

COURT FILE NUMBER 2401-01422

COURT **COURT OF KING’S BENCH OF ALBERTA**

JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE COMPANIES’
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE
OR ARRANGEMENT OF GRIFFON PARTNERS
OPERATION CORPORATION, GRIFFON
PARTNERS HOLDING CORPORATION,
GRIFFON PARTNERS CAPITAL
MANAGEMENT LTD., STELLION LIMITED,
2437801 ALBERTA LTD., 2437799 ALBERTA
LTD., 2437815 ALBERTA LTD., and SPICELO
LIMITED

APPLICANT **TAMARACK VALLEY ENERGY LTD.**

DOCUMENT **AFFIDAVIT OF KIRA LYSENG**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
4300 Bankers Hall West,
888-3rd Street S.W.,
Calgary, Canada T2P 5C5

Matti Lemmens

Lawyer for the Applicant, Tamarack Valley Energy Ltd.

AFFIDAVIT OF KIRA LYSENG
SWORN ON MARCH 21, 2024

I, Kira Lyseng, Legal Assistant of Stikeman Elliott LLP (“**Stikeman Elliott**”), SWEAR AND SAY THAT:

1. I am a legal assistant to Matti Lemmens of Stikeman Elliott, counsel to the applicant, Tamarack Valley Energy Ltd. (“**TVE**”), and have knowledge of TVE’s matter with respect to Court of King’s Bench of Alberta Action No. 2401-01422. As such, I have personal knowledge of the matters deposed to herein, except where I have stated matters to be based on information and belief. Where I have stated matters to be based on information and belief, I believe those matters to be true.
2. On March 8, 2024, Ms. Lemmens sent an email to Randal Van de Mosselaer of Osler, Hoskin & Harcourt LLP, counsel to, *inter alia*, Griffon Partners Operation Corporation and Spicelo Limited in this Action, regarding service of a Notice of Appointment for Questioning of Jonathan Klesch under Rule 6.8 of the Alberta *Rules of Court*, to which Mr. Van de Mosselaer replied on March 11, 2024. Attached hereto and marked as Exhibit “**A**” is a copy of the email exchange between Ms. Lemmens and Mr. Van de Mosselaer of March 8 and 11, 2024 where I am copied.

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3. On March 12, 2024, I emailed Mr. Klesch and Mr. Van de Mosselaer with the following documents:
- A letter to Mr. Klesch dated March 12, 2024;
 - The Application of TVE, filed March 12, 2024 (the "**TVE Application**");
 - The Notice of Appointment for Questioning for Mr. Klesch to be examined on March 18, 2024 (the "**First Notice of Appointment**"); and
 - A scan of a cheque for conduct money in the amount of \$50.00 CAD payable to Mr. Klesch (the "**Conduct Money Cheque**"),
- (collectively, the "**March 12 Notice Package**").

Attached hereto and marked as Exhibit "**B**" is my email of March 12, 2024, the March 12 Notice Package, and a delivery notification noting that the message was relayed to Mr. Klesch at jk@griffon-partners.com and Mr. Van de Mosselaer at rvandemosselaer@osler.com.

4. On March 12, 2024, Richard Tanedo, of Stikeman Elliott's office services department, delivered the March 12 Notice Package, along with the original Conduct Money Cheque, to Greenfire Resources Ltd. at 1900, 205 5 Avenue SW, Calgary, Alberta. Attached hereto and marked as Exhibit "**C**" is the courier confirmation of delivery at 3:26 pm MST, and at Exhibit "**D**" the Alberta Corporation/Non-Profit Search results for Greenfire Resources Ltd.
5. On March 14, 2024, TVE obtained an Order for Service *Ex Juris* and Substitutional Service on Mr. Klesch (the "**Service Order**"). Attached hereto and marked as Exhibit "**E**" is a copy of the Service Order.
6. On March 14, 2024, I emailed Mr. Klesch and Mr. Van de Mosselaer with the following documents:
- A letter to Mr. Klesch dated March 14, 2024;
 - The Service Order; and
 - The First Notice of Appointment.

Attached hereto and marked as Exhibit "**F**" is my email of March 14, 2024, and the attachments thereto.

7. On March 15, 2024, Mark Sewell, a Process Server in London, England, delivered the following documents to Mr. Klesch at Penthouse 1, Harley House, Marylebone Road, London NW1 5HE, England, United Kingdom (the "**Klesch London Address**"):
- The Service Order;
 - The First Notice of Appointment; and
 - A cheque for conduct money in the amount of £30.00 (approximately \$50.00 CAD) payable to Mr. Klesch.

8. On March 17, 2024, Mr. Klesch emailed Ms. Lemmens at 8:58 pm MST, and Ms. Lemmens responded to Mr. Klesch at 10:05 pm MST on March 17, 2024. Enclosed hereto and marked as Exhibit "**G**" is the email exchange of March 17, 2024, between Mr. Klesch and Ms. Lemmens.
9. On March 18, 2024, I emailed Mr. Klesch and Mr. Van de Mosselaer, with the following documents:

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- a. Letter to Mr. Klesch dated March 18, 2024;
- b. The Service Order;
- c. The Amended Notice of Appointment for Questioning for Mr. Klesch to be examined on March 21, 2024; and
- d. Certificate of Non-Appearence with respect to Mr. Klesch's questioning scheduled for March 18, 2024,

(hereinafter the "March 18 Notice Package").

Enclosed hereto and attached as Exhibit "H" is my covering email and the March 18 Notice Package attached thereto.


- 10. On March 18, 2024, Mr. Sewell delivered the March 18 Notice Package to the Klesch London Address.
- 11. On March 18, 2024, I emailed a letter dated March 18, 2023, to the attention of the Honourable Justice Gill. Enclosed hereto and attached as Exhibit "I" is this letter.
- 12. On March 20, 2024, Ms. Lemmens emailed the link for the Court Reporter for Mr. Klesch's Questioning on March 21, 2024, to Mr. Klesch and Mr. Van de Mosselaer. Attached hereto as Exhibit "J" is a copy of Ms. Lemmens' March 20, 2024, email copying me.
- 13. On March 21, 2024, at 11:26 am MST, I emailed Mr. Klesch and Mr. Van de Mosselaer with the Certificate of Non-Appearence with respect to Mr. Klesch's questioning scheduled for March 21, 2024. Attached hereto as Exhibit "K" is my email of March 21, 2024 and the attachment thereto.
- 14. I make this affidavit in support of TVE's application to compel Mr. Klesch's attendance for questioning and for an adjournment of the TVE Application, and for no improper purpose.

SWORN BEFORE ME at Calgary, Alberta,)
this 21st day of March 2024.)

DocuSigned by:

A866E79ACF084E4
Commissioner for Oath in and for Alberta
Rohan Gupta

Student-at-1a
w

DocuSigned by:

6C414A3B4292415
KIRA LYSENG

**This is Exhibit "A" referred to in the Affidavit
of Kira Lyseng, sworn before me this 21st
day of March 2024**

DocuSigned by:

Rohan Gupta

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

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Kira Lyseng

From: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Sent: Monday, March 11, 2024 1:34 PM
To: Matti Lemmens
Cc: Karen Fellowes; okonowalchuk@alvarezandmarsal.com; dmacrae@alvarezandmarsal.com; Kashuba, Kyle; Treleaven, Julie; Mitchell, Timothy; Jakub Maslowski; Kira Lyseng
Subject: RE: GPOC/Spicelo/Tamarack - Marshalling Application

Matti,

Thanks for your email.

As you are aware, we act for the various corporate debtors in the current CCAA proceedings.

With respect to your inquiry below, is it unclear which application you would propose that such a questioning be in respect of, and we seek your advice in that regard,

In any case, given that we do not act for Mr. Klesch personally (and he is not a party to any of the proceedings in which we are acting for the corporate entities) we do not have instructions to accept service on Mr. Klesch's behalf of a Notice of Appointment for Questioning under Rule 6.8.

In addition, please advise when we might anticipate seeing your form of application referenced in your email below.

Regards,

OSLER

Randal Van de Mosselaer
Partner
403.260.7060 | rvandemosselaer@osler.com
Osler, Hoskin & Harcourt LLP | [osler.com](https://www.osler.com)

From: Matti Lemmens <MLemmens@stikeman.com>
Sent: Friday, March 08, 2024 7:33 PM
To: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Cc: Karen Fellowes <KFellowes@stikeman.com>; okonowalchuk@alvarezandmarsal.com; dmacrae@alvarezandmarsal.com; Kashuba, Kyle <kkashuba@torys.com>; Treleaven, Julie <jtreleaven@osler.com>; Mitchell, Timothy <tmitchell@osler.com>; Jakub Maslowski <jmaslowski@stikeman.com>; Kira Lyseng <KLyseng@stikeman.com>
Subject: Re: GPOC/Spicelo/Tamarack - Marshalling Application

Hi Randal,

Will your firm accept service for Jonathan Klesch for a Notice of Appointment for Questioning under Rule 6.8?

Matti

From: Matti Lemmens

Sent: Friday, March 8, 2024 10:25:58 AM

To: Van de Mosselaer, Randal <rvandemosselaer@osler.com>

Cc: Karen Fellowes <KFellowes@stikeman.com>; okonowalchuk@alvarezandmarsal.com <okonowalchuk@alvarezandmarsal.com>; dmacrae@alvarezandmarsal.com <dmacrae@alvarezandmarsal.com>; Kashuba, Kyle <kkashuba@torys.com>; Treleaven, Julie <jtreleaven@osler.com>; Mitchell, Timothy <tmitchell@osler.com>; Jakub Maslowski <jmaslowski@stikeman.com>; Kira Lyseng <KLyseng@stikeman.com>

Subject: RE: GPOC/Spicelo/Tamarack - Marshalling Application

Hi Randal,

I have removed your clients from this email.

Thank you for providing the draft application. I anticipate that we will prepare our client's own application as it seeks slightly different remedies than what is proposed in this draft application.

