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for Clerk of the Court



COURT FILE NUMBER 1801-10960

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF PRICEWATERHOUSECOOPERS INC., LIT in its capacity as the TRUSTEE IN BANKRUPTCY OF SEQUOIA RESOURCES CORP. and not in its personal capacity

DEFENDANTS PERPETUAL ENERGY INC., PERPETUAL OPERATING TRUST, PERPETUAL OPERATING CORP., and SUSAN RIDDELL ROSE

APPLICANTS (Non-Parties) ORPHAN WELL ASSOCIATION, MUNICIPAL DISTRICT OF OPPORTUNITY NO. 17, LAMONT COUNTY, CANADIAN NATURAL RESOURCES LIMITED, CENOVUS ENERGY INC, TORXEN ENERGY LTD., COUNTY OF TWO HILLS NO. 21, CLEARWATER COUNTY, COUNTY OF MINBURN, and COUNTY OF CAMROSE

DOCUMENT ORDER

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

**BENNETT JONES LLP**  
Barristers and Solicitors  
4500 Bankers Hall East, 855-2<sup>nd</sup> Street SW  
Calgary, Alberta T2P 4K7

Attention: Kenneth T. Lenz, Q.C. / Andrea Stempien  
Telephone No.: 403-298-3317 / 3148  
Fax No.: 403-265-7219  
Client File No.: 56977.17

**DATE ON WHICH ORDER WAS PRONOUNCED:**                    **JULY 24, 2020**

**LOCATION OF HEARING OR TRIAL:**            **CALGARY, ALBERTA**

**NAME OF MASTER/JUDGE WHO MADE THIS ORDER:**                    **JUSTICE D.B. NIXON**

UPON THE APPLICATION OF the Orphan Well Association ("**OWA**"); AND UPON THE APPLICATION OF Canadian Natural Resources Limited ("**Canadian Natural**"), Cenovus Energy Inc. ("**Cenovus**"), Torxen Energy Ltd. ("**Torxen**"), (collectively the "**Industry Applicants**"); AND UPON THE APPLICATION OF the Municipal District of Opportunity and Lamont County; AND UPON THE APPLICATION OF the County of Two Hills No, 21, Clearwater County, County of Minburn, and Camrose County (collectively with the Municipal District of Opportunity and Lamont County, the "**Municipality Applicants**") (collectively, these "**Applications**");

AND UPON reading the Affidavit of Lars de Pauw, sworn on June 30, 2020; AND UPON reading the Affidavit of Mark Schonken, sworn on June 26, 2020; AND UPON reading the Affidavit of Robert Malysh, affirmed on June 29, 2020; AND UPON reading the Affidavit of Cheryl McRae, sworn on July 14, 2020; AND UPON reading the Affidavit of John J. Brannan, sworn on July 15, 2020; AND UPON reading the Affidavit of Antonio Jackson, sworn on July 14, 2020; AND UPON reading the Affidavit of Ron Laing, sworn July 14, 2020

AND UPON noting that the Trustee, takes no position in respect of these applications;

AND UPON hearing from counsel for the OWA; AND UPON hearing from counsel for the Industry Applicants; AND UPON hearing from counsel for the Municipal District of Opportunity and Lamont County; AND UPON hearing from counsel for the County of Two Hills No, 21, Clearwater County, County of Minburn, and Camrose County; AND UPON hearing from counsel for the Defendants, Perpetual Energy Inc., Perpetual Operating Trust, Perpetual Operating Corp. (collectively, the "**Perpetual Energy Defendants**"); AND UPON hearing from counsel for the Defendant, Susan Riddell Rose; AND UPON hearing from counsel for the Trustee;

IT IS ORDERED AND DECLARED THAT:

