

B201-624152



ESTATE NUMBER 25-624152

COURT COURT OF QUEEN’S BENCH OF ALBERTA IN BANKRUPTCY AND INSOLVENCY

JUDICIAL CENTRE CALGARY

PROCEEDING IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY OF DIRECT OIL & GAS INC.

APPLICANT MNP LTD., IN ITS CAPACITY AS TRUSTEE IN BANKRUPTCY OF DIRECT OIL & GAS INC.


DOCUMENT **ORDER – UNREALIZED ASSETS**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
 Gowling WLG (Canada) LLP
 Suite 1600, 421 7th Avenue SW
 Calgary AB T2P 4K9

Attention: Tom Cumming / Caireen E. Hanert
 Telephone: (403) 606-4592 / (403) 298-1992
 Email: tom.cumming@gowlingwlg.com / caireen.hanert@gowlingwlg.com
 File No.: A163489

DATE ON WHICH ORDER WAS PRONOUNCED: December 6, 2021

LOCATION OF HEARING OR TRIAL: Calgary, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: Honourable Justice  E.J. Sidnell

UPON the Application of MNP Ltd., in its capacity as the trustee in bankruptcy (the “**Trustee**”) of Direct Oil & Gas Inc. (“**Direct**”); AND UPON reviewing the Fourth Report of the Trustee dated December 2, 2021; AND UPON noting that the Unrealized Assets (as defined below) were actively marketed as part of the sales process, but for which no offers were received; AND UPON noting that the Trustee is of the opinion that the Unrealized Assets are unsaleable; AND UPON being advised by the Trustee that (a) the estate of Direct (the “**Estate**”) continues to incur costs for the Unrealized Assets, (b) insurance on the Unrealized Assets will expire on February 1, 2022 and the Trustee has been unable to secure additional insurance, and (c) there are insufficient funds in the Estate to keep the Unrealized Assets in the Estate and incur associated costs up to and including the date of the Trustee’s discharge;

AND UPON noting that the Alberta Energy Regulator (the “**AER**”) does not object to this Order in the circumstances of this bankruptcy, as (a) the sales process has been run and the Trustee has determined that the Unrealized Assets are unsaleable, (b) the AER’s field offices have noted possible environmental and safety

concerns with the state in which the pipelines that form part of the Unrealized Assets were left, (c) the Trustee has advised that there are insufficient funds in the Estate to ensure that the pipelines are properly discontinued, and (d) the Trustee has further advised that the remaining funds in the estate will cover the legal and professional fees of the bankruptcy with no surplus funds for distribution.; AND UPON hearing that the Trustee will notify working interest participants in the Unrealized Assets (as identified in the books and records of Direct) of this Order;

AND UPON hearing from counsel for the Trustee, the AER, and any other parties present:

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of this Application and all supporting materials is hereby abridged, if necessary, no other persons are required to have been served, and this Application is properly returnable before this Honourable Court today.
2. This Order shall be served on those interested parties who attended or were represented at this Application, and service may be effected by facsimile, electronic mail, personal delivery or courier. Service of this order on any person not attending this Application is hereby dispensed with, except as set out herein.
3. Subject to paragraph 4, all of the Trustee's right, title and interest, if any, in and to the wells, facilities and pipelines listed in Schedule 1 to the Notice of Transfer of Unrealized Assets (defined in paragraph 5 hereto) and all surface leases and mineral leases associated therewith (collectively, the "**Unrealized Assets**", and an individual component, an "**Unrealized Asset**") shall vest absolutely in and be deemed to be re-transferred to Direct and its successors and assigns, subject to any and all caveats, security interests, hypothecs, pledges, mortgages, liens, trusts or deemed trusts, reservations of ownership, royalties, options, rights of pre-emption, privileges, interests, assignments, actions, judgements, executions, levies, taxes, writs of enforcement, charges, or other claims, whether contractual, statutory, financial, monetary or otherwise, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise, attaching to the Unrealized Assets as of the date hereof.
4. Following the date of this Order, the Trustee shall make arrangements with the Alberta Energy Regulator for the orderly transition of the Unrealized Assets to the Orphan Well Association or another responsible party. Once the Trustee has made such arrangements with the AER, the Trustee shall file with this Court a certificate confirming such arrangements, substantially in the form attached set out in **Schedule "A"** hereto (the "**Trustee's Certificate**"), whereupon:
 - (a) the vesting and retransfer of the Unrealized Assets in and to Direct and its successors and assigns provided for in paragraph 3 hereof shall become effective, the Unrealized Assets shall cease to be included in or form part of the estate of Direct in bankruptcy, and the Trustee shall cease to be a "trustee" of the Unrealized Assets for the purposes of the *Oil and Gas Conservation Act* (Alberta) (the "**OGCA**") or the *Pipeline Act* (Alberta);