Matti

Matti Lemmens
Partner

Direct: +1 403 266 9064
Email: mlemmens@stikeman.com

From: Van de Mosselaer, Randal <rvandemosselaer@osler.com>

Sent: Wednesday, March 6, 2024 9:09 PM

To: Matti Lemmens <MLemmens@stikeman.com>

Cc: Karen Fellowes <KFellowes@stikeman.com>; okonowalchuk@alvarezandmarsal.com; dmacrae@alvarezandmarsal.com; Kashuba, Kyle <kkashuba@torys.com>; Treleaven, Julie <jtreleaven@osler.com>; Mitchell, Timothy <tmitchell@osler.com>; Daryl Stepanic <DS@griffon-partners.com>; Jonathan Klesch <jk@griffon-partners.com>

Subject: GPOC/Spicelo/Tamarack - Marshalling Application

Hi Matti,

We are going to want to give this one more review, but attached is a near final (or perhaps final) version of our application.

Please let me know if there is anything you would like to discuss.

Regards,

OSLER

Randal Van de Mosselaer

403.260.7060 DIRECT
403.260.7024 FACSIMILE
rvandemosselaer@osler.com

Suite 2700, Brookfield Place
225 – 6th Avenue S.W.
Calgary, Alberta, Canada T2P 1N2
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osler.com

Follow us: [LinkedIn](#) / [Twitter](#) / [stikeman.com](#)

Stikeman Elliott LLP Barristers & Solicitors

4200 Bankers Hall West, 888 - 3rd Street S.W., Calgary, AB T2P 5C5 Canada

This email is confidential and may contain privileged information. If you are not an intended recipient, please delete this email and notify us immediately. Any unauthorized use or disclosure is prohibited.

**This is Exhibit “B” referred to in the Affidavit
of Kira Lyseng, sworn before me this 21st
day of March 2024**

DocuSigned by:
Rohan Gupta

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

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Kira Lyseng

From: Kira Lyseng
Sent: Tuesday, March 12, 2024 3:22 PM
To: jk@griffon-partners.com; rvandemosselaer@osler.com
Cc: Matti Lemmens; Jakub Maslowski; Martina Coopsammy
Subject: GPOC/Spicelo/Tamarack - Marshalling Application - Court File No. 2401-01422
Attachments: 2024-03-12 Letter to the J. Klesch re enclosing notice of appointment for questioning(118881715.3).pdf

Tracking:	Recipient	Delivery	Read
	jk@griffon-partners.com		
	rvandemosselaer@osler.com		
	Matti Lemmens	Delivered: 3/12/2024 3:22 PM	Read: 3/12/2024 5:57 PM
	Jakub Maslowski	Delivered: 3/12/2024 3:22 PM	Read: 3/12/2024 3:39 PM
	Martina Coopsammy	Delivered: 3/12/2024 3:22 PM	
	Tamarack Valley Energy Ltd_ _ Griffon Partners Viking Asset Disposition _1366031015_ _Correspondence _ Email _1366031015_		

Good afternoon:

Please see the enclosed correspondence sent on behalf of Matti Lemmens.

Sincerely,

Kira Lyseng
Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470
Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).

DS
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Stikeman Elliott

Matti Lemmens
Direct: (403) 266 9064
mlemmens@stikeman.com

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Main: 403 266 9000
Fax: 403 266 9034
www.stikeman.com

March 12, 2024
File No.: 136603.1015

By Courier and Email
jk@griffon-partners.com

Jonathan Klesch
c/o Greenfire Resources Ltd.
1900 – 205 5th Avenue SW
Calgary, AB T2P 2V7

By Email
rvandemosselaer@osler.com

Osler, Hoskin & Harcourt LLP
Suite 2700, Brookfield Place
225 – 6th Avenue S.W.
Calgary, AB T2P 1N2

Attention: Mr. Jonathan Klesch

Attention: Randal Van de Mosselaer

**Re: IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, as amended**

**AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL MANAGEMENT
LTD., STELLION LIMITED, 2437801 ALBERTA LTD., 2437799 ALBERTA
LTD., 2437815 ALBERTA LTD., and SPICELO LIMITED**

Court File No. 2401-01422

As counsel to Tamarack Valley Energy Ltd. ("TVE"), please see the following enclosed documents for service upon you:

1. Notice of Appointment of Jonathan Klesch pursuant to Rule 6.8 of the Alberta *Rules of Court*; and
2. Application by TVE to be heard on March 26, 2024, by the Honourable Justice Gill filed on March 12, 2024.

As per the Notice, questioning will take place on Monday, March 18, 2024, at 9:00 AM via Webex. A cheque enclosing the \$50.00 conduct money is enclosed herewith.

Should you have any questions or require anything further, please contact the undersigned.

Yours truly,

STIKEMAN ELLIOT LLP



Matti Lemmens
Partner

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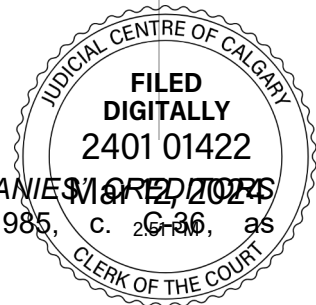
COURT FILE NUMBERS 2401-01422

Clerk's stamp

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

MATTERS IN THE MATTER OF THE COMPANIES AND COMPROMISE OR
 ARRANGEMENT ACT, R.S.C. 1985, c. 2 (s. 36), as
 amended



AND IN THE MATTER OF THE COMPROMISE OR
 ARRANGEMENT OF GRIFFON PARTNERS
 OPERATION CORPORATION, GRIFFON PARTNERS
 HOLDING CORPORATION, GRIFFON PARTNERS
 CAPITAL MANAGEMENT LTD., STELLION LIMITED,
 2437801 ALBERTA LTD., 2437799 ALBERTA LTD.,
 2437815 ALBERTA LTD., and SPICELO LIMITED

DOCUMENT APPLICATION BY TAMARACK VALLEY ENERGY LTD.

ADDRESS FOR SERVICE AND
 CONTACT INFORMATION OF
 PARTY FILING THIS
 DOCUMENT

STIKEMAN ELLIOTT LLP
 Barristers & Solicitors
 4200 Bankers Hall West
 888-3rd Street SW
 Calgary, AB T2P 5C5

Matti Lemmens
 Tel: (403) 266 9064
 Fax: (403) 266 9034

Counsel for Tamarack Valley Energy Ltd.

File No.: 136603.1015

NOTICE TO THE RESPONDENTS

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

You have the right to state your side of this matter before the Court.

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

Date March 26, 2024
 Time 2:00 p.m.
 Where Edmonton Law Courts
 Before Whom: The Honourable Justice J.J. Gill

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

Remedy claimed or sought:

1. The applicant, Tamarack Valley Energy Ltd. ("**TVE**"), respectfully seeks an Order substantially in the form attached hereto as Schedule "**A**":

- a. abridging the time for service of notice of this Application (if necessary), deeming service of notice of this Application to be good and sufficient, and declaring that there is no other person who ought to have been served with notice of this Application;
- b. abridging the time for service of notice of any Notices of Appointment for Questioning served under Rule 6.8 of the Alberta *Rules of Court* (if necessary), and deeming service of any such Notices of Appointment to be good and sufficient;
- c. directing that pursuant to the doctrine of marshalling, Signal Alpha C4 Limited and Trafigura Canada Ltd. (collectively, the "**Lenders**"), are required to realize upon the Share Pledge (as defined below) provided by Spicelo Limited ("**Spicelo**") in satisfaction of the debt owing by Griffon Partners Operation Corp. ("**GPOC**") in priority to the proceeds from the SISP (as defined below);
- d. declaring that Spicelo is not entitled to subrogate to the Lenders' security position as against GPOC in priority to TVE; and
- e. such further and other relief as counsel may request and this Honourable Court deem just.

Grounds for making this application:

Priority of Secured Interests of the Lenders and TVE

2. On July 21, 2022, Griffon Partners Operation Corp. ("**GPOC**") purchased certain oil and gas assets located in Alberta and Saskatchewan from TVE for CAD\$70 million (the "**TVE Transaction**").

3. To finance the TVE Transaction, GPOC entered into a Loan Agreement with the Lenders dated July 21, 2022, and amended as of August 31, 2022 (collectively, the "**Loan Agreement**"), whereby the Lenders agreed to advance USD\$35,869,565.21.

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4. Pursuant to the Loan Agreement, the Lenders are GPOC's senior secured creditors with a security interest in all of GPOC's present and future real and personal property.

5. As security for payment of performance of GPOC's obligations under the Loan Agreement, Spicelo and the Lenders entered into a Limited Recourse Guarantee and Securities Pledge Agreement dated July 21, 2022 (the "**Share Pledge**"), pursuant to which Spicelo pledged all of the common shares it holds in Greenfire Resources Ltd. as collateral (the "**Pledged Shares**").

6. Under the terms of the Share Pledge, in the event of a default by GPOC of the Loan Agreement, *inter alia*:

- a. Spicelo is absolutely and unconditionally liable to the Lenders for GPOC's obligations under the Loan Agreement as primary obligor; and
- b. the Lenders are entitled to realize upon the Pledged Shares by sale, transfer, delivery or the appointment of a receiver over the Pledged Shares.

7. The TVE Transaction was also financed by TVE pursuant to a Subordinated Secured Promissory Note in the amount of \$20 million plus interest granted by GPOC in favour of TVE (the "**Promissory Note**"), pursuant to which TVE has a second priority security interest in all of GPOC's present or after-acquired property, subordinate only to the security interests in same granted to the Lenders.

GPOC Insolvency Proceedings

8. Within four months of entering into the Loan Agreement, GPOC defaulted on same.

9. On August 16, 2023, the Lenders issued Demands for Payment and Notices of Intention to Enforce Security pursuant to section 244 of *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the "**BIA**") to GPOC, Spicelo, and all other debtors and guarantors in these proceedings (Griffon Partners Holding Corporation, Griffon Partners Capital Management Ltd., Stellion Limited, 2437801 Alberta Ltd., 2437799 Alberta Ltd., 2437815 Alberta Ltd., collectively with GPOC and Spicelo, the "**Debtors**"), demanding payment for the full amount owing under the Loan Agreement by GPOC.

