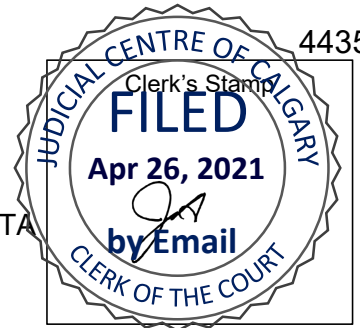


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COURT FILE NUMBER 1601-12571
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF ARRANGEMENT OF
LIGHTSTREAM RESOURCES LTD., 1863359 ALBERTA
LTD., LTS RESOURCES PARTNERSHIP, 1863360
ALBERTA LTD., AND BAKKEN RESOURCES
PARTNERSHIP

\$50
COM
May 3, 2021
Justice Ho

DOCUMENT **APPLICATION**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McCARTHY TÉTRAULT LLP
Suite 4000, 421 7 Avenue SW
Calgary, AB T2P 4K9
Attention: Sean Collins / Walker W. MacLeod / Pantelis Kyriakakis
Tel: 403-260-3531 / 3710 / 3536
Fax: 403-260-3501
Email: scollins@mccarthy.ca / wmacleod@mccarthy.ca / pkyriakakis@mccarthy.ca

NOTICE TO RESPONDENT(S)

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

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

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

Date: May 3, 2021
Time: 3:30 p.m.
Where: Calgary Courts Centre (Virtual Courtroom via WebEx – see Schedule "A" hereto)
Before Whom: Justice L.B. Ho

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

Remedy Claimed or Sought: FTI Consulting Canada Inc. (the "**Monitor**"), in its capacity as court-appointed monitor of Lightstream Resources Ltd., 1863359 Alberta Ltd., LTS Resources Partnership, 1863360 Alberta Ltd., and Bakken Resources Partnership (the "**Applicants**")

pursuant to the order issued in the within proceedings on September 26, 2016 (the “**Initial Order**”) under the *Companies’ Creditor Arrangement Act* (Canada) (the “**CCAA**”) applies for an order substantially in the form attached as Schedule “**B**” hereto:

1. Declaring that this application (the “**Application**”) is properly returnable on May 3, 2021, service of the Application and the Fourth Report of the Monitor, dated April 26, 2021 (the “**Fourth Monitor’s Report**”), is validated and declared to be good and sufficient, that service of the Application and Fourth Monitor’s Report on the persons listed on the service list is validated, good, and sufficient, and that no persons, other than those listed on the service list, are entitled to service of the Application or the Fourth Monitor’s Report.
2. Discharging the Monitor as monitor of the Applicants and declaring that the Monitor shall thereafter have no further liabilities, obligations, responsibilities or duties with respect to the Applicants.
3. Approving the fees and disbursements charged by the Monitor and its counsel in the within proceedings.
4. Declaring that as of the date of the Fourth Monitor’s Report, based on the evidence that is currently before this Honourable Court:
 - (a) the Monitor has exercised its power and performed its duties and functions, including but not limited to those under all orders issued in the within proceedings, honestly, in good faith and in a commercially reasonable manner;
 - (b) the actions and conduct of the Monitor are approved and the Monitor has satisfied all of its duties and obligations as monitor of the Applicants;
 - (c) the Monitor shall not be liable for any act or omission including, without limitation, any act or omission pertaining to the discharge of the Monitor’s duties as monitor of the Applicants under any orders issued in the within proceedings unless such liability arises out of fraud or wilful misconduct on the part of the Monitor; and,
 - (d) any and all claims against the Monitor arising from, relating to, or in connection with the performance of the Monitor’s duties and obligations as monitor of the Applicant, save and except for claims based on fraud or wilful misconduct on the part of the Monitor, shall be forever barred and extinguished.

5. Declaring that no action or proceeding arising from, relating to or in connection with the performance of the Monitor's duties and obligations as monitor of the Applicants may be commenced or continued without the prior leave of this Honourable Court, on notice to the Monitor, and on such terms as this Honourable Court may direct.
6. Such further and other relief as counsel for the Monitor may advise.