1. The OWA and the Industry Applicants have leave to intervene only in respect of the Application filed by the Perpetual Energy Defendants on February 25, 2020 (the "**BIA Summary Dismissal Application**"), and not in respect of the Perpetual Energy Defendants' Application for Security for Costs filed February 25, 2020, the Perpetual Energy Defendants' Application for Costs, filed May 4, 2020, Ms. Riddell Rose's Application for Costs, filed May 5, 2020, or the balance of the Action, without further leave of the Court.
2. The *BIA* Summary Dismissal Application is adjourned to be heard by the Honourable Justice D.B. Nixon on October 1 and 2, 2020.
3. The Applications of the Municipality Applicants for leave to intervene are dismissed.
4. For the purposes of this Order, the Industry Applicants shall be treated as one intervenor.
5. Each of the OWA and the Industry Applicants may adduce new affidavit evidence in respect of the *BIA* Summary Dismissal Application; the body of such affidavit evidence shall be limited to twenty (20) pages (the "**Intervenor Affidavits**").
6. The Perpetual Energy Defendants may adduce affidavit evidence in response to the Intervenor Affidavits; the body of such affidavit evidence shall be limited to forty (40) pages.
7. Each of the OWA and the Industry Applicants may file written submissions in respect of the *BIA* Summary Dismissal Application; such submissions shall not exceed six (6) pages, excluding cover page, table of contents, and table of authorities (the "**Intervenor Written Submissions**").
8. The Intervenor Affidavits and the Intervenor Written Submissions may only address matters relevant to the *BIA* Summary Dismissal Application.
9. The Perpetual Energy Defendants may file written submissions in response to the Intervenor Written Submissions; such submissions shall not exceed twelve (12) pages, excluding cover page, table of contents, and table of authorities (the "**Perpetual Submissions**").



10. Each of the OWA and the Industry Applicants may file reply submissions in response to the Perpetual Submissions; such submissions shall not exceed three (3) pages, excluding cover page, table of contents, and table of authorities.
11. Each of the OWA and the Industry Applicants shall be entitled to make oral submissions at the hearing of the *BIA* Summary Dismissal Application not to exceed thirty (30) minutes in length, excluding questions from the Court and subject to the Court's ultimate discretion.
12. The Perpetual Energy Defendants shall have a right of reply to the OWA and Industry Applicants' submissions not to exceed sixty (60) minutes in length, excluding questions from the Court and subject to the Court's ultimate discretion.
13. Further scheduling matters shall be agreed to by the parties. If no agreement can be reached, the parties may reappear on a date and time convenient to the parties and the Court.
14. The Municipal District of Opportunity and Lamont County shall jointly pay costs of \$2,000, and the County of Two Hills No, 21, Clearwater County, County of Minburn, and Camrose County shall jointly pay costs of \$2,000, to the Perpetual Energy Defendants, payable forthwith.

  
\_\_\_\_\_  
J.C.Q./B.A. or Clerk of the Court

**APPROVED IN FORM AND CONTENT**

**DE WAAL LAW**

**BURNET, DUCKWORTH & PALMER  
LLP**

Per:

\_\_\_\_\_  
Rinus de Waal / Luke Rasmussen  
Counsel for PricewaterhouseCoopers  
Inc., LIT in its capacity as the Trustee  
in Bankruptcy of Sequoia Resources  
Corp. and not in its personal capacity

Per:

\_\_\_\_\_  
Daniel J. McDonald, Q.C. / Paul G.  
Chiswell / Michael Deyholos  
Counsel for Perpetual Energy Inc.,  
Perpetual Operating Trust, Perpetual  
Operating Corp.

**NORTON ROSE FULBRIGHT CANADA  
LLP**

Per: \_\_\_\_\_  
Steven Leidl, Q.C. / Gunnar  
Benediktsson  
Counsel for Susan Riddell Rose

**PARLEE MCLAWS LLP**

Per: \_\_\_\_\_  
G. Scott Watson / Charles Ang /  
Samuel Ko / Kaitlyn Gramlich  
Counsel for Canadian Natural  
Resources Limited, Cenovus Energy  
Inc. and Torxen Energy Ltd.

**REYNOLDS MIRTH RICHARDS &  
FARMER LLP**

Per: \_\_\_\_\_  
Michael J. McCabe, Q.C.  
Counsel for the County of Two Hills  
No, 21, Clearwater County, County  
of Minburn, and Camrose County

**BENNETT JONES LLP**

Per: \_\_\_\_\_  
Kenneth T. Lenz, Q.C. / Andrea  
Stempien  
Counsel for the Orphan Well  
Association

**BROWNLEE LLP**

Per: \_\_\_\_\_  
Gregory Plester / Rebecca L. Kos  
Counsel for the Municipal District of  
Opportunity and Lamont County