10. On August 25, 2023, the Debtors filed Notices of Intention to Make a Proposal under the BIA (the "**NOI Proceedings**").

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11. On October 18, 2023, an Order was granted by this Honourable Court approving a Sale and Investment Solicitation Process through which GPOC's assets were to be marketed and sold (the "**SISP**").

12. The SISP was extended on several occasions without a proposal being put to the Lenders and TVE prior to the expiry of the NOI Proceedings.

13. On February 7, 2024, the NOI Proceedings were continued in the within proceedings under the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, with a view of concluding the SISP and presenting a proposal to the Lenders and TVE.

Marshalling and Subrogation

14. The Lenders are presently owed in excess of CAD\$51 million by GPOC and have recourse to recover this debt from two sources: the proceeds from the sale of GPOC's assets under the SISP, and/or by realizing upon Spicelo's Pledged Shares.

15. TVE is owed in excess of CAD\$23 million by GPOC under the Promissory Note. TVE is not a party to any share pledge agreement with Spicelo and does not have any recourse for recovery of amounts owing by GPOC against Spicelo or any other of the Debtors.

16. As such, TVE's sole source of recovery of the amount owing by GPOC under the Promissory Note is from the proceeds of the SISP.

17. The SISP is nearing its conclusion and the proceeds from same will be insufficient satisfy the amount owing to the Lenders. As such, it is highly probable that there will be no funds available to TVE in the event the Lenders exercise their first priority security and realize upon all of the proceeds from the SISP.

18. TVE submits that, pursuant to the equitable doctrine of marshalling, the Lenders must first realize upon the Pledged Shares in full under the Share Pledge prior to any outstanding balance owing by GPOC from the SISP, as this would allow TVE to recover some portion of the amount owing by GPOC under the Promissory Note.

19. TVE further submits that under the terms of the Share Pledge and at equity, Spicelo does not have a right to subrogate to the Lenders' security position as against GPOC in priority to TVE.

Material or evidence to be relied on:

20. The pleadings filed in the within Action;

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21. The pleadings filed in Court of King's Bench File Numbers 25-2979735 and B201-979735;
22. Such further and other material as counsel may rely upon and this Court may permit.

Applicable rules:

23. Parts 1 and 6, Rules 1.3, 1.4 of the *Alberta Rules of Court*, Alta Reg 124/2010.
24. Such further and other rules as counsel may advise and this Honourable Court may rely upon.

Applicable Acts and regulations:

25. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended.
26. *Judicature Act*, RSA 2000, c J-2, as amended.
27. *Statute of Elizabeth*, 1571 (UK) 13 Eliz, c 5.
28. *Fraudulent Preferences Act*, RSA 2000, c F-24, as amended.
29. Such further and other Acts and regulations as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

30. None.

How the application is proposed to be heard or considered:

31. By WebEx, before the Honourable Justice J.J. Gill at the Edmonton Law Courts at 2:00 p.m. on March 26, 2024 or so soon thereafter as counsel may be heard.

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 at the 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.

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Schedule "A"

COURT FILE NUMBERS 2401-01422

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

MATTERS IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON PARTNERS HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL MANAGEMENT LTD., STELLION LIMITED, 2437801 ALBERTA LTD., 2437799 ALBERTA LTD., 2437815 ALBERTA LTD., and SPICELO LIMITED

DOCUMENT

ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
4200 Bankers Hall West
888-3rd Street SW
Calgary, AB T2P 5C5

Matti Lemmens
Tel: (403) 266 9064
Fax: (403) 266 9034

Counsel for Tamarack Valley Energy Ltd.

File No.: 136603.1015

DATE ON WHICH ORDER WAS PRONOUNCED: March 26, 2024

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

JUSTICE WHO MADE THIS ORDER: The Honourable Justice J.J. Gill

UPON THE APPLICATION of Tamarack Valley Energy Ltd. ("**TVE**"); **AND UPON** noting that the proceeds from GPOC's sale and investment solicitation process ("**SISP**") will be insufficient to pay the amounts owing to the Secured Creditors by GPOC (the "**SISP Proceeds**"); **AND UPON** noting that the Lenders have recourse to recover the amounts

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owing by GPOC from the SISP Proceeds and by realizing upon shares of Greenfire Resources Ltd. pledged by Spicelo (the **"Pledged Shares"**) pursuant to a Limited Recourse Guarantee and Securities Pledge Agreement dated July 21, 2022 (the **"Share Pledge"**); **AND UPON** noting that TVE, as the second subordinated debtor has recourse only against the SISP Proceeds for amounts owing by GPOC; **AND UPON** reading the Bench Brief of TVE; **AND UPON** reading the Bench Brief of Trafigura Canada Limited and Signal Alpha C4 Limited (the **"Lenders"** and with TVE, the **"Secured Creditors"**); **AND UPON** reading the Bench Brief of Griffon Partners Operation Corporation (**"GPOC"**) and Spicelo Limited (**"Spicelo"**); **AND UPON** hearing submissions by counsel for the Secured Creditors, GPOC and Spicelo;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the notice of application for this order (the **"Order"**) is hereby abridged and deemed good and sufficient and this application is properly returnable today.
2. The time for service for any notices for appointment for questioning under Rule 6.8 of the *Alberta Rules of Court* are hereby abridged and deemed good and sufficient and this application is properly returnable today.

MARSHALLING AND SUBROGATION

3. The Lenders shall realize upon all of the Pledged Shares in accordance with the Share Pledge in satisfaction of debt owing by GPOC to the Lenders prior to realizing upon any of the SISP Proceeds.
4. TVE shall be entitled to any remaining SISP Proceeds following the Lenders' realization as set forth in paragraph 3 above, subject only to any administration charges or other charges ranking in priority to the Lenders' senior secured position.

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RG
Initial2

5. Spicelo shall not advance any subrogated claim against GPOC for the recovery from the SISP Proceeds the value of the Pledged Shares or any other amount paid or transferred to the Lenders under the Share Pledge.

Justice of the Court of King's Bench of Alberta

DS
Initial1

DS
Initial2

Form 29
[Rules 5.21 and 6.15]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, as amended

Clerk's Stamp

AND IN THE MATTER OF THE
COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION
CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON
PARTNERS CAPITAL MANAGEMENT
LTD., STELLION LIMITED, 2437801
ALBERTA LTD., 2437799 ALBERTA LTD.,
2437815 ALBERTA LTD., and SPICELO
LIMITED

DOCUMENT **NOTICE OF APPOINTMENT FOR
QUESTIONING FOR JONATHAN KLESCH**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Attention: Matti Lemmens
M: (403) 266 9064
F: (403) 266 9034
E: mlemmens@stikeman.com

TO: Jonathan Klesch

Pursuant to Rule 6.8 of the *Alberta Rules of Court*, this notice requires you to attend for questioning.

NOTICE TO PERSON REQUIRED TO ATTEND APPOINTMENT FOR QUESTIONING

You must attend at the date, time and place and for the period specified below:

DS
Initial1

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Initial2

DATE: March 18, 2024
TIME: 9:00 a.m.
WHERE: Via WebEx (details to follow)
PERIOD OF ATTENDANCE: 9:00 a.m. – 1:00 p.m.

You must notify the questioning party prior to the date of the appointment regarding any arrangements that are necessary to accommodate your reasonable needs. The questioning party must, to the extent reasonably possible, make arrangements to accommodate those reasonable needs that you identify.

You must also bring any records described below.

☐ **You are not required to bring any records.**

or

☒ **You must also bring the following records:**

1. Copies of all constating and corporate records of Spicelo Limited ("**Spicelo**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, trust documents, and any documents or forms submitted to the United States Securities and Exchange Commission;
2. Copies of all contracts, agreements, share certificates, proof of payment and any correspondence between Spicelo, Mr. Klesch and Greenfire Resources Inc. ("**Greenfire**") regarding Spicelo's acquisition of shares in Greenfire;
3. Copies of all constating and corporate records of Griffon Partners Operation Corp. ("**GPOC**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, or trust documents;
4. Copies of all correspondence between Spicelo and/or Mr. Klesch and Trafigura Canada Limited, Signal Alpha C4 Limited, GLAS USA LLC or GLAS Americas LLC (collectively, the "**Lenders**") regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Limited Recourse Guarantee and Securities Pledge Agreement dated July 21, 2022 between the Lenders and Spicelo (the "**Share Pledge**");
5. Copies of any internal correspondence, memoranda, reports or other records prepared by Spicelo regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Share Pledge;

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6. Copies of all correspondence between GPOC and/or Mr. Klesch and the Lenders regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement dated July 21, 2022, and as amended as of August 31, 2022 between the Lenders and GPOC (the "**Loan Agreement**");
7. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement;
8. Copies of all correspondence between GPOC and/or Mr. Klesch and Tamarack Valley Energy Ltd. ("**TVE**") regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Subordinated Secured Promissory Note dated July 21, 2022 between GPOC and TVE (the "**Promissory Note**");
9. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note;
10. Copies of all correspondence between GPOC and/or Mr. Klesch and any third parties regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note; and
11. Any other documents that relate to the subject matter of this proceeding.

An allowance that is required to be paid to you for attending as a witness accompanies this notice.

The allowance is calculated as follows:

Allowance payable for each day or part of a day necessarily spent by you as a witness:	\$50.00
Meals	N/A
Accommodation	N/A
Transportation	N/A
TOTAL	\$50.00

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WARNING

The Court may order a person to attend for questioning, at a date, time and place specified by the Court, if the person

- (a) is required to be questioned under the *Alberta Rules of Court*,
- (b) was served with a notice of appointment for questioning under the *Alberta Rules of Court*,
- (c) was provided with an allowance, determined in accordance with Schedule B [Court Fees and Witness and Other Allowances] of the *Alberta Rules of Court*, if so required by the *Alberta Rules of Court*, and
- (d) did not attend the appointment.

The Court may order the person to be questioned to bring records to the questioning that the person could be required to produce at trial.