Grounds for Making this Application: The grounds for the Application are as follows:

7. The Monitor was appointed as monitor of the Applicants pursuant to the Initial Order.
8. The Applicants have completed a sale of substantially all of its property. The creditors of the Applicants have been identified under the Claims Process Order and paid in full and distributions have been made to limited partners.
9. The administration of the estate of the Applicants is completed and it is appropriate for the Monitor to be discharged on the terms set forth herein.
10. Such further and other grounds as counsel for the Monitor may advise.

Material or Evidence to be Relied On: The Monitor will rely on the following evidence:

11. The Fourth Monitor's Report.
12. Such further and other evidence as counsel for the Monitor may advise.

Applicable Rules:

13. Rule 6.3 and 6.9 of the Alberta Rules of Court.
14. Such further and other rules as counsel for the Monitor may advise.

Applicable Acts and Regulations:

15. The CCAA.
16. Such further and other acts and regulations as counsel for the Monitor may advise.

Any Irregularity Complained of or Objection Relied On:

17. There are no irregularities complained of or objections relied on.

How the Application is Proposed to be Heard or Considered:

18. The Monitor proposes that the Application be heard in person with one, some or all of the parties present.

AFFIDAVIT EVIDENCE IS REQUIRED IF YOU WISH TO OBJECT.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and 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 applicants.

SCHEDULE "A" TO THE APPLICATION WEBEX INSTRUCTIONS

Virtual Courtroom 60 has been assigned for the above noted matter:

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom60>

Instructions for Connecting to the Meeting

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

Key considerations for those attending:

1. Please connect to the courtroom **15 minutes prior** to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.
4. **Note: Recording or rebroadcasting of the video is prohibited.**
5. **Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

If you are a non-lawyer attending this hearing remotely, **you must** complete the undertaking located here: <https://www.albertacourts.ca/qb/resources/announcements/undertaking-and-agreement-for-non-lawyers>

For more information relating to Webex protocols and procedures, please visit: <https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

You can also join the meeting via the "Cisco Webex Meetings" App on your smartphone/tablet or other smart device. You can download this via the App marketplace and join via the link provided above.

**SCHEDULE "B" TO THE APPLICATION
ORDER (DISCHARGE OF MONITOR)**

Clerk's Stamp

COURT FILE NUMBER 1601-12571
COURT COURT OF QUEEN'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 A PLAN OF COMPROMISE OR
ARRANGEMENT OF LIGHTSTREAM RESOURCES LTD.,
1863359 ALBERTA LTD., LTS RESOURCES
PARTNERSHIP, 1863360 ALBERTA LTD., and BAKKEN
RESOURCES PARTNERSHIP

DOCUMENT **ORDER (DISCHARGE OF MONITOR)**

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT
McCARTHY TÉTRAULT LLP
Suite 4000, 421 7 Avenue SW
Calgary, AB T2P 4K9
Attention: Sean F. Collins / Walker W. MacLeod / Pantelis
Kyriakakis
Tel: 403-260-3531 / 3710 / 3536
Fax: 403-260-3501
Email: scollins@mccarthy.ca / wmacleod@mccarthy.ca /
pkyriakakis@mccarthy.ca

DATE ON WHICH ORDER PRONOUNCED: May 3, 2021
NAME OF JUDGE WHO MADE THIS ORDER: Justice L.B. Ho
LOCATION OF HEARING: Calgary, Alberta

UPON the application of FTI Consulting Canada Inc. (the "**Monitor**"), in its capacity as court appointed monitor of Lightstream Resources Ltd., 1863359 Alberta Ltd., LTS Resources Partnership, 1863360 Alberta Ltd., and Bakken Resources Partnership (the "**Applicants**") pursuant to the order issued in the within proceedings on September 26, 2016 (the "**Initial Order**") under the *Companies' Creditor Arrangement Act* (Canada) (the "**CCAA**"); **AND UPON** reading the Fourth Report of the Monitor, dated January 14, 2018 (the "**Fourth Monitor's Report**"); **AND UPON** having read the Affidavit of Service of Katie Doran, sworn •, 2021 (the "**Service**