- (b) the Trustee shall have no further obligations in respect of the Unrealized Assets; and
- (c) the Trustee shall not be liable for any act or omission in respect of the Unrealized Assets, including without limitation, any act or omission pertaining to the discharge of its duties in respect of the Unrealized Assets in the within proceedings, save and except for any liability arising out of any gross negligence or wilful misconduct on their part, or with leave of the Court,

provided that if at any time prior to the Trustee filing the Trustee's Certificate, a working interest participant in an Unrealized Asset (a "**WI Participant**") requests in writing that the Trustee convey such Unrealized Asset to the WI Participant, and the WI Participant provides evidence satisfactory to the Trustee and the AER of the WI Participant's working interest in such Unrealized Asset, the Trustee may on notice to the Alberta Energy Regulator convey its interest in such Unrealized Asset to the WI Participant, whereupon such Unrealized Asset shall cease to form part of the Unrealized Assets, provided further that if such Unrealized Asset includes any licence, permit or approval pursuant to section 24 of the *OGCA* or section 18 of the *Pipeline Act*, the conveyance of such licence, permit or approval shall be subject to such sections.

5. Upon the vesting and retransfer of the Unrealized Assets pursuant to paragraph 3 hereof becoming effective pursuant to paragraph 4 hereof:

- (a) the Trustee shall serve a notice of transfer of Unrealized Assets, substantially in the form attached as **Schedule "B"** hereto (the "**Notice of Transfer of Unrealized Assets**"), on the service list electronically and post the Notice of Transfer of Unrealized Assets on the Trustee's website; and
- (b) the Trustee shall serve all WI Participants with this Order and the Notice of Transfer of Unrealized Assets, and shall not file the Trustee's Certificate for a period of at least ten (10) days after notification of the WI Participants to permit them to make a request as set out in paragraph 4 herein.

6. Subject to paragraph 4(c) hereof, any claims against the Trustee in respect of the Unrealized Assets, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission of the Trustee in any way relating to or arising out of or in respect of the performance of its regarding the Unrealized Assets, are hereby stayed, released, extinguished and forever barred, and no action or other proceeding shall be commenced against the Trustee in any way arising from or related to its conduct as Trustee in respect of the Unrealized Assets, except with prior leave of this Court on notice to the Trustee, and upon such terms as this Court may direct.

7. The Trustee and any other interested party, shall be at liberty to apply for further advice, assistance and direction as may be necessary in order to give full force and effect to the terms of this Order.

8. Service of this Order shall be deemed good and sufficient by:

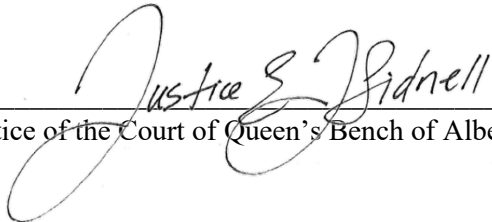
- (a) serving the same on:
 - (i) the persons listed on the service list created in these proceedings;

- (ii) any other person served with notice of the application for this Order;
- (iii) any other parties attending or represented at the application for this Order;
- (iv) the Purchaser or the Purchaser's solicitors; and

(b) posting a copy of this Order on the Trustee's website at:
<https://mnpdebt.ca/en/corporate/corporate-engagements/direct-oil-and-gas-inc>;

and service on any other person is hereby dispensed with.

9. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.


