

ENTERED

COURT FILE NUMBER 2201-01016

COURT COURT OF KING'S BENCH OF ALBERTA IN
BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE CALGARY

COM
Jan 18 2023

IN THE MATTER OF THE RECEIVERSHIP OF ROBUS RESOURCES INC.

PLAINTIFF ROBUS SERVICES LLC

DEFENDANT ROBUS RESOURCES INC.

DOCUMENT **AFFIDAVIT OF ANGELINE GAGNON**ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY
Cassels Brock & Blackwell LLP
Suite 3810, Bankers Hall West
888 3rd Street SW
Calgary, AB T2P 5C5Telephone 403-351-2920
Facsimile 403-648-1151
Email: joliver@cassels.com / dmarechal@cassels.com

File No. 57100-1

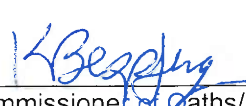
Attention: Jeffrey Oliver/Danielle Marechal

AFFIDAVIT OF: ANGELINE GAGNON

SWORN ON: JANUARY 17, 2023

I, Angeline Gagnon, of the City of Calgary, in the Province of Alberta, SWEAR AND SAY THAT:

1. I am employed as a Legal Assistant by Cassels Brock & Blackwell LLP, counsel to Alvarez and Marsal Canada Inc. in its capacity as court-appointed receiver and manager of the assets of Robus Resources Inc. and as such, I have personal knowledge of the matters hereinafter deposed to, except where stated to be based on information and belief, in which case I verily believe the same to be true.
2. Attached hereto and marked as **Exhibit "A"** is a copy of a letter to James Reid of Miller Thomson LLP, counsel for Pamoco Resources Ltd., dated January 16, 2023, sent by email from Mr. Oliver.
3. As at 2:40 p.m. on January 17, 2023, we have not received a response from James Reid.

SWORN BEFORE ME at the City of Edmonton, in the)
Province of Alberta, this 17 day of January 2023.)

 Commissioner of Oaths/Notary Public in and for)
 Alberta)


 ANGELINE GAGNON

KIMBERLEY D. BESPFLUG
 Commissioner for Oaths in and for Alberta
 My Commission expires November 17, 2025

Cassels

THIS IS EXHIBIT "A"
referred to in the Affidavit of
Angelina Crayon
Sworn before me this 17
day of January A.D., 2023
K. Bespflug
A Commissioner for Oaths in and for Alberta

KIMBERLEY D. BESPFLUG
Commissioner for Oaths in and for Alberta
My Commission expires November 17, 2025

January 16, 2023

Via E-Mail: jwreid@millerthomson.com

Miller Thomson LLP
Suite 3000
700 9 Ave SW
Calgary, AB T2P 3V4

joliver@cassels.com
tel: +1 403 351 2921
fax: +1 403 648 1151
file # 57100-1

Attention: James Reid

Dear Sir:

Re: Court File No.: 2201-01016
Robus Services LLC v. Robus Resources Inc.

We write further to our telephone conversation this evening.

Late this afternoon, for the first time the Receiver was able to speak with Ernest Methot in relation to a variety of matters raised by Mr. O'Connor in his Affidavit (the "O'Connor Affidavit"). Mr. Methot disputes a significant number of statements made in the O'Connor Affidavit and with his characterization of the Conveyance of Tangibles. However, in the interest of limiting the items at issue, the Receiver is writing to seek input from your client on a particular item raised by Mr. Methot, about which the Receiver has been able to independently verify.

In paragraphs 24 and 25 of the O'Connor Affidavit, he states:

24. Separate and apart from the Pamoco Loans and the O'Connor Loans, which were paid out and discharged as noted above, between May 2018, and August 2018, Mr. Methot requested that I, through Pamoco, assist the Debtor by providing it with funds for the Debtor to acquire share interests in certain other petroleum and natural gas producer companies (the "Acquisition Advances"). I agreed, and the amounts paid by Pamoco for the Acquisition Advances totalled \$36,000.