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CANADIAN IMPERIAL BANK OF COMMERCE
CIBC PLACE - MAIN BRANCH
309-8TH AVENUE SW
CALGARY, AB T2P 1C6

Stikeman Elliott

CALGARY, CANADA

48346

03122024

Date MMDDYYYY

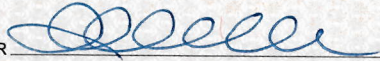
*****Fifty and 00/100 \$ ***50.00

PAY TO THE ORDER OF

JONATHAN KLESCH

Stikeman Elliott LLP - GENERAL ACCOUNT

PER



⑈048346⑈ ⑆00009⑈010⑆ 87⑈05615⑈

Payee: JONATHAN KLESCH

Bank

Check #: 48346

Vendor ID: 46839

CIBC - CIBC Place - Calgary - Canadian

Check Date: Mar 12/24

Inv #	Inv Date	Invoice Narrative	Amount	Inv Total
12-MAR-2024	Mar 12/24	Payment of notice of appointment for questioning allowance	50.00	50.00
		136603 1015 0076		
Invoice Totals:			\$50.00	\$50.00

NOT NEGOTIABLE
NON NÉGOCIABLE

NOT NEGOTIABLE
NON NÉGOCIABLE

NOT NEGOTIABLE
NON NÉGOCIABLE

NOT NEGOTIABLE
NON NÉGOCIABLE

DS
kl
Initial1

DS
RG
Initial2

Kira Lyseng

From: Microsoft Outlook
To: jk@griffon-partners.com; rvandemosselaer@osler.com
Sent: Tuesday, March 12, 2024 3:22 PM
Subject: Relayed: GPOC/Spicelo/Tamarack - Marshalling Application - Court File No. 2401-01422

Delivery to these recipients or groups is complete, but no delivery notification was sent by the destination server:

jk@griffon-partners.com (jk@griffon-partners.com)

rvandemosselaer@osler.com (rvandemosselaer@osler.com)

Subject: GPOC/Spicelo/Tamarack - Marshalling Application - Court File No. 2401-01422



/Spicelo/Tam
- Marsha...

**This is Exhibit "C" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A866E79ACF084E2

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Kira Lyseng

From: Richard Tanedo
Sent: Tuesday, March 12, 2024 3:55 PM
To: Kira Lyseng
Subject: FW: Delivery confirmation for job 14651333

All the best,

Richard Tanedo
Office Services Clerk

Direct: +1 403 781 9175
Email: rtanedo@stikeman.com

From: Notification <notification@directitgroup.ca>
Sent: Tuesday, March 12, 2024 3:27 PM
To: Cal Services <CalServices@stikeman.com>
Subject: Delivery confirmation for job 14651333



Delivery Confirmation

Package Type	Envelope	Quantity	1 piece
<div><div>START</div><div>STIKEMAN ELLIOTT LLP</div><div>4200, 888 3 St SW</div></div>		<div><div>END</div><div>Greenfire Resources</div><div>1900, 205 5 Avenue SW</div></div>	
<="">			
Reference		136603-1015 Lemmens	

Delivered at

2024-03-12 - 15:26
Mountain Standard Time

Signed By

Lillian

see tracking link for up-to-date information and
any media attachments

TRACK ORDER
TR8586114651333



Direct It Group of companies. Please do not reply to this email.
Email inquiries can be sent to csr@directitgroup.ca



DS
Initial1

DS
Initial2

**This is Exhibit "D" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A366E79ACF084E4

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Government of Alberta

■

Corporation/Non-Profit Search

Corporate Registration System

Date of Search:2024/02/13

Time of Search:08:01 AM

Search provided by:STIKEMAN ELLIOTT

Service Request Number:41465909

Customer Reference Number:133603.1015

Corporate Access Number:2024778934

Business Number:785441817

Legal Entity Name:GREENFIRE RESOURCES LTD.

Legal Entity Status:Active

Alberta Corporation Type:Named Alberta Corporation

Registration Date:2022/12/09 YYYY/MM/DD

Registered Office:

Street:2400, 525 8 AVENUE SW

City:CALGARY

Province:ALBERTA

Postal Code:T2P1G1

Records Address:

Street:2400, 525 8 AVENUE SW

City:CALGARY

Province:ALBERTA

Postal Code:T2P1G1

Email Address:CORES@BDPLAW.COM

Primary Agent for Service:

Last Name	First Name	Middle Name	Firm Name	Street	City	Province	Postal Code	Email
BROWN	TED		BURNET, DUCKWORTH & PALMER LLP	2400, 525 8TH AVE. S.W.	CALGARY	ALBERTA	T2P1G1	CORES@BDPLAW.COM

Directors:

DS

Initial1

DS

Initial2

Last Name: AYLESWORTH
First Name: WILLIAM
Middle Name: DEREK
Street/Box Number: 1900 - 205 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P2V7

Last Name: KLESCH
First Name: JONATHAN
Street/Box Number: 1900 - 205 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P2V7

Last Name: LOGAN
First Name: ROBERT
Street/Box Number: 1900 - 205 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P2V7

Last Name: MCINTYRE
First Name: JULIAN
Street/Box Number: 1900 - 205 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P2V7

Last Name: PERKAL
First Name: MATTHEW
Street/Box Number: 399 PARK AVENUE
City: NEW YORK
Province: NEW YORK
Postal Code: 10022

Last Name: SIVA
First Name: VENKAT
Street/Box Number: 1900 - 205 5TH AVENUE SW
City: CALGARY
Province: ALBERTA
Postal Code: T2P2V7

Details From Current Articles:

The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: SEE SCHEDULE "A" ATTACHED HERETO

Share Transfers Restrictions: NONE

Min Number Of Directors: 1

Max Number Of Directors: 13

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: SEE SCHEDULE "B" ATTACHED HERETO

Other Information:

Outstanding Returns:

Annual returns are outstanding for the 2023 file year(s).

Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2022/12/09	Incorporate Alberta Corporation
2022/12/09	Update Business Number Legal Entity
2023/09/19	Name/Structure Change Alberta Corporation
2023/09/20	Update Plan of Arrangement - No Amendment
2023/09/20	Change Director / Shareholder

Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
Share Structure	ELECTRONIC	2022/12/09
Other Rules or Provisions	ELECTRONIC	2022/12/09
Other Rules or Provisions	ELECTRONIC	2023/09/19
Articles/Plan of Arrangement/Court Order	10000607128321956	2023/09/20

The Registrar of Corporations certifies that, as of the date of this search, the above information is an accurate reproduction of data contained in the official public records of Corporate Registry.

DS

Initial1

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Initial2



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Initial1

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**This is Exhibit "E" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

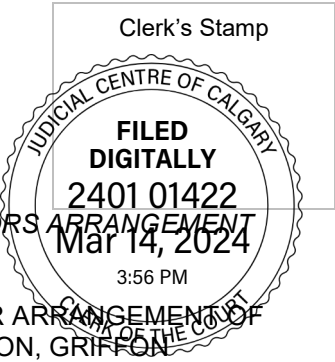
DS
KL
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CERTIFIED *E. Wheaton*
by the Court Clerk as a true copy of the
document digitally filed on Mar 14, 2024

Form 7
[Rule 3.8]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT
ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON
PARTNERS HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL
MANAGEMENT LTD., STELLION LIMITED, 2437801 ALBERTA LTD.,
2437799 ALBERTA LTD., 2437815 ALBERTA LTD., and SPICELO
LIMITED

APPLICANT TAMARACK VALLEY ENERGY LTD.
DOCUMENT ORDER
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT STIKEMAN ELLIOTT LLP
Barristers & Solicitors
4300 Bankers Hall West,
888-3rd Street S.W.,
Calgary, Canada T2P 5C5
Matti Lemmens
Lawyer for the Applicant, Tamarack Valley Energy Ltd.

DATE ON WHICH ORDER WAS PRONOUNCED: March 14, 2024

NAME OF APPLICATIONS JUDGE WHO MADE THIS ORDER: J. Farrington


LOCATION WHERE ORDER WAS PRONOUNCED: Calgary


UPON THE WITHOUT NOTICE DESK APPLICATION of The Applicant, Tamarack Valley Energy Ltd. ("TVE"); AND UPON having read the Affidavit of Kira Lyseng in support; AND UPON being satisfied that the alternative method of service via email set out in this Order is likely to bring the Notice of Appointment for Questioning under Rule 6.8 of the Alberta Rules of Court to the attention of Jonathan Klesch;

IT IS HEREBY ORDERED AND DECLARED THAT:

DS
Initial1

DS
Initial2

1. TVE is granted leave to serve *ex juris* a copy of the Notice for Appointment for Questioning of Jonathan Klesch under Rule 6.8 of the Alberta *Rules of Court* (the “**Notice of Appointment**”), together with a copy of this Order, upon Mr. Klesch by registered mail or courier at Marylebone Road, Harley House, Penthouse 1, NW15HE, London, United Kingdom (the “**London Address**”);
2. TVE is granted leave to substitutionally serve Mr. Klesch with the Notice of Appointment and this Order by registered mail or courier at the London Address and via email at jk@griffon-partners.com (the “**Klesch Email Address**”);
3. Service by the methods set forth in paragraphs 1 and 2 above shall be deemed to be good and sufficient on the date on which Mr. Klesch receives the Notice of Appointment and this Order;
4. Upon TVE effecting service on Mr. Klesch of the Notice of Appointment and this Order via courier or registered mail at the London Address and by email at the Klesch Email Address, TVE may serve Mr. Klesch with any other documents in or relating to the Action No. 2401-01422 by courier or registered mail at the London Address or by email at the Klesch Email Address, and all such documents shall be deemed received by Mr. Klesch on the date service is ~~affected~~ received. 



Application Judge of the Court of King's Bench

DS

Initial1

DS

Initial2

**This is Exhibit "F" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A866E79ACF084E4

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Kira Lyseng

From: Kira Lyseng
Sent: Thursday, March 14, 2024 4:57 PM
To: Jonathan Klesch; rvandemosselaer@osler.com
Cc: Matti Lemmens; Jakub Maslowski; Martina Coopsammy
Subject: GPOC/Spicelo/Tamarack - Notice of Questioning - Court File No. 2401-01422
Attachments: 2024-03-14 Letter to the J. Klesch re enclosing notice of appointment for questioning(118907319.2).pdf; Notice of Appointment for Questioning of J. Klesch(118877229.2).pdf; 2401-01422-Filed-2024-03-14-Order-Service-of-Documents.pdf

Good afternoon:

Please see the enclosed correspondence and attachments sent on behalf of Matti Lemmens.