Justice of the Court of Queen's Bench of Alberta

SCHEDULE “A”

Trustee’s Certificate

ESTATE NUMBER	25-624152	<div style="border: 1px solid black; padding: 10px; width: fit-content;">Clerk’s Stamp</div>
COURT	COURT OF QUEEN’S BENCH OF ALBERTA	
JUDICIAL CENTRE	CALGARY	
PROCEEDING	IN THE MATTER OF THE BANKRUPTCY OF DIRECT OIL & GAS INC.	
APPLICANT	MNP LTD., IN ITS CAPACITY AS TRUSTEE IN BANKRUPTCY OF DIRECT OIL & GAS INC.	
DOCUMENT	TRUSTEE’S CERTIFICATE	
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Gowling WLG (Canada) LLP Suite 1600, 421 7th Avenue SW Calgary AB T2P 4K9 Attention: Thomas Cumming / Caireen E. Hanert Telephone: (403) 606-4592 / (403) 298-1992 Email: tom.cumming@gowlingwlg.com caireen.hanert@gowlingwlg.com File No. A163489	

RECITALS

- A. Direct Oil & Gas Inc. (“**Direct**”) became bankrupt pursuant to an assignment for the benefit of its creditors that it filed with the Official Receiver on February 28, 2020 under section 49 of the *Bankruptcy and Insolvency Act* (Canada) (the “**BIA**”) and MNP Ltd. was appointed as the trustee of the estate of Direct in bankruptcy (in such capacity, the “**Trustee**”).

- B. The Trustee carried out a marketing and sale process with respect to the assets of Direct but was unable to sell a portion of the assets and the inspectors of the estate of Direct have authorized the Trustee to dispose to Direct or its successors and assigns any such unrealized assets pursuant to section 40 of the *BIA* and apply to the Court of Queen’s Bench of Alberta (the “**Court**”) for an Order effecting such disposition.

C. Pursuant to an Order of the Honourable Justice ~~J.E.~~^{EJ} Sidnell pronounced December 6, 2021 (the “**Order**”), the Court vested all of the Trustee’s right, title and interest in and to the wells, facilities and pipelines listed in Schedule 1 to the Notice of Transfer of Unrealized Assets (defined in paragraph 3(b) of the Order) and all surface leases and mineral leases associated therewith (collectively, the “**Unrealized Assets**”), effective upon the Trustee filing this Certificate with the Court.

THE TRUSTEE CERTIFIES that the Trustee and the Alberta Energy Regulator have made arrangements for the orderly surrender of the Unrealized Assets to the Orphan Well Association.

This Certificate was delivered by the Trustee at [**Time**] on [**Date**].

MNP LTD., in its capacity as Trustee in
Bankruptcy of **Direct Oil & Gas Inc.**, and not
in its personal capacity
Per:

Name:
Title:

SCHEDULE "B"

Notice of Transfer of Unrealized Assets

CONTEXT:

- A. MNP Ltd. is the trustee in bankruptcy (the "**Trustee**") of Direct Oil & Gas Inc. ("**Direct**");
- B. The Trustee has been unable to sell the wells, facilities and pipelines listed on **Schedule 1** hereto and the surface leases and mineral leases associated therewith (collectively, the "**Unrealized Assets**");
- C. The inspectors of the estate of Direct in bankruptcy have authorized the Trustee to dispose to Direct and its successors and assigns any right, title or interest of the Trustee in and to the Unrealized Assets pursuant to section 40 of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3;
- D. Pursuant to an Order of the Honourable Justice ~~J.E.~~^{EJ} Sidnell of the Court of Queen's Bench of Alberta (the "**Court**") pronounced on December 6, 2021, all of the right, title and interest of the Trustee in and to the Unrealized Assets has been vested in and to Direct and its successors and assigns, conditional upon the Trustee filing the Trustee's Certificate (as defined in the Order) with the Court;
- E. The Trustee has filed the Trustee's Certificate with the Court.

NOW THEREFORE KNOW ALL MEN BY THESE PRESENTS THAT:

- 1. All of the right, title and interest of the Trustee in and to the Unrealized Assets has vested in Direct or its successors and assigns; and
- 2. The Trustee has no further interest in or obligations in respect of the Unrealized Assets.

IN WITNESS WHEREOF, the Trustee executed this Notice of Transfer of Unrealized Assets this day of , 2021.