Affidavit"); **AND UPON** hearing from counsel for the Monitor, and counsel present for other parties;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the Application and the Fourth Monitor's Report in the manner described in the Service Affidavit is good and sufficient and no persons other than those listed on the service list (the "**Service List**") attached as an exhibit to the Service Affidavit are entitled to receive notice of the Application or service of the Fourth Monitor's Report.
2. The Monitor's accounts for fees and disbursements, as set out in the Fourth Monitor's Report are hereby approved without the necessity of a formal passing of its accounts.
3. The accounts of the Monitor's legal counsel. McCarthy Tétrault LLP, for its fees and disbursements, as set out in the Fourth Monitor's Report are hereby approved without the necessity of a formal assessment of its accounts.
4. The Monitor's activities as set out in the Fourth Monitor's Report and in all of its other reports filed herein, and the final summary of the wind-down funds as set out in the Fourth Monitor's Report, are hereby ratified and approved.
5. The Monitor is authorized and empowered to make the Final Distribution (as such term is defined in the Fourth Monitor's Report).
6. On the evidence before the Court, the Monitor has satisfied its obligations under and pursuant to the terms of the Orders granted in the within proceedings up to and including the date hereof, and the Monitor shall not be liable for any act or omission on its part including, without limitation, any act or omission pertaining to the discharge of its duties in the within proceedings, save and except for any liability arising out of any in fraud, gross negligence or willful misconduct on the part of the Monitor, or with leave of the Court. Subject to the foregoing any claims against the Monitor in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
7. No action or other proceedings shall be commenced against the Monitor in any way arising from or related to its capacity or conduct as Monitor, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.

8. Upon the Monitor filing with the Clerk of the Court the Discharge Certificate in the form attached as Schedule "A" to this Order then the Monitor shall be discharged as Monitor of the Applicants, provided however, that notwithstanding its discharge herein (a) the Monitor shall remain Monitor for the performance of such incidental duties as may be required to complete the administration of the Applicants herein, and (b) the Monitor shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Monitor in its capacity as Monitor.

9. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.

10. Service of this Order on any party not attending this application is hereby dispensed with.

J.C.C.Q.B.A.

**SCHEDULE "A" TO THE ORDER (DISCHARGE OF MONITOR)
MONITOR'S DISCHARGE CERTIFICATE**

COURT FILE NUMBER 1601-12571
COURT COURT OF QUEEN'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 A PLAN OF COMPROMISE OR
ARRANGEMENT OF LIGHTSTREAM RESOURCES LTD.,
1863359 ALBERTA LTD., LTS RESOURCES PARTNERSHIP,
1863360 ALBERTA LTD., and BAKKEN RESOURCES
PARTNERSHIP

DOCUMENT MONITOR'S DISCHARGE CERTIFICATE

ADDRESS FOR McCARTHY TÉTRAULT LLP
SERVICE AND Suite 4000, 421 7 Avenue SW
CONTACT Calgary, AB T2P 4K9
INFORMATION OF Attention: Sean F. Collins / Walker W. MacLeod / Pantelis
PARTY FILING THIS Kyriakakis
DOCUMENT Tel: 403-260-3531 / 3710 / 3536
 Fax: 403-260-3501
 Email: scollins@mccarthy.ca / wmacleod@mccarthy.ca /
 pkyriakakis@mccarthy.ca

MONITOR'S DISCHARGE CERTIFICATE

1. All capitalized terms used in this Monitor's Discharge Certificate and not otherwise defined shall have the meaning ascribed to them in the Order issued by The Honourable Justice L.B. Ho of the Court of Queen's Bench of Alberta, in the within proceedings, granted on May 3, 2021 (the "Discharge Order").
2. Pursuant to the Discharge Order, the Court provided for the discharge of the Monitor, upon the filing of this certificate, by the Monitor, confirming that all remaining and residual funds have been distributed.

THE MONITOR HEREBY CONFIRMS AND CERTIFIES THE FOLLOWING:

1. All remaining and residual funds have been distributed.

DATED THIS _____ DAY OF _____, 2021.

**FTI CONSULTING CANADA INC., in its
capacity as the court appointed monitor of
LIGHTSTREAM RESOURCES LTD.,
1863359 ALBERTA LTD., LTS RESOURCES
PARTNERSHIP, 1863360 ALBERTA LTD.,
AND BAKKEN RESOURCES
PARTNERSHIP and not in its personal or
corporate capacity**

Per: _____
Name:
Title: