

COURT FILE NUMBER **2401-05179**
COURT **COURT OF KING'S BENCH OF ALBERTA**
JUDICIAL CENTRE **CALGARY**

Clerk's Stamp

**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 ALPHABOW ENERGY LTD.**

DOCUMENT **AFFIDAVIT OF PATRICIA MERCIK**

ADDRESS FOR
SERVICE AND
CONTACT
INFORMATION OF
PARTY FILING THIS
DOCUMENT

Code Hunter LLP
Barristers
850, 440 – 2 Avenue SW
Calgary, AB T2P 5E9

Katherine Reiffenstein
Counsel for Bearspaw Petroleum Ltd.
Telephone: 403.234.9800
Facsimile: 403.261.2054
File No: 11950.003

Affidavit of PATRICIA MERCIK sworn December 12, 2024

I, Patricia Mercik of Calgary, Alberta swear that:

1. I am a legal assistant at Code Hunter LLP, counsel for Bearspaw Petroleum Ltd., and as such have personal knowledge of the matters herein deposed to except where stated to be based on information and belief, and where so stated, I verily believe the same to be true.
2. I am informed by my review of Code Hunter LLP's files and by Katherine Reiffenstein lawyer for Bearspaw Petroleum Ltd., that:
 - a. the letter from Ms. Reiffenstein dated November 13, 2024 and attached hereto as **Exhibit "A"** was sent to the addressees of the letter on November 13, 2024.
 - b. the letter from Ms. Reiffenstein dated November 19, 2024 and attached hereto as **Exhibit "B"** was sent to the addressees of the letter on November 19, 2024.

c. the letter from Ms. Reiffenstein dated December 9, 2024 and attached hereto as **Exhibit "C"** was sent to the addressees of the letter on December 9, 2024.

3. I make this Affidavit in respect of the Application of AlphaBow Energy Ltd. to be heard on December 19, 2024.

SWORN BEFORE ME at Calgary, Alberta,)
this 12th day of December, 2024.)

Devyn Millette)
_____)
Commissioner for Oaths)
in and for the Province of Alberta)

Patricia Mercik)
_____)
PATRICIA MERCIK)

Devyn Mary-Anne Millette
A Commissioner for Oaths
In and for Alberta
Commission Expires: January 4, 2027

THIS IS EXHIBIT " A "
to the Affidavit of
Patricia Mercik
Sworn before me this 12
day of December, 2024.
Devyn Millette

CODE HUNTER
BARRISTERS

November 13, 2024

Devyn Mary-Anne Millette
A Commissioner for Oaths
in and for Alberta
Commission Expires: January 4, 2027

Katherine Reiffenstein
Direct: (403) 716-2397
katherine.reiffenstein@codehunterllp.com

Assistant: Trish Mercik
Direct: (403) 232-4372
trish.mercik@codehunterllp.com

Our File: 11950.003

VIA EMAIL

Cassels Brock & Blackwell LLP
888 3rd Street S.W., Suite 3810
Calgary, Alberta T2P 5C5

Bennett Jones LLP
4500 Bankers Hall East
855 2 Street S.W.
Calgary, Alberta T2P 4K7

Attention: Jeffrey Oliver

Attention: Keely Cameron
Sarah Aaron

Dear Mesdames/Sir:

Re: AlphaBow Energy Ltd. CCAA Proceedings

We have reviewed the Affidavit of Ben Li filed November 12, 2024 and note that AlphaBow's proposed Asset Purchase and Sale Agreement with North 40 Resources Ltd., attached as Exhibit "E", lists a working interest of 18.0879% in the well identified as 10/07-15-029-20W4/00 (the "7-15 Well") as an asset to be conveyed to North 40 Resources Ltd. (page A-16 of the well schedule).

The well schedule does not specify that the 18.079% working interest is AlphaBow's Unit Participation interest in natural gas pursuant to the Wayne Rosedale Glauconitic Unit No. 1 Unit Operating Agreement.

Our client Bears paw Petroleum Ltd. submitted a claim to the Monitor with respect to the oil produced from the 7-15 Well, in accordance with the Claims Procedure.

Can you please advise:

1. Will Bears paw's claim be addressed by the Monitor prior to the November 21, 2024 application to approve the sale to North 40?

2. Has the Monitor notified North 40 been notified of Bearspaw's claim with respect to the oil produced from the 7-15 Well?

Thank you for your prompt attention to this matter.

Yours truly,



Katherine Reiffenstein

THIS IS EXHIBIT " B "
to the Affidavit of

Patricia Mercik
Sworn before me this 12
day of December, 2024.
Devyn Millette

CODE HUNTER BARRISTERS

November 19, 2024

Devyn Mary-Anne Millette
A Commissioner for Oaths
In and for Alberta
Commission Expires: January 4, 2027

Katherine Reiffenstein
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Our File: 11950.003

VIA EMAIL

Lawson Lundell LLP
225 6th Avenue S.W., Suite 1100
Calgary, Alberta T2P 1N2

Bennett Jones LLP
4500 Bankers Hall East
855 2 Street S.W.
Calgary, Alberta T2P 4K7

Attention: Bernadita Tamura-O'Connor

Attention: Keely Cameron
Sarah Aaron

Dear Mesdames:

Re: AlphaBow Energy Ltd. CCAA Proceedings

We write in regard to the contemplated Purchase and Sale Agreement between AlphaBow Energy Ltd. and North 40 Resources Ltd. (the "Agreement") and the form of Order (Sales Approval and Vesting) in respect of the Agreement.

We attach the Originating Application of Bearspaw Petroleum Ltd. filed on September 6, 2024 as Action No. 2401-12358, currently adjourned *sine die*, and the unfiled Amended Originating Application that was provided to AlphaBow on October 23, 2024.

Bearspaw's claim is for both for a monetary remedy and for declarations in respect of ownership of oil produced from the well identified as 100/07-15-029-20W4/00 (the "7-15 Well").

Schedule "A" to the Agreement lists a working interest of 18.0879% in the well identified as 100/07-15-029-20W4/00 (the "7-15 Well") as an asset to be conveyed to North 40 Resources Ltd. (page A-6 of the well schedule).

That description is inaccurate and purports to convey interests in oil to North 40 that are held by Bearspaw. Bearspaw's position, as outlined in the Amended Originating Application, is that AlphaBow owns no working interest in the oil produced from the 7-15 Well.

Bears paw opposes the application to approve the Agreement by the proposed Order, unless the Wayne-Rosedale Unit No. 1 Agreement (the agreement by which AlphaBow asserts an interest in oil produced from the 7-15 Well) is removed from the Agreement.

If this request is not agreed to, we will attend court on November 21, 2024 to oppose entry of the Order.

Thank you for your prompt attention to this matter.

Yours truly,



Katherine Reiffenstein

cc: Jeffrey Oliver – Cassels Brock and Blackwell LLP
email: joliver@cassels.com

CODE HUNTER BARRISTERS

Katherine Reiffenstein

Direct: (403) 716-2397

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Assistant: Trish Mercik

Direct: (403) 232-4372

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Our File: 11950.003

December 9, 2024

VIA EMAIL

Bennett Jones LLP
4500 Bankers Hall East
855 2 Street S.W.
Calgary, Alberta T2P 4K7

EnerNEXT
444 – 5 Avenue S.W.
Suite #1600
Calgary, Alberta T2P 2T8

Attention: Keely Cameron

Attention: William M. Laurin

Dear Madam/Sir:

Re: AlphaBow Energy Ltd. CCAA Proceedings

Bears paw wishes to negotiate a resolution to its claim for oil produced from the well at 100/07-15-029-20W4/00 (the "7-15 well") but cannot finalize its proposal to the parties without information as to the proceeds paid to AlphaBow and/or withheld by Torxen in respect of oil produced from the 7-15 Well since March 2020.

We ask that AlphaBow provide its information in this regard, and repeat our request to Torxen to provide its information. If the information cannot be provided, please let me know by December 11, 2024.

Yours truly,



Katherine Reiffenstein

cc: Jeffrey Oliver – Cassels Brock and Blackwell LLP
email: joliver@cassels.com

THIS IS EXHIBIT " C "
to the Affidavit of

Patricia Mercik

Sworn before me this 12

day of December, 2024.

Devyn Millette

Devyn Mary-Anne Millette
A Commissioner for Oaths
in and for Alberta
Commission Expires: January 4, 2027