SIGNED, SEALED AND DELIVERED

MNP Ltd., in its capacity as the
Trustee in Bankruptcy of
Direct Oil & Gas Inc.,
and not in its corporate or personal capacity
Per:

Name:
Title:

Schedule 1
to Notice of Transfer of Unrealized Assets

Remaining Wells

Direct Oil & Gas Inc. as Licensee											
Eureka Well List											
	UWI	Location			Status	Formation	Licensee	Direct W/P%			
		lsd	sec	twp rge mer							
0215904	100/04-29-087-03W6/0	100	04	29 087 03 6	0	Water Disposal	Direct Oil	100%			
0205134	102/03-32-087-03W6/2	102	03	32 087 03 6	2	Gas	Direct Oil	100%			
Vista Well List											
	UWI	Location			Status	Formation	Licensee	Direct W/P%			
		lsd	sec	twp rge mer							
0277721	100/08-17-095-23W5/0	100	08	17 095 23 5	0	Suspended Gas	Direct Oil	100%			
0249884	100/08-36-095-24W5/0	100	08	36 095 24 5	0	Suspended Gas	Direct Oil	100%			
0266776	100/09-03-096-24W5/0	100	09	03 096 24 5	0	Suspended Gas	Direct Oil	100%			
0267354	100/03-16-096-24W5/0	100	03	16 096 24 5	0	Suspended Gas	Direct Oil	100%			
0266175	100/11-19-096-24W5/0	100	11	19 096 24 5	0	Suspended Gas	Direct Oil	100%			
0265815	100/16-02-097-25W5/0	100	16	02 097 25 5	0	Suspended Gas	Direct Oil	100%			
0278091	100/16-03-097-25W5/0	100	16	03 097 25 5	0	Suspended Gas	Direct Oil	100%			
0266165	100/14-11-097-25W5/0	100	14	11 097 25 5	0	Suspended Gas	Direct Oil	100%			
0263740	100/16-10-096-01W6/0	100	16	10 096 01 6	0	Water Disposal	Wabamun	100%			
0278081	100/14-11-096-01W6/0	100	14	11 096 01 6	0	Suspended Gas	Shunda	100%			
0251450	100/05-21-096-01W6/0	100	05	21 096 01 6	0	Suspended Gas	Shunda	100%			
0277930	100/08-24-097-01W6/2	100	08	24 097 01 6	2	Suspended Gas	Bluesky	100%			

Hotchkiss Well List											
	UWI	Location			Status	Formation	Licensee	Direct W/P%			
		lsd	sec	twp rge mer							
0185702	100/16-17-094-25W5/0	100	16	17 094 25 5	0	Gas	Direct Oil	100%			
0072660	100/06-21-094-25W5/2	100	06	21 094 25 5	2	Suspended Gas	Direct Oil	100%			
0073821	100/06-03-095-25W5/0	100	06	03 095 25 5	0	Gas	Direct Oil	48.75%			
0276951	100/11-11-095-25W5/0	100	11	11 095 25 5	0	Suspended Gas	Direct Oil	100%			
0232775	100/02-22-095-25W5/0	100	02	22 095 25 5	0	Gas	Direct Oil	100%			
0276932	100/16-23-095-25W5/0	100	16	23 095 25 5	0	Gas	Direct Oil	100%			

Lovet Well List											
	UWI	Location			Status	Formation	Licensee	Direct W/P%			
		lsd	sec	twp rge mer							
0066294	100/10-18-094-02W6/2	100	10	18 094 02 6	2	Water Disposal	Direct Oil	100%			
0067745	100/06-20-094-02W6/0	100	06	20 094 02 6	0	Suspended Gas	Direct Oil	100%			
0061312	102/07-13-094-03W6/0	102	07	13 094 03 6	0	Water Disposal	Direct Oil	100%			
0203894	100/05-29-094-03W6/2	100	05	29 094 03 6	2	Suspended Gas	Direct Oil	100%			
0074058	100/07-35-094-03W6/0	100	07	35 094 03 6	0	Suspended Gas	Direct Oil	100%			
0231030	100/03-02-095-03W6/0	100	03	02 095 03 6	0	Suspended Gas	Direct Oil	100%			
0190823	100/09-31-095-03W6/0	100	09	31 095 03 6	0	Suspended Gas	Direct Oil	100%			
0280832	100/03-32-095-03W6/0	100	03	32 095 03 6	0	Suspended Gas	Direct Oil	100%			
0212354	100/06-06-096-03W6/0	100	06	06 096 03 6	0	Suspended Gas	Direct Oil	100%			

