

COURT FILE NUMBER 1901-14615  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
APPLICANT ORPHAN WELL ASSOCIATION  
RESPONDENT HOUSTON OIL & GAS LTD.



I hereby certify this to be a true copy of  
the original \_\_\_\_\_ order  
Dated this 17 day of June 2021

COURT FILE NUMBER B201-708570  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
IN THE MATTER OF THE BANKRUPTCY OF  
HOUSTON OIL & GAS LTD.

\_\_\_\_\_  
for Clerk of the Court  
P. LORENZ

DOCUMENT **ORDER FOR FINAL DISCHARGE AND  
RELATED RELIEF**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT  
Robyn Gurofsky / Jack R. Maslen  
Borden Ladner Gervais LLP  
1900, 520 3<sup>rd</sup> Ave. S.W.  
Calgary, AB T2P 0R3  
Telephone: (403) 232-9774 / 9790  
Facsimile: (403) 266-1395  
Email: [rgurofsky@blg.com](mailto:rgurofsky@blg.com) / [jmaslen@blg.com](mailto:jmaslen@blg.com)  
File No. 436743.24

**DATE ON WHICH ORDER WAS PRONOUNCED:** June 17, 2021  
**NAME OF JUSTICE WHO MADE THE ORDER:** Honourable Justice B.E.C. Romaine  
**LOCATION OF HEARING:** Calgary, Alberta

**UPON** the application of BDO Canada Limited (“**BDO**”), in its capacity as the court-appointed receiver and manager (the “**Receiver**”) of Houston Oil & Gas Ltd. (the “**Debtor**”) and not in its personal capacity, filed on June 7, 2021 (the “**Application**”); **AND UPON** having read the Fifth Report of the Receiver dated and filed on June 7, 2021 (the “**Fifth Report**”), the Affidavit of Service of Jennifer Gorrie sworn, and such other pleadings, reports or materials previously filed in these proceedings; **AND UPON** noting that the

Receiver assigned the Debtor into bankruptcy on February 1, 2021 and BDO is acting as the trustee in bankruptcy (the “**Trustee**”) of the bankrupt estate of the Debtor in accordance with the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the “**BIA**”); **AND UPON** hearing from counsel for the Receiver and counsel for any other interested parties appearing at the hearing of this Application, which occurred via WebEx Video Conference having regard to the Court’s procedures for the COVID-19 pandemic:

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. Capitalized terms not otherwise defined herein, have the meanings ascribed to them in the Fifth Report.
2. The time for service of this Application, together with all supporting materials, is hereby abridged, if necessary, and declared to be good and sufficient and no other person is required to have been served with such documents, and this hearing is properly returnable before this Honourable Court today and further service thereof is hereby dispensed with.
3. The Receiver’s accounts for fees and disbursements, in the amount \$35,378.00 (plus GST), for the period of November 1, 2020 to May 31, 2021, as described in the Receiver’s Fifth Report, are hereby approved without the necessity of a formal passing of its accounts.
4. The accounts rendered by the Receiver’s legal counsel, Borden Ladner Gervais LLP (“**BLG**”), in the amount \$84,692.85 (plus GST), for the period of November 1, 2020 to May 31, 2021, as described in the Receiver’s Fifth Report, are hereby approved without the necessity of a formal passing of its accounts.
5. The Receiver’s activities as set out in the Receiver’s Fifth Report, and in all of its prior reports filed herein, together with the Statement of Receipts and Disbursements as attached to the Receiver’s Fifth Report, are hereby ratified and approved.
6. The Receiver is hereby authorized and directed to pay any remaining professional fees and disbursements (including those of BLG) up to an aggregate amount of \$35,000.00 (including GST), as described in the Receiver’s Fifth Report, and such final fees or disbursements are hereby approved without the necessity of a formal passing of its accounts.
7. BDO, in its capacity as Receiver and as Trustee, is hereby authorized and directed to issue the notice of disclaimer, in the form appended to the Fifth Report (the “**Notice of Disclaimer**”), pertaining to residual interests described in the Notice of Disclaimer (the “**Residual Interests**”).

The Notice of Disclaimer is hereby ratified and approved. The Receiver is hereby directed to post a copy of the Notice of Disclaimer on its website, and the Receiver or Trustee are permitted, but not required, to provide a copy of the Notice of Disclaimer to any other person the Receiver or Trustee, as the case may be, deems appropriate.

8. The Receiver is authorized and directed to complete any outstanding land transfers in respect of purchase and sale transactions or quitclaims entered into by the Receiver during these proceedings.
9. On the evidence before the Court, the Receiver 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 Receiver 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 fraud, gross negligence or willful misconduct on the part of the Receiver, or with leave of the Court. Subject to the foregoing, any claims against the Receiver in connection with the performance of its duties are hereby stayed, extinguished and forever barred.
10. No action or other proceedings shall be commenced against the Receiver in any way arising from or related to its capacity or conduct as Receiver, except with prior leave of this Court on Notice to the Receiver, and upon such terms as this Court may direct.
11. Upon the Receiver filing with the Clerk of the Court a sworn Affidavit of a licensed trustee employed by the Receiver confirming that all matters set out in paragraphs 6, 7 and 8 of this Order have been completed, the Receiver shall be discharged as Receiver of the Debtor, provided however that notwithstanding its discharge herein (i) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the Receivership herein, and (ii) the Receiver 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 Receiver in its capacity as Receiver.
12. BDO is hereby authorized and directed to retain the Debtor's books and records in its capacity as Trustee until otherwise ordered by the Court or as otherwise provided for under the BIA.
13. Service of this Order shall be deemed good and sufficient by:
  - a. serving this Order on those interested parties attending or represented at the within Application; and
  - b. by posting a copy of this Order on the Receiver's website.

14. No other persons are entitled to be served with a copy of this Order.

A handwritten signature in black ink, appearing to be 'H. A.', written above a horizontal line.

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Justice of the Court of Queen's Bench of Alberta