

ESTATE NUMBER 25-2679073
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

Clerk's Stamp:

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*,
RSC 1985, C. B-3, AS AMENDED

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF GREENFIRE HANGINGSTONE OPERATING
CORPORATION

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A
PROPOSAL OF GREENFIRE OIL & GAS LTD.

DOCUMENT **APPLICATION**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTIES FILING THIS
DOCUMENT

Burnet, Duckworth & Palmer LLP
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File No. 077186-00004

NOTICE TO RESPONDENT(S)

This application is made against you. You are Respondents.

You have the right to state your side of this matter before the Master/Judge.

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

Date: November 17, 2020
Time: 10:00 am
Where: Edmonton Courts Centre via Webex videoconference
Before Whom: The Honourable Justice J.S. Little on the Commercial List

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

Remedy Claimed or Sought:

1. The Applicants, Greenfire Oil and Gas Ltd. ("**GOGL**") and Greenfire Hangingstone Operating Corporation ("**GHOPCO**") and collectively "**Greenfire**" or the "**Applicants**") respectfully seek an Order substantially in the form attached hereto as **Schedule "A"**:
 - (a) abridging the time for service of this Application and the supporting materials and deeming service thereof to be good and sufficient;
 - (b) pursuant to section 50.4 of the *Bankruptcy and Insolvency Act* (Canada), RSC 1985, c B-3, as amended ("**BIA**"), extending the period of time within which Greenfire is required to file a proposal to its creditors (the "**Proposal Period**") up to and including December 8, 2020, or such other time as this Honourable Court may order (the "**Second Stay Extension**"); and
 - (c) such further and other relief as may be sought by Greenfire and this Honourable Court may deem appropriate.

Grounds for Making this Application:

2. On October 8, 2020, each of GOGL and GHOPCO filed a Notice of Intention to Make a Proposal (collectively, the "**NOI**") pursuant to section 50.4(1) of the BIA with the Office of the Superintendent of Bankruptcy. Alvarez & Marsal Canada Inc. ("**A&M**") is the Proposal Trustee of both GOGL and GHOPCO.
3. On November 6, 2020, this Honourable Court granted an Order, extending the time within which Greenfire is required to file a proposal under section 50.4 of the BIA to November 20, 2020 (the "**First Stay Extension**").
4. On November 13, 2020, this Honourable Court adjourned Greenfire's application with respect to issues related to a marketing agreement between Greenfire and Warner Petroleum Corporation dated April 15, 2019 (the "**Adjourned Application**").

Extension of the Proposal Period

5. Greenfire requires the Second Stay Extension to continue the restructuring of its business and affairs and to work towards making a viable proposal to its creditors.

6. The Second Stay Extension is appropriate for, among others, the following reasons:
 - (a) Greenfire has acted, and continues to act in good faith and with due diligence;
 - (b) Greenfire will likely be able to make a viable proposal if the Second Stay Extension is granted;
 - (c) no creditor will be materially prejudiced by the requested Second Stay Extension.
7. The determination of the Adjourned Application is fundamental to Greenfire's restructuring efforts.
8. Greenfire seeks the Second Stay Extension for such length of time that will permit it to receive a decision on the Adjourned Application and, if successful, seek approval of a transaction while providing as much notice as is possible to its stakeholders in the circumstances.

Material of Evidence to be Relied On:

9. Affidavit No. 4 of Robert B. Logan sworn November 16, 2020, to be filed;
10. Such further and other materials as counsel may advise and this Honourable Court may permit.

Applicable Rules:

11. The Alberta Rules of Court, AR 124/2010, as amended.
12. The *Bankruptcy and Insolvency General Rules* (CRC, c 368).

Applicable Acts and Regulations

13. The *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended; and
14. Such further and other Acts and Regulations as counsel may advise and that this Honourable Court may permit.

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 rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

SCHEDULE “A”

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DOCUMENT **Order (Extension of Time to File Proposal)**

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DOCUMENT

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File No. 077186-00004

DATE ON WHICH ORDER WAS PRONOUNCED: November 17, 2020

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton

JUSTICE WHO MADE THIS ORDER: The Honourable Justice J.S. Little

UPON THE APPLICATION of Greenfire Oil and Gas Ltd. ("**GOGL**") and Greenfire Hangingstone Operating Corporation ("**GHOPCO**" and collectively "**Greenfire**" or the "**Applicants**"); AND UPON reading Affidavit No. 4 of Robert B. Logan sworn November 16, 2020; AND UPON reading the Affidavit of Service of [•] sworn November 16, 2020; AND UPON reading the Third Report

of Alvarez & Marsal Canada Inc. in its capacity as the proposal trustee of Greenfire dated November [●], 2020; AND UPON hearing submissions by counsel for Greenfire and any other counsel or other interested parties present,

IT IS HEREBY ORDERED 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, and no other than those persons served is entitled to service of the notice of application.

EXTENSION OF TIME TO FILE A PROPOSAL

2. The time within which Greenfire is required to file a proposal to its creditors with the Official Receiver, under section 50.4 of the *Bankruptcy and Insolvency Act* (Canada), RSC 1985, c B-3, as amended, shall be and is hereby extended to December 8, 2020.
3. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.

J.C.Q.B.A