COURT FILE NUMBER

1501-12220

COURT

COURT OF QUEEN'S BENCH OF

ALBERTA

JUDICIAL CENTRE

CALGARY

PLAINTIFF(S)

ALBERTA TREASURY BRANCHES

DEFENDANT(S)

COGI LIMITED PARTNERSHIP,

CANADIAN OIL & GAS INTERNATIONAL INC., AND

CONSERVE OIL 1st CORPORATION

DOCUMENT

AFFIDAVIT

ADDRESS FOR SERVICE

AND

CONTACT INFORMATION

OF

PARTY FILING THIS

DOCUMENT

MacDONALD HANLEY
Barristers and Solicitors

Attention: James G. Hanley 2050, 736 - 6 Avenue SW

Calgary, AB, T2P 3T7 Tel: 403-668-5432

Fax: 403-233-2033 File No.: 53376.001JGH

jhanley@macdonaldhanley.com

CLERK OF THE COURT

Fierks Stamp

JUL 2 0 2018

JUDICIAL CENTRE

OF CALGARY

AFFIDAVIT OF GARY TAYLOR

Sworn on July <u>20</u>, 2018

- I, Gary Taylor, of the City of Calgary, in the Province of Alberta, make oath and say as follows:
 - 1. I am the Controller of Firenze Energy Ltd. (Firenze), and as such have knowledge of the matters here and after deposed to.
 - 2. Attached as Exhibit "A" to this Affidavit is my Statement of Account reconciliation.
 - This Affidavit is in response to the claim advanced by the Receiver against Firenze relating to the outstanding indebtedness and having regard to the decision of this court in relation to the amounts owing and payable.
 - 4. It appears that the Receiver and its consultant have calculated the amounts owing based on the books and records of COGI without regard to a number of factors. The initial amount claimed in the pre-Receivership category by the Receiver is \$488,997.79. I believe that that amount ought to be reduced to \$398,227.26. Firenze has disputed \$91,886.90 of that pre-Receivership amount. It is Firenze's position that that amount was not owing prior to the Receivership, and the Receiver's claim ought to be reduced by that amount.

- 5. Of the \$91,886.90 referred to above, \$40,922.79 relate to disputed overhead charges at the 4-11 Weyburn Battery. This amount was arrived at by a joint venture audit and I believe that having regard to the Operating Agreements, Firenze is entitled to have this amount credited pre-Receivership, as it was not then owing. It would appear that the reduction was never reflected in the COGI books.
- 6. Of the \$91,886.90, \$7,644.88 relates to property taxes at Marten Creek 14-10. I believe that Firenze was billed their share of property taxes and paid it directly and COGI billed Firenze 50% of the property taxes when they were Operator. Firenze advised COGI of this, and further advised that they had paid their share and were entitled to a credit. I believe that this amount has been incorrectly billed by COGI and Firenze is entitled to an adjustment.
- 7. Of the \$91,886.90, \$22,174.50 relates to charges Firenze disputed for wells at 14-7 and 15-7. These wells were 100% owned by COGI and Firenze had no responsibility for any working interest expenses. I believe that COGI incorrectly billed these amounts to Firenze and Firenze is entitled to a reduction of this amount.
- 8. Of the \$91,886.90, \$10,696.64 relates to COGI's half of the \$21,503.27 Carmangay fuel gas dispute. Firenze and COGI agreed that they would split the charges.
- 9. The remaining \$10,328.09 billed to Firenze pre-Receivership and Firenze has requested back-up information to determine the validity of these billings but it has not been received.
- 10. These summarize the pre-Receivership disputes Firenze has with the Receiver's claim and if successful, would reduce the total by \$91,886.20 and I believe that Firenze is entitled to a credit of this amount against the pre-Receivership amounts claimed by the Receiver.
- 11. The post-Receivership amounts are acceptable save for a disputed invoice in the amount of \$1,120.00. Firenze requested back-up with respect to this invoice and it has not been received. The amount of the Court post-Receivership claims by the Receiver total \$410,476.24 and it is only \$1,120.00 that Firenze disputes, solely due to lack of back-up.
- 12. Both of the above two categories and invoices arose at a time when COGI was the Operator, according to the ruling of this Court. Post Receivership and post change of Operatorship from September 2016 to present, there are substantial monies owing to Firenze by COGI. Those items are set out. Generally speaking, it appears that the Receiver is prepared to accept and approve JIB billings and invoices relating to wells which are producing and disputes all other JIBs pertaining or relating to suspended or abandoned wells. In essence, the response to these JIBs is that "the Receiver does not pay expenses for abandon wells".
- 13. Reviewing Part 3A of the Summary, the initial entry relates to unpaid lease rentals from November 2015 to March 2017. Firenze invoiced COGI \$24,586.93 for these unpaid lease rentals from November 2015 to March 2017. Firenze was required to pay these amounts to the Crown before leases would be transferred to Firenze.