If you have any questions, or concerns, please contact our office.

Sincerely,

Kira Lyseng
Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470
Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).

Stikeman Elliott

Matti Lemmens
Direct: (403) 266 9064
mlemmens@stikeman.com

March 14, 2024
File No.: 136603.1015

By Email

jk@griffon-partners.com

Jonathan Klesch

Marylebone Road, Harley House,
Penthouse 1, NW15HE,
London, United Kingdom

Attention: Mr. Jonathan Klesch

Re: **IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, as amended**

**AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL MANAGEMENT
LTD., STELLION LIMITED, 2437801 ALBERTA LTD., 2437799 ALBERTA
LTD., 2437815 ALBERTA LTD., and SPICELO LIMITED**

Court File No. 2401-01422

As counsel to Tamarack Valley Energy Ltd. ("TVE"), please see the following enclosed documents for service upon you:

1. Notice of Appointment of Jonathan Klesch pursuant to Rule 6.8 of the Alberta *Rules of Court* (the "Notice"); and
2. The order regarding service *ex juris* and substitutional service, filed March 14, 2024.

As per the Notice, questioning will take place on Monday, March 18, 2024, at 9:00 AM MST and 3:00 PM in London, England via Webex. Please use the following link to attend the questioning:

<https://proceedings.veritext.com/?token=651799583885660d00b91c04613deff5>

The attached will be served via courier tomorrow morning, March 15, 2024, along with a cheque enclosing the \$50.00 conduct money owed as per the Notice.

Should you have any questions or require anything further, please contact the undersigned.

Yours truly,

STIKEMAN ELLIOT LLP

Matti Lemmens
Partner

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Main: 403 266 9000
Fax: 403 266 9034
www.stikeman.com

By Email

rvandemosselaer@osler.com

Osler, Hoskin & Harcourt LLP

Suite 2700, Brookfield Place
225 – 6th Avenue S.W.
Calgary, AB T2P 1N2

Attention: Randal Van de Mosselaer

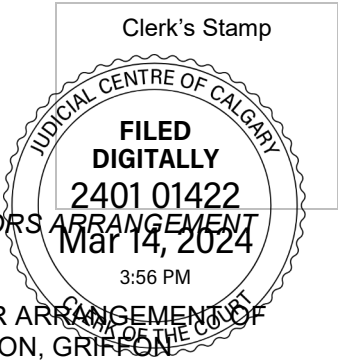
DS
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CERTIFIED *E. Wheaton*
by the Court Clerk as a true copy of the
document digitally filed on Mar 14, 2024

Form 7
[Rule 3.8]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING’S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE COMPANIES’ CREDITORS ARRANGEMENT
ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON
PARTNERS HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL
MANAGEMENT LTD., STELLION LIMITED, 2437801 ALBERTA LTD.,
2437799 ALBERTA LTD., 2437815 ALBERTA LTD., and SPICELO
LIMITED

APPLICANT TAMARACK VALLEY ENERGY LTD.
DOCUMENT ORDER
ADDRESS FOR SERVICE STIKEMAN ELLIOTT LLP
AND CONTACT Barristers & Solicitors
INFORMATION OF 4300 Bankers Hall West,
PARTY FILING THIS 888-3rd Street S.W.,
DOCUMENT Calgary, Canada T2P 5C5

Matti Lemmens

Lawyer for the Applicant, Tamarack Valley Energy Ltd.

DATE ON WHICH ORDER WAS PRONOUNCED: March 14, 2024

NAME OF APPLICATIONS JUDGE WHO MADE THIS ORDER: J. Farrington


LOCATION WHERE ORDER WAS PRONOUNCED: Calgary


UPON THE WITHOUT NOTICE DESK APPLICATION of The Applicant, Tamarack Valley Energy Ltd.
("TVE"); AND UPON having read the Affidavit of Kira Lyseng in support; AND UPON being satisfied that
the alternative method of service via email set out in this Order is likely to bring the Notice of Appointment
for Questioning under Rule 6.8 of the Alberta Rules of Court to the attention of Jonathan Klesch;

IT IS HEREBY ORDERED AND DECLARED THAT:

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1. TVE is granted leave to serve *ex juris* a copy of the Notice for Appointment for Questioning of Jonathan Klesch under Rule 6.8 of the Alberta *Rules of Court* (the “**Notice of Appointment**”), together with a copy of this Order, upon Mr. Klesch by registered mail or courier at Marylebone Road, Harley House, Penthouse 1, NW15HE, London, United Kingdom (the “**London Address**”);
2. TVE is granted leave to substitutionally serve Mr. Klesch with the Notice of Appointment and this Order by registered mail or courier at the London Address and via email at jk@griffon-partners.com (the “**Klesch Email Address**”);
3. Service by the methods set forth in paragraphs 1 and 2 above shall be deemed to be good and sufficient on the date on which Mr. Klesch receives the Notice of Appointment and this Order;
4. Upon TVE effecting service on Mr. Klesch of the Notice of Appointment and this Order via courier or registered mail at the London Address and by email at the Klesch Email Address, TVE may serve Mr. Klesch with any other documents in or relating to the Action No. 2401-01422 by courier or registered mail at the London Address or by email at the Klesch Email Address, and all such documents shall be deemed received by Mr. Klesch on the date service is ~~affected~~ received. 



Application Judge of the Court of King's Bench

DS

Initial1

DS

Initial2

Form 29
[Rules 5.21 and 6.15]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, as amended

Clerk's Stamp

AND IN THE MATTER OF THE
COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION
CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON
PARTNERS CAPITAL MANAGEMENT
LTD., STELLION LIMITED, 2437801
ALBERTA LTD., 2437799 ALBERTA LTD.,
2437815 ALBERTA LTD., and SPICELO
LIMITED

DOCUMENT **NOTICE OF APPOINTMENT FOR
QUESTIONING FOR JONATHAN KLESCH**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Attention: Matti Lemmens
M: (403) 266 9064
F: (403) 266 9034
E: mlemmens@stikeman.com

TO: Jonathan Klesch

Pursuant to Rule 6.8 of the *Alberta Rules of Court*, this notice requires you to attend for questioning.

NOTICE TO PERSON REQUIRED TO ATTEND APPOINTMENT FOR QUESTIONING

You must attend at the date, time and place and for the period specified below:

DS
Initial1

DS
Initial2

DATE: March 18, 2024
TIME: 9:00 a.m.
WHERE: Via WebEx (details to follow)
PERIOD OF ATTENDANCE: 9:00 a.m. – 1:00 p.m.

You must notify the questioning party prior to the date of the appointment regarding any arrangements that are necessary to accommodate your reasonable needs. The questioning party must, to the extent reasonably possible, make arrangements to accommodate those reasonable needs that you identify.

You must also bring any records described below.

☐ **You are not required to bring any records.**

or

☒ **You must also bring the following records:**

1. Copies of all constating and corporate records of Spicelo Limited ("**Spicelo**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, trust documents, and any documents or forms submitted to the United States Securities and Exchange Commission;
2. Copies of all contracts, agreements, share certificates, proof of payment and any correspondence between Spicelo, Mr. Klesch and Greenfire Resources Inc. ("**Greenfire**") regarding Spicelo's acquisition of shares in Greenfire;
3. Copies of all constating and corporate records of Griffon Partners Operation Corp. ("**GPOC**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, or trust documents;
4. Copies of all correspondence between Spicelo and/or Mr. Klesch and Trafigura Canada Limited, Signal Alpha C4 Limited, GLAS USA LLC or GLAS Americas LLC (collectively, the "**Lenders**") regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Limited Recourse Guarantee and Securities Pledge Agreement dated July 21, 2022 between the Lenders and Spicelo (the "**Share Pledge**");
5. Copies of any internal correspondence, memoranda, reports or other records prepared by Spicelo regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Share Pledge;

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6. Copies of all correspondence between GPOC and/or Mr. Klesch and the Lenders regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement dated July 21, 2022, and as amended as of August 31, 2022 between the Lenders and GPOC (the “**Loan Agreement**”);
7. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement;
8. Copies of all correspondence between GPOC and/or Mr. Klesch and Tamarack Valley Energy Ltd. (“**TVE**”) regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Subordinated Secured Promissory Note dated July 21, 2022 between GPOC and TVE (the “**Promissory Note**”);
9. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note;
10. Copies of all correspondence between GPOC and/or Mr. Klesch and any third parties regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note; and
11. Any other documents that relate to the subject matter of this proceeding.

An allowance that is required to be paid to you for attending as a witness accompanies this notice.

The allowance is calculated as follows:

Allowance payable for each day or part of a day necessarily spent by you as a witness:	\$50.00
Meals	N/A
Accommodation	N/A
Transportation	N/A
TOTAL	\$50.00

DS
Initial1

DS
Initial2

WARNING

The Court may order a person to attend for questioning, at a date, time and place specified by the Court, if the person

- (a) is required to be questioned under the *Alberta Rules of Court*,
- (b) was served with a notice of appointment for questioning under the *Alberta Rules of Court*,
- (c) was provided with an allowance, determined in accordance with Schedule B [Court Fees and Witness and Other Allowances] of the *Alberta Rules of Court*, if so required by the *Alberta Rules of Court*, and
- (d) did not attend the appointment.

The Court may order the person to be questioned to bring records to the questioning that the person could be required to produce at trial.

DS
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DS
Initial2

**This is Exhibit "G" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A866E79ACF084E4

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Kira Lyseng

From: Matti Lemmens
Sent: Sunday, March 17, 2024 10:05 PM
To: Jonathan Klesch
Cc: Van de Mosselaer, Randal; Jakub Maslowski; Kira Lyseng
Subject: Re:

Dear Mr. Klesch,

We have an order for substitutional service to serve you via email. We also served the conduct money on an address you use in London, England. If you wish to receive the conduct money in another manner, we can make alternate arrangements.

