

COURT FILE NO. 1601-06131

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY



APPLICANT **IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT OF
CONNACHER OIL AND GAS LIMITED**

DOCUMENT **ORDER (STAY EXTENSION AND
SUPPLEMENTAL KERP)**

SEALING ORDER

ADDRESS FOR SERVICE
AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT

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I hereby certify this to be a true copy of
the original *[Signature]*
Dated this *15* day of *Nov* 20*16*
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: Monday, November 14, 2016

NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Justice Eidsvik

LOCATION OF HEARING: Calgary, Alberta

UPON the application of Connacher Oil and Gas Limited (the "**Applicant**"); **AND UPON** having read the Application, the Affidavit No. 6 of Merle Johnson sworn on November 7, 2016 (the "**Johnson Affidavit**"), the Fifth Report of Ernst & Young Inc., the Court-appointed monitor of the Applicant (the "**Monitor**"), and the pleadings and proceedings herein, including the Initial Order granted on May 17, 2016 (the "**Initial Order**"); **AND UPON** hearing counsel for the Applicant, the Monitor and the Interim Financing Agent and First Lien Agent (as each defined in the Initial Order), and counsel for the other interested parties appearing;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of the notice of application for this order is hereby abridged and deemed good and sufficient, no other person is required to have been served with notice of this application and this application is properly returnable today.

STAY EXTENSION

2. The Stay Period, as ordered and defined in paragraph 14 of the Initial Order, is hereby extended until and including January 13, 2017.

SUPPLEMENTAL KERP

3. The key employee retention plan (the "**Supplemental KERP**") described at paragraphs 23 to 28 of the Johnson Affidavit, Exhibit "B" to the Johnson Affidavit, and Confidential Exhibit "1" to the Johnson Affidavit is hereby authorized and approved and the Applicant (and any other person that may be appointed to act on behalf of the Applicant, including without limitation, any trustee, liquidator, receiver, interim receiver, receiver and manager or other person acting on behalf of any such person) is authorized and directed to perform the obligations under the Supplemental KERP and to make the payments contemplated by the Supplemental KERP in accordance with the terms of the Supplemental KERP.

KERP/LTIP CHARGE

4. All obligations under the Supplemental KERP shall be secured by the KERP/LTIP Charge (as created and defined in the Initial Order) and the beneficiaries of the Supplemental KERP are hereby granted all of the rights and benefits of the KERP/LTIP Charge set out in the Initial Order.

SEALING

5. Confidential Exhibit "1" to the Johnson Affidavit (the "**Confidential Materials**") shall be sealed on the Court file, notwithstanding Division 4 of Part 6 of the *Alberta Rules of Court*. The Confidential Materials shall be kept confidential and shall not form part of the public record, but rather shall be placed, separate and apart from all contents in the Court file to be shown only to a Justice of this Court, in a sealed envelope attached to a notice that sets out the title of these proceedings and a statement that the contents are subject to a sealing order.



Justice of the Court of Queen's Bench of Alberta