Chinchaga Well List												
		Location							Status	Formation	Licensee	Direct WI%
UWI		lsd	sec	twp	rge	mer						
0384735	100/13-16-096-09W6/0	100	13	16	096	09	6	0	Gas	Gething	Direct Oil	100%
0372969	100/07-21-096-09W6/2	100	07	21	096	09	6	2	Gas	Gething	Direct Oil	100%
0348860	100/04-30-096-09W6/0	100	04	30	096	09	6	0	Gas	Bluesky	Direct Oil	56.32%B, 45%A
0374480	100/12-10-096-10W6/0	100	12	10	096	10	6	0	Suspended Gas	Mntrn,Blsk	Direct Oil	100%
0406920	100/16-12-096-10W6/2	100	16	12	096	10	6	2	Gas	Bluesky	Direct Oil	100%
0392549	100/07-23-096-10W6/0	100	07	23	096	10	6	0	Gas	Bluesky	Direct Oil	100%
0349267	100/04-24-096-10W6/0	100	04	24	096	10	6	0	Gas	Bluesky	Direct Oil	100%B, 45%A
0369789	100/16-24-096-10W6/0	100	16	24	096	10	6	0	Suspended Gas	Bluesky	Direct Oil	100%
Hamburg Well List												
		Location							Status	Formation	Licensee	Direct WI%
UWI		lsd	sec	twp	rge	mer						
0316685	100/13-03-097-11W6/0	100	13	03	097	11	6	0	Suspended Gas	Montney	Direct Oil	100%
Subtotal Number of Wells		38										
Other as Licensee												
Hotchkiss Well List												
		Location							Status	Formation	Licensee	Direct WI%
UWI		lsd	sec	twp	rge	mer						
0156403	100/05-05-094-01W6/0	100	05	05	094	01	6	0	Suspended Gas	Debolt	Enercapita	14.38%
0158359	100/12-08-094-01W6/0	100	12	08	094	01	6	0	Suspended Gas	Debolt	Enercapita	APEN16.57%
0048080	100/11-17-094-01W6/0	100	11	17	094	01	6	0	Suspended Gas	Elkton	Enercapita	21.56%
0065042	100/06-32-094-01W6/0	100	06	32	094	01	6	0	Suspended Gas	Elkton	Enercapita	25.43%
0061959	100/07-33-094-01W6/0	100	07	33	094	01	6	0	Suspended Gas	Elkton	Enercapita	28.75%
0051471	100/07-34-094-02W6/0	100	07	34	094	02	6	0	Suspended Wtr Disp	Elkton	CNRL	21.56%
0048523	100/07-03-095-02W6/0	100	07	03	095	02	6	0	Suspended Gas	Elkton	Enercapita	27.09%
0064512	100/07-10-095-02W6/0	100	07	10	095	02	6	0	Suspended Gas	Elkton	Enercapita	25.43%
Subtotal Number of Wells		8										
Total Number of Wells		46										

Remaining Pipelines

License #	Line #	From Location	To Location
A28146	1	15-12-096-12W6	15-12-096-12W6
A31906	1	03-32-087-03W6	04-29-087-03W6
A37754	1	15-10-096-01W6	07-03-096-02W6
A39898	1	03-32-095-03W6	16-30-095-03W6
A44410	1	06-03-097-11W6	15-04-097-11W6
A44410	2	15-04-097-11W6	04-09-097-11W6
A50061	1	08-25-096-10W6	10-25-096-10W6
A52304	1	03-32-087-03W6	03-32-087-03W6
A59481	7	11-29-094-25W5	12-29-094-25W5
A59481	8	12-29-094-25W5	11-29-094-25W5
A59481	20	10-26-095-25W5	10-26-095-25W5
A59482	1	01-19-094-02W6	10-18-094-02W6
A59482	2	10-18-094-02W6	07-13-094-03W6
A59482	3	05-29-094-03W6	15-30-094-03W6
A59482	4	07-33-094-03W6	05-35-094-03W6