25. Attached as Exhibit "M" is a table setting out the \$36,000 of alleged Acquisition Advances made by Pamoco to the Debtor. This table was prepared by Pamoco in consultation with Mr. Methot to document the Acquisition Advances.

t: 403 351 2920
f: 403 648 1151
cassels.com

Cassels Brock & Blackwell LLP
Suite 3810, Bankers Hall West, 888 3rd Street SW
Calgary, AB T2P 5C5 Canada

Mr. O'Connor then affixes the following table as Exhibit "M" to the O'Connor Affidavit:

| PAYEE | APPROX DATES | ESTIMATED AMOUNTS | COMMENTS |
|---------|-----------------|----------------------|-------------------------|
| | | | |
| HXE | May-18 | \$12,000.00 | Robus acquires interest |
| Manitoc | Aug-18 | \$22,000.00 | Robus acquires interest |
| Private | Aug-18 | \$2,000.00 | Robus acquires interest |
| | | \$36,000.00 | |

In paragraph 63(iv) of the Receiver's Second Report, the Receiver stated:

The Receiver is unable to confirm whether the Acquisition Advances were paid by Pamoco to the relevant third parties, and Mr. O'Connor's Affidavit does not affix any cheques evidencing these payments having been made. Rather, he affixes a spreadsheet that he presumably prepared

In the Receiver's discussion with Mr. Methot late this afternoon, Mr. Methot advised the Receiver that your client made no payments directly to Robus or a third party on account of the alleged Acquisition Advances, and that to the extent payments were made to acquire interests as alleged by your client, those payments were made by Robus directly and not your client.

In particular, Mr. Methot advised as follows (which the Receiver has verified is supported by the books and records of Robus):

- With respect to the alleged payment from Pamoco to Manito Energy Inc. ("Manitok") referenced by Mr. O'Connor for \$22,000 in approximately August of 2018, that interest appears to have been acquired by Robus effective as of June 1, 2017. Please see the attached excerpt (Schedule "A") from the applicable unit agreements, which says that Manitok assigned its entire interest in the unit to Robus on or about June 1, 2017. Further, Mr. Methot provided the Receiver with email correspondence from Norton Rose dated August 14 and 15, 2017, as well as proof of a wire payment from Norton Rose to Robus in the amount of \$90,000, which appears to relate to the Manitok interest in Joarcam. We are advised that such funds were held in trust by Norton Rose, who then funded Robus to disburse funds to Manitok (Schedule "B"). We note that the entry in the books and records of Robus with respect to the receipt of such payment from Norton Rose indicates "Held In Trust – Bridge Loan Funds." [emphasis added]. Mr. Methot advised us that his recollection was that out of that \$90,000 payment, \$59,000 was attributable to the acquisition of the working interest. The Receiver reviewed the books and records of Robus, and was able to verify that a \$60,000 debit was recorded in Robus' books and records on or about August 1, 2017, with the description "Manitok WI Acquisition." A screenshot of that book entry is enclosed (Schedule "C").

- With respect to the alleged payment from Pamoco to HXC Corporation referenced by Mr. O'Connor for \$12,000 in approximately May of 2018, that interest appears to have been acquired by Robus effective November 1, 2017. Please see the attached excerpt from the applicable unit agreements (Schedule "A") which states that the interest was acquired due to HXC's quitclaim, surrender and assignment of its entire interest to Robus. Mr. Methot advised the Receiver that the consideration for such assignment was \$1, which is consistent with the fact that the Receiver has not been able to locate any payment for such interest being made by Robus, and generally with the nature of a quitclaim.
- Mr. Methot cannot comment on the \$2,000 alleged payment to "private" in light of the lack of information.

Can you please provide the Receiver with an explanation for the discrepancy between the books and records of Robus and Mr. O'Connor's Affidavit with respect to these matters?

Please note that we intend to put this correspondence, and any reply thereto, before the Court. In that regard, please reply to us by 2:30 p.m. on Tuesday, January 17, 2023 if you would like your reply included in our delivery to the Court.

Yours truly,

Cassels Brock & Blackwell LLP



Jeffrey Oliver
Partner

JO/sh

LEGAL*57935017.2

Schedule "A"

EXHIBIT "D"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
JOARCAM VIKING UNIT NO. 3
UNIT AGREEMENT

PARTIES AND THEIR RESPECTIVE UNIT PARTICIPATIONS

| <u>Company</u> | <u>Unit Participation</u> |
|------------------------------|---------------------------|
| Enerplus Corporation | 96.029905% |
| *Robus Resources Inc. | 3.970096% |
| TOTAL | 100.000000% |

* Indus Canada Petroleum Ltd. quitclaimed, surrendered and assigned its entire interest in the Agreements to Robus Resources Inc. effective December 11, 2019.

Revision No. 2020-01
Effective January 1, 2020

EXHIBIT "D"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
JOARCAM VIKING UNIT NO. 3
UNIT AGREEMENT

PARTIES AND THEIR RESPECTIVE UNIT PARTICIPATIONS

| <u>Company</u> | <u>Unit Participation</u> |
|------------------------------|---------------------------|
| Enerplus Corporation | 96.029905% |
| Indus Canada Petroleum Ltd. | 0.211800% |
| *Robus Resources Inc. | 3.758295% |
| TOTAL | 100.000000% |

* Bounty Development Ltd. quitclaimed, surrendered and assigned its entire interest in the Agreements to Robus Resources Inc. effective January 9, 2017.

* HXC Corporation quitclaimed, surrendered and assigned its entire interest in the Agreements to Robus Resources Inc. effective November 1, 2017.

Revision No. 2017-03
Effective December 1, 2017

EXHIBIT "D"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
JOARCAM VIKING UNIT NO. 3
UNIT AGREEMENT

PARTIES AND THEIR RESPECTIVE UNIT PARTICIPATIONS

| <u>Company</u> | <u>Unit Participation</u> |
|-----------------------------|---------------------------|
| Bounty Developments Ltd. | 0.494200% |
| Enerplus Corporation | 96.029905% |
| HXC Corporation | 0.009340% |
| Indus Canada Petroleum Ltd. | 0.211800% |
| *Robus Resources Inc. | 3.254755% |
| TOTAL | 100.000000% |

* Manitok Energy Inc. assigned its entire interest to Robus Resources Inc. (June 1, 2017)

Revision No. 2017-02
Effective September 1, 2017

EXHIBIT "D"
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
JOARCAM VIKING UNIT NO. 2
UNIT AGREEMENT

| <u>Working Interest Owner</u> | <u>Unit Participation</u> |
|---|---------------------------|
| Quattro Exploration and Production Ltd. | 5.309005% |
| Elizabeth M. LaBorde | 0.085386% |
| Enerplus Corporation | 69.183139% |
| **Robus Resources Inc. | 15.857472% |
| Owen Investors Limited | 0.085385% |
| *Obsidian Energy Partnership | 8.233628% |
| Triple C Energy Ltd. | <u>1.245985%</u> |
| TOTAL | 100.000000% |

* Penn West Petroleum changed its name to Obsidian Energy Partnership

**Manitok Energy Inc. assigned its interest to Robus Resources Inc.

Revision No. 73 Corrected
Effective: September 1, 2017

EXHIBIT "A" PART 1
ATTACHED TO AND MADE PART OF AN AGREEMENT ENTITLED
JOARCAM VIKING GAS CAP UNIT
UNIT AGREEMENT

| <u>WORKING INTEREST OWNERS</u> | <u>UNIT PARTICIPATION (%)</u> |
|--------------------------------|-------------------------------|
| Paramount Resources (ACL) Ltd. | 21.0461 |
| Rally Canada Resources Ltd. | 2.9737 |
| Enerplus Corporation | 68.7208 |
| *Robus Resources Inc. | 7.2594 |
| TOTAL | <u>100.0000</u> |

*BOUNTY DEVELOPMENTS LTD. quitclaimed, surrendered and assigned its entire interest to ROBUS RESOURCES INC. effective January 9, 2017.

*NUTCRACKER HOLDINGS LTD. quitclaimed, surrendered and assigned its entire interest to ROBUS RESOURCES INC. effective January 9, 2017.

*HXC CORPORATION quitclaimed, surrendered and assigned its entire interest to ROBUS RESOURCES INC. effective November 1, 2017.

