Form 27
[Rules 6.3 and
10.52(1)]

COURT FILE NUMBER	1601-14057	Clerk's stamp
COURT	COURT OF QUEEN'S BENCH OF ALBERTA	CLERK OF THE COURT FILED
JUDICIAL CENTRE	Calgary	OCT 21 2016
APPLICANTS	IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, as amended AND IN THE MATTER OF THE BANKRUPTCY OF QUINTERA DRILLING LIMITED PARTNERSHIP and QUINTERA DRILLING 2010 INC.	CALGARY, ALBERTA
DOCUMENT	**ORIGINATING APPLICATION BY QUINTERA DRILLING LIMITED PARTNERSHIP AND QUINTERA DRILLING 2010 INC.**	
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Norton Rose Fulbright Canada LLP 400 3rd Avenue SW, Suite 3700 Calgary, Alberta T2P 4H2 CANADA Howard A. Gorman, Q.C. and John Cassell howard.gorman@nortonrosefulbright.com Tel: +1 403.267.8222 Fax: +1 403.264.5973 Lawyers for the Applicant, Quintera Drilling Limited Partnership and Quintera 2010 Inc. File no.: 01032461-0001	

NOTICE TO RESPONDENTS

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the master/judge.

To do so, you must be in Court when the application is heard as shown below:

Date:	**October 24, 2016**
Time:	**10:00 a.m.**
Where:	**Calgary Courts Centre**
Before Whom:	**The Honourable Madam Justice B.E.C. Romaine, on the Commercial List, Chambers**

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought:

1. An Order providing the following relief:

    (a) Dispensing with service of this within application;

    (b) Consolidating the bankruptcy of Quintera Drilling Limited Partnership ("**Quintera LP**") with that of Quintera Drilling 2010 Inc. ("**Quintera Inc.**");

    (c) Permitting Quintera LP and Quintera Inc. to file a joint proposal in Bankruptcy ("**Proposal**") pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended ("**BIA**"), prior to inspector review and approval, and in any event no later than October 26, 2016;

    (d) Setting the date of the First Meeting of Creditors as November 14, 2016, or such other date as the Court deems appropriate;

    (e) Providing for the appointment of inspectors at the First Meeting of Creditors;

    (f) Permitting a vote to be held on the Proposal by Quintera LP and Quintera Inc.'s creditors on November 14, 2016 immediately following the First Meeting of Creditors or such other date as the Court deems appropriate.

2. Such further and other relief as this Honourable Court deems just and appropriate.

Grounds for making this application:

3. On October 21, 2016, Quintera LP and Quintera Inc. voluntarily filed an assignment into Bankruptcy pursuant to the BIA.

4. Additionally, on October 21, 2016, Ernst & Young Inc. was appointed as the Trustee in Bankruptcy over Quintera LP and Quintera Inc.

5. The business affairs of Quintera LP and Quintera Inc. are interconnected such that the administration of the bankruptcy of Quintera LP and Quintera Inc. should be administered jointly.

6. Quintera LP and Quintera Inc. wish to put forward a joint proposal in Bankruptcy ("**Proposal**") that, among other things, provides for the following:

(a) The reduction of the amounts owing by Quintera LP to its primary secured creditor, Alberta Treasury Branches ("**ATB**") to an agreed upon amount ("**Compromise Amount**");

(b) Quintera LP will pay its unsecured creditors the full amount of all unsecured claims;

(c) Quintera LP's commercial lease for the Premises in which it operates its business in Nisku, Alberta will remain in force and will not be disclaimed as part of the Proposal;

(d) Quintera LP's agreements for the finance and/or lease of several vehicles used in its operations will remain in force and will not be disclaimed as part of the Proposal

7. Quintera LP and Quintera Inc. have arranged for the funding of the amounts contemplated in the Proposal ("**Proposal Funds**") and the payment of the Compromise Amount through a third party. In the event the Proposal is approved by Quintera LP and Quintera Inc.'s creditors and the Court, the Proposal Funds and an amount equivalent to the Compromise Amount will be advanced forthwith by the third party.

8. ATB has indicated that the payment of the Compromise Amount must be received by November 15, 2016.

9. Quintera LP and Quintera Inc. expect its creditors to vote in favour of the Proposal.

10. Quintera LP and Quintera Inc. are required to file the Proposal in advance of the first meeting of creditors and prior to inspector appointment (and approval) in order to meet ATB's November 15, 2016 deadline.

11. Quintera LP and Quintera Inc.'s creditors will have an opportunity to appoint inspectors at the First Meeting of Creditors prior to the subsequent meeting of creditors to vote on the Proposal.

12. The Proposal contemplates the payment in full of all claims by Quintera LP's unsecured creditors' and an agreed-upon compromise of the amounts owing by Quintera LP to Quintera LP's primary secured creditor, ATB. The Proposal represents a resolution of all creditor claims that will advantageous to any amounts received by those creditors in liquidation proceedings.

Material or evidence to be relied on:

13. The Affidavit of Richard Kuzyk, filed.

Applicable rules:

14. *Alberta Rules of Court,* Alta. Reg. 124/2010, s.3.8, 6.4, 6.3

Applicable Acts and regulations:

15. The *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, section 49(1), 50(3), 51(1), 62(1), 116(1).

Any irregularity complained of or objection relied on:

16. None.

How the application is proposed to be heard or considered:

17. Before the Honourable Madam Justice B.E.C. Romaine of the Commercial List

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and time shown at the beginning of the form. If you intend to give evidence in response to the application, you must reply by filing an affidavit or other evidence with the Court and serving a copy of that affidavit or other evidence on the applicant(s) a reasonable time before the application is to be heard or considered.