License #	Line #	From Location	To Location
A59482	5	10-06-096-03W6	03-20-095-03W6
A59482	6	06-29-095-03W6	13-20-095-03W6
A59482	7	16-30-095-03W6	16-30-095-03W6
A59482	8	03-02-095-03W6	05-35-094-03W6
A59482	9	03-20-095-03W6	13-03-095-03W6
A59482	10	13-03-095-03W6	12-03-095-03W6
A59482	11	12-03-095-03W6	07-33-094-03W6
A59482	12	05-35-094-03W6	07-35-094-03W6
A59482	13	05-35-094-03W6	07-35-094-03W6
A59482	14	07-35-094-03W6	07-13-094-03W6
A59482	15	07-35-094-03W6	07-13-094-03W6
A59482	16	06-20-094-02W6	16-18-094-02W6
A59486	1	15-30-094-03W6	07-33-094-03W6
A59488	1	04-36-094-25W5	04-36-094-25W5
A59488	7	16-17-094-25W5	06-20-094-25W5
A59492	1	15-10-096-01W6	07-03-096-02W6
A59492	2	09-17-096-24W5	14-14-096-25W5
A59492	3	14-14-096-25W5	15-10-096-01W6
A59492	4	14-11-097-25W5	06-01-097-25W5
A59492	5	06-01-097-25W5	09-17-096-24W5
A59492	6	02-31-096-24W5	15-30-096-24W5
A59492	7	11-19-096-24W5	03-29-096-24W5
A59492	8	07-36-095-24W5	09-17-096-24W5
A59492	9	09-03-096-24W5	03-11-096-24W5
A59492	10	08-36-095-24W5	07-36-095-24W5
A59492	11	03-16-096-24W5	06-16-096-24W5
A59492	12	08-24-097-01W6	06-01-097-25W5
A59492	13	08-17-095-23W5	07-30-095-23W5
A59492	14	07-30-095-23W5	07-36-095-24W5
A59492	15	14-11-096-01W6	15-10-096-01W6
A59492	16	05-21-096-01W6	15-10-096-01W6
A59492	17	11-20-096-01W6	05-21-096-01W6
A59492	18	16-03-097-25W5	02-11-097-25W5
A59492	19	12-36-096-25W5	16-36-096-25W5
A59493	1	04-30-096-09W6	02-25-096-10W6
A59493	2	05-29-096-09W6	04-30-096-09W6
A59493	3	05-22-096-10W6	04-24-096-10W6
A59493	4	07-21-096-09W6	05-29-096-09W6
A59493	5	12-10-096-10W6	13-15-096-10W6
A59493	6	13-15-096-10W6	05-22-096-10W6
A59493	7	13-16-096-09W6	09-20-096-09W6
A59493	8	14-13-096-10W6	03-24-096-10W6
A59493	9	07-23-096-10W6	07-23-096-10W6
A59493	10	09-13-096-10W6	14-13-096-10W6

License #	Line #	From Location	To Location
A59493	11	16-12-096-10W6	09-13-096-10W6
A59493	12	04-24-096-10W6	02-25-096-10W6

Remaining Facilities

Direct as Licensee					
License No	Location	Facility	Licensee	Area	WI
F17234	03-32-087-03W6M	Battery	Direct Oil	Eureka	100%
F17235	03-32-087-03W6M	Battery	Direct Oil	Eureka	100%
F17263	11-22-087-07W6M	Amine Skid	Direct Oil	Worsley	54.853%
F17606	10-18-094-02W6M	Injection Plant	Direct Oil	Lovet	100%
F17610	07-13-094-03W6M	Gas Plant	Direct Oil	Lovet	100%
F17611	07-13-094-03W6M	Injection Plant	Direct Oil	Lovet	100%
F26563	15-10-096-01W6M	Gas Plant	Direct Oil	Vista	100%
F38618	08-25-096-10W6M	Gas Plant	Direct Oil	Chinchaga	100%
F41036	15-10-096-01W6M	Injection Plant	Direct Oil	Vista	100%
F43554	11-22-087-07W6M	Battery	Direct Oil	Worsley	100%
Subtotal Number of Facilities		10			
Other as Licensee					
License No	Location	Facility	Licensee	Area	WI
F23625	10-34-093-01W6M	Battery	Surge	Hotchkiss	6.6667%
F17264	11-22-087-07W6M	Gas Plant	CNRL	Worsley	100%
Subtotal Number of Facilities		2			
Total Number of Facilities		12			

Together with all of the right, title or interest of the Trustee in and to any and all surface leases, mineral leases, equipment and any other assets relating to the forgoing.