*JAMES LAW AND ASSOCIATES LTD. quitclaimed, surrendered and assigned its entire interest to ROBUS RESOURCES INC. effective January 30, 2017.

Revision No. 54
Effective: December 1, 2017

Schedule "B"

| | | | | | | |
|--------|------|----------|----------|-------------|-------------|-------|
| D00002 | 1010 | Jul-2017 | | \$90,000.00 | \$0.00 | 0.000 |
| D00003 | 1020 | Jul-2017 | | \$0.00 | \$90,000.00 | 0.000 |
| E00001 | 1010 | Jul-2017 | | \$0.00 | \$15.00 | 0.000 |
| E00002 | 8210 | 856 | Aug-2017 | \$15.00 | \$0.00 | 0.000 |
| | | | | \$95,036.50 | \$95,036.50 | |

D00002

Running balance \$90,000.00

Details

| | |
|------------------|---------------------------------|
| Major | 1010 (ATB - BANK CHEQUING ACCT) |
| Production month | Jul-2017 |
| Cost date | |

Values

| | |
|--------|-------------|
| Debit | \$90,000.00 |
| Credit | \$0.00 |
| Volume | 0.000 |

Description

| |
|---------------------------|
| Norton Rose Incoming Wire |
|---------------------------|

| | | | | | |
|---------------|-------------|-----------------|--------------------|--------------------|--------------|
| D00002 | 1010 | Jul-2017 | \$90,000.00 | \$0.00 | 0.000 |
| D00003 | 1020 | Jul-2017 | \$0.00 | \$90,000.00 | 0.000 |
| E00001 | 1010 | Jul-2017 | \$0.00 | \$15.00 | 0.000 |
| E00002 | 8210 | 856 Aug-2017 | \$15.00 | \$0.00 | 0.000 |
| | | | \$95,036.50 | \$95,036.50 | |

D00003

Running balance \$0.00

Details

Major

1020 (HELD IN TRUST - BRIDGE LOAN FUNDS)

Production month

Jul-2017

Cost date

Values

Debit

\$0.00

Credit

\$90,000.00

Volume

0.000

Description

Norton Rose Incoming Wire

----- Forwarded message -----

From: **Froehlich, Robert** <robert.froehlich@nortonrosefulbright.com>

Date: Tue, Aug 15, 2017 at 9:56 AM

Subject: RE: Manitok assets

To: Ernie Methot <robustresources@gmail.com>, Gagner, Jamie

<jamie.gagner@nortonrosefulbright.com>

Ernie, the wire transfer confirmation is attached. Can you please confirm for us when the funds have been received? Thanks.

Robert Froehlich

Partner

Norton Rose Fulbright Canada LLP / S.E.N.C.R.L., s.r.l.

400 3rd Avenue SW, Suite 3700, Calgary Alberta T2P 4H2 Canada

T: +1 403.267.9554 | F: +1 403.264.5973

robert.froehlich@nortonrosefulbright.com

NORTON ROSE FULBRIGHT

From: Froehlich, Robert

Sent: August-14-17 3:37 PM

To: Ernie Methot; Gagner, Jamie

Subject: RE: Manitok assets

Ernie, the wire transfer is all queued up, but unfortunately we did not make the wire transfer deadline today. The funds will be sent tomorrow morning, first thing.

Sorry about this – apparently the required signatories were not readily available around the office to make this work today.

Robert Froehlich

Partner

Norton Rose Fulbright Canada LLP / S.E.N.C.R.L., s.r.l.
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robert.froehlich@nortonrosefulbright.com

NORTON ROSE FULBRIGHT

From: Ernie Methot [<mailto:robustresources@gmail.com>]
Sent: August-14-17 11:06 AM
To: Froehlich, Robert; Gagner, Jamie; Terry
Subject: Manitok assets

Bob

Hope you had a good weekend. Spoke with Terry and he has agreed to release 90k to facilitate the purchase and transfer of Manitoks interests in Joarcam. If you could please look after this it would be great.

