (or the NGP Entities) with access to, or copies of, the Records and the Pembina Claim Documents, or otherwise, as a result of complying with the terms of this Order.

MISCELLANEOUS

7. This Order shall only be approved by counsel for the Receiver, Strath and Predator. Service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.
8. Service of this Order on any party not attending this application is hereby dispensed with.
9. This order may be approved in counterpart and by facsimile or electronically.

Justice of the Queen's Bench of Alberta

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY 2017.

**NORTON ROSE FULBRIGHT CANADA
LLP**

Per: _____

Howard A. Gorman, Q.C.
Counsel for the Ernst & Young Inc., in
its capacity as Court-appointed
Receiver of the current and future
assets, undertakings and properties of
Mosaic Energy Ltd.

APPROVED AS THE ORDER GRANTED
THIS ____ DAY OF FEBRUARY, 2017.

BLAKE CASSELS & GRAYDON LLP

Per: _____

James Reid
Strath Resources Ltd.

APPROVED AS THE ORDER GRANTED
THIS 2 DAY OF FEBRUARY, 2017.

DLA PIPER (CANADA) LLP

Per: _____

Laura Easton
Predator Oil Ltd.