



COURT FILE NUMBER 1601-11552
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF NATIONAL BANK OF CANADA IN ITS CAPACITY AS ADMINISTRATIVE AGENT UNDER THAT CERTAIN AMENDED AND RESTATED CREDIT AGREEMENT DATED JANUARY 15, 2016, AS AMENDED
DEFENDANT TWIN BUTTE ENERGY LTD.
IN THE MATTER OF THE RECEIVERSHIP OF TWIN BUTTE ENERGY LTD.
APPLICANTS SUTTON ENERGY LTD. and GEOCAP ENERGY CORPORATION
DOCUMENT **APPLICATION BY SUTTON ENERGY LTD. and GEOCAP ENERGY CORPORATION**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Miles Davison LLP
Barristers and Solicitors
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Attention: Predrag Anic
File No. 35841

NOTICE TO RESPONDENT(S): FTI CONSULTING CANADA INC. in its capacity as Court-appointed Receiver of the current and future assets, undertakings and properties of Twin Butte Energy Ltd.

This application is made against you. You are a respondent. You have the right to state your side of this matter before the Justice.

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

Date: **Wednesday, July 26, 2017**
Time: **10:00 am**
Where: **Court of Queen's Bench, Calgary Courts Centre, 601 – 5 Street S.W., Calgary, Alberta T2P 5P7**
Before Whom: **Presiding Justice in Chambers**

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

Remedy claimed or sought:

1. An Order abridging the time for service of this Application, if necessary.
2. An Order deeming service of this Application good and sufficient upon all interested parties.
3. Resolution of the dispute between the Claimant (as defined below) and the Receiver as to the validity and amount of the Claimant's Claim.
4. An Order setting aside the Notice of Disallowance issued by the Receiver to the Claimant and directing the Receiver to accept the Claimant's Claim (or in the alternative, an amount determined by the Court) as a Proven Claim in these proceedings.
5. A declaration that the Claim set out in the Claimant's Proof of Claim (or in the alternative, an amount determined by the Court) constitutes a Proven Claim in these proceedings.
6. Such further and other relief as this Honourable Court may deem just and appropriate.

Grounds for making this application:

7. On June 1, 2017, a Proof of Claim was filed on behalf of Sutton Energy Ltd. and GeoCap Energy Corporation (collectively, the "Claimant").
8. On July 4, 2017, the Receiver issued the Claimant a Notice of Disallowance.
9. The Claimant submitted a Notice of Dispute to the Receiver in accordance with the Claims Procedure Order granted in this Action by the Honourable Madam Justice K.M. Horner.
10. The Claimant states that the Receiver ought to have allowed the Claim as a Proven Claim, and has brought this Application to resolve the dispute as contemplated by the Claims Procedure Order.
11. The defence advanced by Twin Butte in response to the claims of the Claimant is without merit.
12. Such further and other grounds as may be advanced by Counsel and this Honourable Court may permit.

Material or evidence to be relied on:

13. Affidavit of Brent Gough, to be filed.
14. Affidavit of William Tobman, to be filed.
15. Affidavit of Bryan Joa sworn July 17, 2017, to be filed.
16. Affidavit of Kenneth Richard Bissett, to be filed.
17. The proceedings taken herein to date and materials and pleadings filed in Court of Queen's Bench Action Nos. 1001-06764 and 1001-02577.
18. Such further and other materials as counsel may advise and this Honourable Court may permit

Applicable rules:

19. *Alberta Rules of Court.*
20. Such other rules as counsel may advise and this Honourable Court may permit.

Applicable Acts and regulations:

21. *Alberta Rules of Court.*
22. Such further and other legislation as counsel may advise and this Honourable Court may permit.

Any irregularity complained of or objection relied on:

23. None

How the application is proposed to be heard or considered:

24. In person before the Honourable Justice. It is the intent of the parties to adjourn this Application to a date to be agreed on the Commercial List.

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.