Regards,
Ernie Methot
1-587-322-1533

Law around the world
nortonrosefulbright.com

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Wire Payments[Help](#)**Activity List - View Payment Details**[Print this page](#)

| | | | |
|----------------|----------------------------|----------------|-----------------------|
| Template Name: | N/A | | |
| Payment Type: | Payment to Customer | | |
| Payment ID: | 70485170814007 | TD Payment ID: | 170815B4825600 |

Sender Information

TD Bank has populated sender name and address based on the settlement account selected. If this information is incorrect, you will need to either contact your relationship manager or your local branch.

| | | | |
|--------------|----------------------------------|----------|-------------|
| Sender Name: | NORTON ROSE FULBRIGHT CANADA LLP | | |
| Street: | 400 3 AVE SW SUITE 3700 | | |
| City: | CALGARY | | |
| Prov/State: | ALBERTA - AB | Country: | CANADA - CA |

Beneficiary Information

| | | | |
|----------------------|-----------------------------|----------|-------------|
| Beneficiary Name: | ROBUS RESOURCES INC. | | |
| Street: | 5502 - 28A Avenue | | |
| City: | Camrose | | |
| Prov/State: | ALBERTA - AB | Country: | CANADA - CA |
| Payment Destination: | Other Financial Institution | | |

Beneficiary Account Information

| | |
|------------------------|-------------|
| Beneficiary's Account: | 00778991200 |
|------------------------|-------------|

Beneficiary's Bank Information

| | | | |
|------------------------|--------------------|----------|-------------|
| Beneficiary Bank Name: | ATB Financial | | |
| Bank Id: | 021907669 | | |
| Street: | 700-7300 48 Avenue | | |
| City: | Camrose | | |
| Prov/State: | ALBERTA - AB | Country: | CANADA - CA |

Intermediary Bank Information

| | |
|-------------------------|----------|
| Intermediary Bank Name: | |
| Bank Id: | |
| Street: | |
| City: | |
| Prov/State: | Country: |

| | | | | |
|----------------------------|---------------------------------|---|--------------------------|---------------------------|
| Due Date | Value Date | Payment Must be Sent to Bank Before: | | |
| 08/15/2017 | 08/15/2017 | View Cutoff Table | | |
| Payment Currency | Payment Amount | | | |
| CAD | 90,000.00 | | | |
| Settlement Currency | FX Type/ Contract Number | Exchange Rate | Settlement Amount | Settlement Account |
| CAD | Bulletin | 1.000000 | 90,000.00 | Calgary CDN Trust |

Your Reference

F 01031728-0006 Robus Res.-RF 20336

Reason for Wire Payment**Instructions**

Beneficiary:
TD Bank:

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(Server ID: basmwap20_node)

Schedule "C"

| Number | Major | Minor | Prod. Mo... | Cost Date | AFE | Cost Center | BA | DOI | Debit | Credit | Volume |
|--------|-------|-------|-------------|-------------|-----|-------------|----------|-----|-------------|-------------|--------|
| C00002 | 1010 | | Aug-2017 | | | | | | \$0.00 | \$60,000.00 | 0.000 |
| C00003 | 1920 | | Aug-2017 | Aug-01-2017 | | | ENERPLUS | | \$60,000.00 | \$0.00 | 0.000 |

C00002

Running balance -\$60,000.00

Details

| | |
|------------------|---------------------------------|
| Major | 1010 (ATB - BANK CHEQUING ACCT) |
| Production month | Aug-2017 |
| Cost date | |

Values

| | |
|--------|-------------|
| Debit | \$0.00 |
| Credit | \$60,000.00 |
| Volume | 0.000 |

Description

Acquisition of

C00003

Running balance \$0.00

Details

| | |
|--------------------|---------------------------------|
| Major | 1920 (PREPAID RENTALS/DEPOSITS) |
| Production month | Aug-2017 |
| Cost date | Aug-01-2017 |
| Business associate | ENERPLUS (ENERPLUS CORPORATION) |
| Invoice | MANITOK WI ACQ |
| Invoice date | |

Values

| | |
|--------|-------------|
| Debit | \$60,000.00 |
| Credit | \$0.00 |
| Volume | 0.000 |

Description

Manitok WI Acquisition