Although the Rules of Court stipulate five days' notice, we can abridge time for service during the hearing of the Application. Should you not attend the Questioning scheduled for tomorrow due to a technical matter such as wanting five days' notice, we can arrange for the court reporter who transcribes the Questioning to be available on March 21 instead. Please advise of your preference to have the Questioning tomorrow or on March 21.

If you do not appear for either time, we will seek instructions to either not proceed with the Application until such time as we can obtain your evidence or we will ask for the Court to draw an adverse inference in respect of your refusal to attend Questioning. This is no fishing expedition.

Thank you,
Matti

From: Jonathan Klesch <jk@griffon-partners.com>
Sent: Sunday, March 17, 2024 8:58:51 PM
To: Matti Lemmens <MLemmens@stikeman.com>
Cc: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Subject:

Ms. Lemmens,

I am in receipt of the attached Notice of Appointment for Questioning which you emailed to me, for the Questioning you scheduled for 9:00 a.m. (presumably Calgary time) on March 18, 2024.

Please be advised that I will not be attending this Questioning.

I understand that this Notice of Questioning is deficient for a number of reasons, including:

1. It was sent by your office at 4:57 p.m. MDT on March 14, 2024. Even if it was received by me on March 14, 2024 (and it was not) that is only 4 days before the scheduled examination date. As I am sure you are aware, the Rule 6.16(2) of the Alberta Rules of Court says that: "The notice of appointment for questioning must be served 5 days or more before the appointment date." This was not done.
2. This is made worse by the fact that I live and work in Europe and Asia, and accordingly this Notice of Appointment was not actually received by me until March 15, 2024. In fact, when I received this Notice by email I was in Almaty (Kazakhstan), so I did not receive it until March 15, 2024.

3. In addition, I have not received the required conduct money, which you indicated in your letter was being couriered to London, England. I do not reside in London and have not received any conduct money.

In any case, the scope of the Notice makes clear that you are treating this as a discovery exercise, or “fishing expedition”, which is not permitted under R.6.8.




Finally, please note that I do not have counsel acting for me personally. As you know, Osler, Hoskin & Harcourt LLP (who I have copied on this email) are representing Spicelo Limited, Stellion Limited, and the Griffon Partners entities, but Osler does not act for me personally.

Accordingly, I wanted to alert you to the deficiencies in your Notice of Questioning and give you the courtesy of letting you know that for these reasons I will not be attending the proposed Questioning on March 18.

Regards,

Jonathan Klesch

Jonathan Klesch

 +44 20 3988 0480
 www.griffon-partners.com
 17 Waterloo Place, London, SW1Y 4AR

GRIFFON PARTNERS

**This is Exhibit "H" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Kira Lyseng

From: Kira Lyseng
Sent: Monday, March 18, 2024 11:33 AM
To: Matti Lemmens; Jonathan Klesch
Cc: Van de Mosselaer, Randal; Jakub Maslowski
Subject: GPOC/Spicelo/Tamarack - Notice of Questioning - Court File No. 2401-01422
Attachments: 2024-03-18 Letter to J. Klesch re enclosing Amended notice of appointment for questioning(118927461.2).pdf; Amended Notice of Appointment for Questioning of J. Klesch(118926545.2).pdf; 2401-01422-Filed-2024-03-14-Order-Service-of-Documents.pdf; NON - APPEARANCCERTIFICATE.pdf

Good afternoon:

Please see the enclosed correspondence and attachments sent on behalf of Matti Lemmens.

If you have any questions, or concerns, please contact our office.

Sincerely,

Kira Lyseng

Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470

Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).

Stikeman Elliott

Matti Lemmens
Direct: (403) 266 9064
mlemmens@stikeman.com

March 18, 2024
File No.: 136603.1015

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Main: 403 266 9000
Fax: 403 266 9034
www.stikeman.com

By Email
jk@griffon-partners.com

Jonathan Klesch
Marylebone Road, Harley House,
Penthouse 1, NW15HE,
London, United Kingdom

By Email
rvandemosselaer@osler.com

Osler, Hoskin & Harcourt LLP
Suite 2700, Brookfield Place
225 – 6th Avenue S.W.
Calgary, AB T2P 1N2

Attention: Mr. Jonathan Klesch

Attention: Randal Van de Mosselaer

**Re: IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, as amended**

**AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF GRIFFON
PARTNERS OPERATION CORPORATION, GRIFFON PARTNERS HOLDING
CORPORATION, GRIFFON PARTNERS CAPITAL MANAGEMENT LTD.,
STELLION LIMITED, 2437801 ALBERTA LTD., 2437799 ALBERTA LTD., 2437815
ALBERTA LTD., and SPICELO LIMITED**

Court File No. 2401-01422

As counsel to Tamarack Valley Energy Ltd. ("**TVE**"), please see the following enclosed documents for service upon you:

1. Certificate of Non-Appearance with Respect to Examination for Questioning of you on March 18, 2024;
2. Amended Notice of Appointment of Jonathan Klesch pursuant to Rule 6.8 of the Alberta *Rules of Court* (the "**Amended Notice**");
3. The Order regarding service *ex juris* and substitutional service, filed March 14, 2024 (the "**Order**").

As per the Amended Notice, and in accordance with our email exchange on March 17, 2024, given your non-appearance for Questioning on today's date, Questioning will be scheduled again for Thursday, March 21, 2024, at 9:00 AM MST and 3:00 PM GMT via Webex. A link will be provided via email once we have received confirmation of same.

As stated on the Amended Notice, we have served the \$50.00 in accordance with the Order, however, if you would like to receive the conduct money in an alternative manner, please advise.

Should you have any questions or require anything further, please contact the undersigned.

Yours truly,

STIKEMAN ELLIOT LLP

Matti Lemmens
Partner

DS
Initial1

DS
Initial2

Form 29
[Rules 5.21 and 6.15]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

Clerk's Stamp

IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, as amended

AND IN THE MATTER OF THE
COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION
CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON
PARTNERS CAPITAL MANAGEMENT
LTD., STELLION LIMITED, 2437801
ALBERTA LTD., 2437799 ALBERTA LTD.,
2437815 ALBERTA LTD., and SPICELO
LIMITED

DOCUMENT **AMENDED NOTICE OF APPOINTMENT
FOR QUESTIONING FOR JONATHAN
KLESCH**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF **Stikeman Elliott LLP**
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

PARTY FILING THIS DOCUMENT **Attention: Matti Lemmens**
M: (403) 266 9064
F: (403) 266 9034
E: mlemmens@stikeman.com

TO: Jonathan Klesch

Pursuant to Rule 6.8 of the *Alberta Rules of Court*, this notice requires you to attend for questioning.

NOTICE TO PERSON REQUIRED TO ATTEND APPOINTMENT FOR QUESTIONING

You must attend at the date, time and place and for the period specified below:

DATE: March 21, 2024
TIME: 9:00 a.m.
WHERE: Via WebEx (details to follow)
PERIOD OF ATTENDANCE: 9:00 a.m. – 1:00 p.m.

You must notify the questioning party prior to the date of the appointment regarding any arrangements that are necessary to accommodate your reasonable needs. The questioning party must, to the extent reasonably possible, make arrangements to accommodate those reasonable needs that you identify.

You must also bring any records described below.

☐ **You are not required to bring any records.**

or

☒ **You must also bring the following records:**

1. Copies of all constating and corporate records of Spicelo Limited ("**Spicelo**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, trust documents, and any documents or forms submitted to the United States Securities and Exchange Commission;
2. Copies of all contracts, agreements, share certificates, proof of payment and any correspondence between Spicelo, Mr. Klesch and Greenfire Resources Inc. ("**Greenfire**") regarding Spicelo's acquisition of shares in Greenfire;
3. Copies of all constating and corporate records of Griffon Partners Operation Corp. ("**GPOC**"), including any and all articles of incorporation, bylaws, director resolutions, shareholder resolutions, meeting minutes, bank or financial statements, agreements, or trust documents;
4. Copies of all correspondence between Spicelo and/or Mr. Klesch and Trafigura Canada Limited, Signal Alpha C4 Limited, GLAS USA LLC or GLAS Americas LLC (collectively, the "**Lenders**") regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Limited Recourse Guarantee and Securities Pledge Agreement dated July 21, 2022 between the Lenders and Spicelo (the "**Share Pledge**");
5. Copies of any internal correspondence, memoranda, reports or other records prepared by Spicelo regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Share Pledge;

6. Copies of all correspondence between GPOC and/or Mr. Klesch and the Lenders regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement dated July 21, 2022, and as amended as of August 31, 2022 between the Lenders and GPOC (the "**Loan Agreement**");
7. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Loan Agreement;
8. Copies of all correspondence between GPOC and/or Mr. Klesch and Tamarack Valley Energy Ltd. ("**TVE**") regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Subordinated Secured Promissory Note dated July 21, 2022 between GPOC and TVE (the "**Promissory Note**");
9. Copies of any internal correspondence, memoranda, reports or other records prepared by GPOC regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note;
10. Copies of all correspondence between GPOC and/or Mr. Klesch and any third parties regarding or related to the negotiation, enforcement, renegotiation, revision, refinancing, forbearance or breach of the Promissory Note; and
11. Any other documents that relate to the subject matter of this proceeding.

An allowance that is required to be paid to you for attending as a witness has been provided to the following addresses already and can be paid to you via alternate means at your direction:

- Marylebone Road, Harley House, Penthouse 1, NW15HE, London, United Kingdom
- c/o Greenfire Resources Ltd., 1900 – 205 5th Avenue SW, Calgary, AB T2P 2V7

The allowance is calculated as follows:

Allowance payable for each day or part of a day necessarily spent by you as a witness:	\$50.00
Meals	N/A
Accommodation	N/A
Transportation	N/A
TOTAL	\$50.00

WARNING

The Court may order a person to attend for questioning, at a date, time and place specified by the Court, if the person

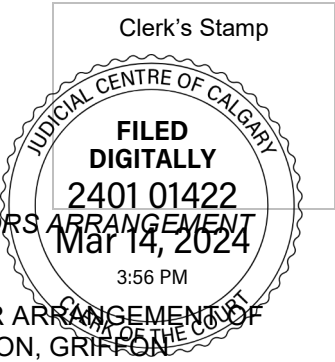
- (a) is required to be questioned under the *Alberta Rules of Court*,
- (b) was served with a notice of appointment for questioning under the *Alberta Rules of Court*,
- (c) was provided with an allowance, determined in accordance with Schedule B [Court Fees and Witness and Other Allowances] of the *Alberta Rules of Court*, if so required by the *Alberta Rules of Court*, and
- (d) did not attend the appointment.

The Court may order the person to be questioned to bring records to the questioning that the person could be required to produce at trial.

CERTIFIED *E. Wheaton*
by the Court Clerk as a true copy of the
document digitally filed on Mar 14, 2024

Form 7
[Rule 3.8]

COURT FILE NUMBER 2401-01422
COURT COURT OF KING’S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY



IN THE MATTER OF THE COMPANIES’ CREDITORS ARRANGEMENT
ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF
GRIFFON PARTNERS OPERATION CORPORATION, GRIFFON
PARTNERS HOLDING CORPORATION, GRIFFON PARTNERS CAPITAL
MANAGEMENT LTD., STELLION LIMITED, 2437801 ALBERTA LTD.,
2437799 ALBERTA LTD., 2437815 ALBERTA LTD., and SPICELO
LIMITED

APPLICANT TAMARACK VALLEY ENERGY LTD.
DOCUMENT ORDER
ADDRESS FOR SERVICE STIKEMAN ELLIOTT LLP
AND CONTACT Barristers & Solicitors
INFORMATION OF 4300 Bankers Hall West,
PARTY FILING THIS 888-3rd Street S.W.,
DOCUMENT Calgary, Canada T2P 5C5

Matti Lemmens

Lawyer for the Applicant, Tamarack Valley Energy Ltd.

DATE ON WHICH ORDER WAS PRONOUNCED: March 14, 2024

NAME OF APPLICATIONS JUDGE WHO MADE THIS ORDER: J. Farrington


LOCATION WHERE ORDER WAS PRONOUNCED: Calgary


UPON THE WITHOUT NOTICE DESK APPLICATION of The Applicant, Tamarack Valley Energy Ltd.
("TVE"); AND UPON having read the Affidavit of Kira Lyseng in support; AND UPON being satisfied that
the alternative method of service via email set out in this Order is likely to bring the Notice of Appointment
for Questioning under Rule 6.8 of the Alberta Rules of Court to the attention of Jonathan Klesch;

IT IS HEREBY ORDERED AND DECLARED THAT:

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1. TVE is granted leave to serve *ex juris* a copy of the Notice for Appointment for Questioning of Jonathan Klesch under Rule 6.8 of the Alberta *Rules of Court* (the “**Notice of Appointment**”), together with a copy of this Order, upon Mr. Klesch by registered mail or courier at Marylebone Road, Harley House, Penthouse 1, NW15HE, London, United Kingdom (the “**London Address**”);
2. TVE is granted leave to substitutionally serve Mr. Klesch with the Notice of Appointment and this Order by registered mail or courier at the London Address and via email at jk@griffon-partners.com (the “**Klesch Email Address**”);
3. Service by the methods set forth in paragraphs 1 and 2 above shall be deemed to be good and sufficient on the date on which Mr. Klesch receives the Notice of Appointment and this Order;
4. Upon TVE effecting service on Mr. Klesch of the Notice of Appointment and this Order via courier or registered mail at the London Address and by email at the Klesch Email Address, TVE may serve Mr. Klesch with any other documents in or relating to the Action No. 2401-01422 by courier or registered mail at the London Address or by email at the Klesch Email Address, and all such documents shall be deemed received by Mr. Klesch on the date service is ~~affected~~ received. 



Application Judge of the Court of King's Bench

DS

Initial1

DS

Initial2

**CERTIFICATE OF NON-APPEARANCE
WITH RESPECT TO EXAMINATION FOR QUESTIONING**

COURT FILE NUMBER

2401-01422

COURT

COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

IN THE MATTER OF THE COMPANIES/ CREDITORS ARRANGEMENT

ACT, RSC 1985, c C-36, as amended

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A

PROPOSAL OF GRIFFON PARTNERS OPERATION CORPORATION,

GRIFFON PARTNERS HOLDING CORPORATION, GRIFFON

PARTNERS CAITAL MANAGEMENT LTD., STELLION LIMITED,

2437801 ALBERTA LTD., 2437799 ALBERTA LTD., 2437815 ALBERTA

LTD., and SPICELO LIMITED

APPLICANT

ALBAREZ & MARSAL CANADA INC., IN ITS CAPACITY AS THE

MONITOR

Attention

Phone:

**Service will be accepted by delivery
or fax. No other form of service
will be accepted.**

This is to certify that JONATHAN KLESCH failed to appear for Questioning between the hours of 10:00 a.m. and 10:20 a.m. on the 18th day of March, 2024, Dated at the City of Edmonton, Province of Alberta, this 18th day of March, 2024

Colleen Rea
COURT REPORTER^{DS}

Initial1

^{DS}

Initial2

**This is Exhibit "I" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A866E79ACF084E4

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Stikeman Elliott

Matti Lemmens
Direct: (403) 266 9064
mlemmens@stikeman.com

Stikeman Elliott LLP
Barristers & Solicitors
4200 Bankers Hall West
888 - 3rd Street S.W.
Calgary, AB T2P 5C5 Canada

Main: 403 266 9000
Fax: 403 266 9034
www.stikeman.com

March 18, 2024

Via Email

Court of King's Bench of Alberta
Law Courts
1A Sir Winston Churchill Square
Edmonton, AB T5J 0R2

Attention: The Honourable Justice J.J. Gill

Re: ITMO the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36 as amended

And ITMO the compromise or arrangement of Griffon Partners Operation Corporation, Griffon Partners Holding Corporation, Griffon Partners Capital Management Ltd., Stellion Limited, 2437801 Alberta Ltd., 2437799 Alberta Ltd., 2437815 Alberta Ltd., and Spicelo Limited (collectively, the "Debtors")

**Court of King's Bench File No. 2401-01422
(the "CCAA Proceedings")**

Hearing Dates: March 25 and 26, 2024

We are counsel for Tamarack Valley Energy Ltd. ("**TVE**"), a secured creditor of the debtor, Griffon Partners Operation Corporation ("**GPOC**"), in the above-referenced CCAA Proceedings.

On March 12, 2024, TVE filed an application in the within CCAA Proceedings returnable on March 26, 2024 (the "**TVE Marshalling Application**"), seeking a determination on the applicability of the equitable doctrines of marshalling and subrogation in respect of proceeds available from the sale and solicitation investment ("**SISP**") process of GPOC's assets and certain shares pledged by the debtor, Spicelo Limited ("**Spicelo**"), to GPOC's senior secured creditors, Signal Alpha C4 Limited and Trafigura Canada Ltd. (the "**Lenders**").

On March 15, 2024, the Debtors served an unfiled copy of their application in respect of the issues of marshalling and subrogation, returnable March 25, 2024 (together with the TVE Marshalling Application, the "**Marshalling Applications**").

TVE requires the evidence of Jonathan Klesch, a director and beneficial shareholder of GPOC and the sole beneficial shareholder of Spicelo, in order to fully argue its position in the Marshalling Applications.

On March, 8, 2024, TVE wrote to counsel for GPOC and Spicelo inquiring whether his firm would accept service for Mr. Klesch of a Notice of Appointment for Questioning under Rule 6.8 of the *Alberta Rules of Court* (the "**Notice of Appointment**"). Mr. Klesch is a director of those entities, so it seemed that counsel to GPOC and Spicelo would accept service. Nevertheless, on March 11, 2024, counsel for GPOC and Spicelo advised that he was not acting for Mr. Klesch and did not have instructions to accept service of the Notice of Appointment.

DS
Initial1

DS
Initial2

Kira Lyseng

From: Tammy Presiznuik <Tammy.Presiznuik@albertacourts.ca>
Sent: Tuesday, March 19, 2024 9:58 AM
To: Kira Lyseng
Cc: Matti Lemmens; Van de Mosselaer, Randal; Karen Fellowes; Alexandra Van; Natasha Doelman; Kashuba, Kyle; Jakub Maslowski; jtreleaven@osler.com
Subject: RE: ATTN: JUSTICE GILL - ITMO the Companies' Creditors Arrangement Act, RSC 1985, c C-36 as amended - King's Bench File No. 2401-01422

Hi Kira,

Justice Gill has approved your request to file transcripts.

Thank you

Tammy Presiznuik (she/her)

Judicial Assistant:

Justice D. Lee

Justice R.A. Jerke

Justice T.G. Rothwell

Justice C. Arcand-Kootenay

Justice B.H. Aloneissi



From: Kira Lyseng <KLyseng@stikeman.com>
Sent: Tuesday, March 19, 2024 8:33 AM
To: Stacy Adams <Stacy.Adams@albertacourts.ca>; Tammy Presiznuik <Tammy.Presiznuik@albertacourts.ca>
Cc: Matti Lemmens <MLemmens@stikeman.com>; Van de Mosselaer, Randal <rvandemosselaer@osler.com>; Karen Fellowes <KFellowes@stikeman.com>; Natasha Doelman <NDoelman@stikeman.com>; Kashuba, Kyle <kkashuba@torys.com>; Jakub Maslowski <jmaslowski@stikeman.com>; jtreleaven@osler.com
Subject: RE: ATTN: JUSTICE GILL - ITMO the Companies' Creditors Arrangement Act, RSC 1985, c C-36 as amended - King's Bench File No. 2401-01422

You don't often get email from klyseng@stikeman.com. [Learn why this is important](#)

CTS Caution: This email is from an external source. Do not open attachments, click on links or scan QR codes unless you trust the sender. If in doubt, contact the CTS Help Desk.

Good morning Ms. Presiznuik,

I hope this email finds you well. I am writing to you on behalf of Matti Lemmens, who asked me to send the attached letter to Justice Gill yesterday.

Unfortunately, I did not notice Ms. Adams' bounce back email. Would you be so kind as to forward the attachment to Justice Gill as soon as possible?

Please confirm receipt. I appreciate your assistance.

Best regards,

Kira Lyseng

Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470

Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).

From: Kira Lyseng

Sent: Monday, March 18, 2024 4:10 PM

To: Stacy.Adams@albertacourts.ca

Cc: Matti Lemmens <MLemmens@stikeman.com>; Van de Mosselaer, Randal <rvandemosselaer@osler.com>; Karen Fellowes <KFellowes@stikeman.com>; Natasha Doelman <NDoelman@stikeman.com>; Kashuba, Kyle <kkashuba@torys.com>; Jakub Maslowski <jmaslowski@stikeman.com>; jtreleaven@osler.com

Subject: ATTN: JUSTICE GILL - ITMO the Companies' Creditors Arrangement Act, RSC 1985, c C-36 as amended - King's Bench File No. 2401-01422

Good afternoon:

Please see the enclosed correspondence to the attention of the Justice Gill.

Please confirm receipt.

Sincerely,

Kira Lyseng

Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470

Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).



Follow us: [LinkedIn](#) / [Twitter](#) / stikeman.com

Stikeman Elliott LLP Barristers & Solicitors

4200 Bankers Hall West, 888 - 3rd Street S.W., Calgary, AB T2P 5C5 Canada

This email is confidential and may contain privileged information. If you are not an intended recipient, please delete this email and notify us immediately. Any unauthorized use or disclosure is prohibited.

Stikeman Elliott

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Based on the corporate records of Spicelo, and the results of the Alberta Corporation/Non-Profit Search Results for GPOC, so far as TVE is aware, Mr. Klesch maintains an address in London, England.

TVE therefore sought and obtained an *ex parte* order for service *ex juris* and substitutional service from this Honourable Court on March 14, 2024, allowing it to serve a Notice of Appointment on Mr. Klesch via registered mail or courier at his London, England address and via email (the “**Service Order**”).

TVE served a copy of the Service Order and a Notice of Appointment on Mr. Klesch via email on March 14, 2024 and via courier in London on March 15, 2024 with conduct money enclosed. The Notice of Appointment was for Mr. Klesch to be examined on March 18, 2024 beginning at 9:00 am MT.

Although Mr. Klesch responded via email to confirm that he received the Notice of Appointment via email, he only did so late on March 17, 2024, and advised that he would not attend the questioning. Counsel responded to Mr. Klesch and advised that we could proceed with questioning as scheduled on March 18 or March 21, but no response was ever received. Further, Mr. Klesch, in fact, did not attend the questioning. As a result, TVE is unable to file the transcripts from same or its brief of law and argument in support of its position in the Marshalling Applications.

TVE has served an Amended Notice of Appointment for the questioning of Mr. Klesch on March 21, 2024 beginning at 9:00 am via email, and is in the process of arranging courier service of same.

TVE respectfully requests that it be permitted to file the transcripts from Mr. Klesch’s examination under Rule 6.8 of the *Rules of Court* and its brief of law and argument in respect of the Marshalling Applications pending Mr. Klesch’s attendance at questioning. TVE will provide unfiled copies of Mr. Klesch’s transcripts and its brief of law and argument to the attention of the Commercial Coordinator and on the service list as soon as possible, with confirmation of filing to follow as soon as same is received from the Clerk’s Office. It is possible that Mr. Klesch does not attend questioning, at which point TVE may seek directions of this Court to adjourn the Marshalling Applications to address the evidentiary issues.

Should you have any questions or require anything further from TVE regarding this request, please contact the undersigned.

Yours truly,

STIKEMAN ELLIOT LLP



Matti Lemmens
Partner

cc: Randal Van de Mosselaer and Julie Treleaven, counsel to the Debtors
Karen Fellowes, K.C. and Natasha Doelman, counsel to the Lenders
Kyle Kashuba, counsel to the Monitor Alvarez & Marsal Canada Inc.
Jakub Maslowski, co-counsel to TVE

DS
kl
Initial1

DS
RG
Initial2

**This is Exhibit "J" referred to in the
Affidavit of Kira Lyseng, sworn before me
this 21st day of March 2024**

DocuSigned by:

Rohan Gupta

A866E79ACF084E4

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

DS
KL
Initial1

DS
RG
Initial2

Kira Lyseng

From: Matti Lemmens
Sent: Wednesday, March 20, 2024 6:57 PM
To: Jonathan Klesch; rvandemosselaer@osler.com
Cc: Jakub Maslowski; Kira Lyseng
Subject: Fwd: Veritext Virtual Invitation | IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended v. | 3/21/2024 | 6610077 |

From: Scheduling-AB@veritext.com <Scheduling-AB@veritext.com>
Sent: Wednesday, March 20, 2024 6:40:34 PM
To: Matti Lemmens <MLemmens@stikeman.com>
Subject: Veritext Virtual Invitation | IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended v. | 3/21/2024 | 6610077 |



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A reminder email containing the session link will be re-sent to you 45 minutes before the scheduled start time of the proceeding.

PROCEEDING DETAILS:

- **CASE:** IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended v.
- **WITNESS:**
- **DATE & TIME:** Thursday, Mar 21 2024 9:00AM (Mountain Time (US & Canada))
- **ASSIGNMENT #:** 6610077

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- Join via the Meeting Link below

<https://proceedings.veritext.com/?token=d2d24a49c1379b477df6cee2b013f997>

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- **Or, join via Meeting ID and Password, Video Teleconference or Conference Call**

Select the meeting link above within an hour of the scheduled start time, identify yourself and select **Show My Meeting ID / Password and Additional Session Details**.

- **Or, [Join via MYVERITEXT](#)**

1. Login with your username and password
2. Select the **Live Sessions** button
3. Click **Join Now** to launch your session

* **Note:** If you have not used MyVeritext before, you will need to activate your account. After clicking the MyVeritext link above, please select **Activate Account** or **Forgot Password**. This will prompt you to set your password prior to joining your session.

Your MyVeritext Username is: mlemmens@stikeman.com

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- **TOLL FREE: 855.440.4861**
- **EMAIL US!**
- **DOWNLOAD THE GETTING STARTED GUIDE**
- **VIEW THE REMOTE PRACTICE GUIDE**

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**This is Exhibit “K” referred to in the Affidavit
of Kira Lyseng, sworn before me this 21st
day of March 2024**

DocuSigned by:

Rohan Gupta

**Commissioner for Oaths and Notary Public
in and for Alberta
Student at Law**

Kira Lyseng

From: Kira Lyseng
Sent: Thursday, March 21, 2024 11:26 AM
To: Jonathan Klesch; rvandemosselaer@osler.com
Cc: Matti Lemmens; Jakub Maslowski
Subject: GPOC/Spicelo/Tamarack - Certificate of Non-Attendance - Court File No. 2401-01422
Attachments: JONATHANKLESCH_PDFTran.pdf

Sent on behalf of Matti Lemmens

Good morning:

Please see the enclosed Certificate of Non-Appearance with Respect to Examination for Questioning dated March 21, 2024 for service upon you.

Sincerely,

Kira Lyseng

Legal Administrative and eDiscovery Assistant

Direct: 403 724 9470

Email: klyseng@stikeman.com

If you do not wish to receive our email marketing messages, please [unsubscribe](#).

COURT FILE NUMBER 2401-01422
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT
ACT, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF GRIFFON PARTNERS
OPERATION CORPORATION, GRIFFON PARTNERS
HOLDING CORPORATION, GRIFFON PARTNERS
CAPITAL MANAGEMENT LTD., STELLION LIMITED,
2437801 ALBERTA LTD., 2437799 ALBERTA LTD.,
2437815 ALBERTA LTD., and SPICELO LIMITED

APPLICANT TAMARACK VALLEY ENERGY LTD.

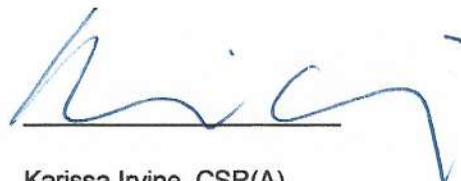
DOCUMENT **CERTIFICATE OF NON-APPEARANCE
WITH RESPECT TO EXAMINATION FOR
QUESTIONING**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS DOCUMENT

Attention:
Phone:

**Service will be accepted by delivery
or fax. No other form of service
will be accepted.**

This is to certify that JONATHAN KLESCH failed to appear for Questioning via Zoom between the hours of 9:00 a.m. and 9:30 a.m. on the 21st day of March, 2024. Dated at the City of Edmonton, Province of Alberta, this 21st day of March, 2024.



Karissa Irvine, CSR(A)
Court Reporter

Certificate of Commissioner and Notary Public

1. I, Rohan Gupta, on March 21, 2024, was present by video technology and did see the affiant, Kira Lyseng (the "**Affiant**"), swear and sign the Affidavit annexed hereto;
2. The Affiant showed me the front and back of her current government-issued photo identification, her driver's license, and I have taken a screenshot of same;
3. I have compared the video image of the Affiant and information on the said photo identification, and believe it to be the same person and that the photo identification is valid and current;
4. Both the Affiant and I had a copy of the Affidavit, including all exhibits, before us while connected via video technology. The Affiant and I reviewed each page of the Affidavit, including the exhibits, together and verified that they are identical. Both the Affiant and I initialed each page of our respective copy of the Affidavit in the lower right corner;
5. The Affidavit was sworn and signed by the Affiant at Calgary, Alberta and I am the Commissioner and Notary Public thereof; and
6. The steps taken by me as Notary Public follows the process for remote commissioning of affidavits as set out in the Notice to the Profession & Public - Remote Commissioning, issued by the Court of Queen's Bench of Alberta on March 25, 2020. This process was necessary as it is impossible for the Affiant and I to be physically present together.

DATED on March 21, 2024 in Calgary, Alberta

DocuSigned by:

Rohan Gupta

A066E70AGF084E4...

ROHAN GUPTA

DS
KL
Initial1

DS
RG
Initial2