- 14. The next two entries under Post Receivership headed "Late Payment for Fees for 2016 Property Taxes" relates to the obligation of unpaid property taxes. Firenze invoiced COGI \$19,828.26 and \$7,862.83 for late payment fees relating to unpaid property taxes. The Receiver of COGI was in possession of these tax accounts when they were Operator and post-transfer of Operatorship, Firenze became aware of them and was required to pay them and the late fees. The property taxes relate to producing and non-producing wells.
- 15. Following in Part 3A, the next heading under Capital Joint Interest Billings is the billing via Energylink in the amount of \$79,130.66. These invoices are capital JIBs relating to AFE expenses and \$79,130.66 has been approved by the Receiver of COGI or its consultant. In the following line entry, \$6,255.78 has been disputed by COGI, although they relate to miscellaneous capital costs to restore and repair facilities at Marten Creek, and, I believe, fall within the same category as the other JIBs approved by COGI.
- 16. In **Exhibit "A"**, Part 3A, heading "Operating Joint Interest Billings, June and May joint interest billings via Energylink are \$39,166.45, and \$117,113.38, respectively. These are operating expense billings that have been rendered to the Receiver. No comments or disputes have been made on either of these two categories. In the same category under the heading "Joint Interest Billings October 2016 to April 2018", the initial entry had a joint interest billing via Energylink is in the amount of \$81,376.95. This is amount is a credit to COGI having regard to the invoices and has been approved by COGI, except those invoices with respect to producing wells and claim entitled to these funds. In the same category on the next line down, Joint interest billing via Energylink with an entry of \$51,897.68, this amount has been disputed by COGI because it relates to shutin, abandoned and suspended wells. The entry immediately following for \$54,298.92 has been considered by COGI and they have requested further back-up with respect to those billings. Firenze is in the process of providing that back-up.
- 17. Of the total at the bottom of the Operating Joint Interest Billings of \$181,918.23 is the amount that Firenze is owed under their JIBs having credited the \$81,376.95.
- 18. Part 3B of the Summary are Post Receivership and Post Change of Operator Invoices that COGI has invoiced to Firenze. The invoices total \$38,368.52, but Firenze claims it owes \$15,123.39. The disputed \$23,245.13 relates to Firenze requiring back-up for \$294.00 relating to lease rental charges and the remainder due to Firenze disputing four (4) JIBs as a result of an error in which COGI is billing back Firenze 50% of COGI's 100% share of costs previously billed by Firenze to COGI.
- 19. In addition, the Summary contains a line below Part 3B entitled "Additional costs for Tidewater processing to be billed in July". Tidewater Midstream and infrastructure Ltd. ("Tidewater") processes all production from Marten Creek including both Firenze and COGI production. There have been issues with fees charged and timing of these billings by Tidewater. We anticipate Tidewater processing costs owing for the joint Marten Creek lands between January and March of 2018 to be invoiced to Firenze, totalling approximately \$154,169.00, with COGI's 50% portion being approximately \$77,084.50.
- 20. In Part 4 I have included in this analysis a claim for the actual amounts spent by Firenze for the abandonment of wells. We have invoiced COGI via Joint Interest Billing via Energylink the amount of \$239,402.87. These amounts are not payable but they are included in this analysis.

- 21. As a result, that additional amount will be owing post-Receivership, post-Operatorship COGI production.
- 22. As a result of all of the above, it is my view that the amount actually owing to COGI by Firenze in all categories is \$427,159.70. The pre and post Receivership before change of operator amount is \$808,703.50 owed by Firenze. The post-Receivership after change of operator amount is \$381,543.80 owed by COGI.
- 23. I make this Affidavit in response to the claim advanced by the Receiver with respect to these matters.

SWORN (OR AFFIRMED) BEFORE ME at Calgary, Alberta, this 20 day of July,

2018.

(Commissioner for Qaths in and for Alberta)

r.

JAMES G. HANLEY
Barrister & Solicitor
A Commissioner for Oaths
in and for Alberta

Firenze Statement of Account Reconciliation At July 11, 2018

SUBJECT TO FURTHER RECONCILIATION

(COGI Owes - / Firenze Owes +)

808,703,50 Firenze Owes 77,084.50 304,459.30 POST RECEIVER CHANGE OF OPERATOR (FIRENZE INVOICES & SOME COGI) COURT PRE-RECEIVER / POST RECEIVER (BEFORE CHANGE OF OPERATOR) Future costs for Tidewater processing to be billed in July PART 3 A&B PART 1 & 2

COGI Owes

381,543.80

239,402.87

Joint interest billing via Energylink

POST RECEIVER ACTUAL ABANDONMENT

THIS IS EXHIBIT "A" REFERRED
TO IN THE AFFIDAVIT OF
GARY TAYLOR

SWORN THE DAY OF

A Commissioner for Daths/Notary Public
In and for the Province of Alberta

JAMES G. HANLEY
Barrister & Solicitor
A Commissioner for Oaths
In and for Alberta

Firenze Statement of Account Reconciliation At July 11, 2018

SUBJECT TO FURTHER RECONCILIATION

(COGI Owes - / Firenze Owes +)

PART 1	COURT PRE-RECEIVER	398,227.26
PART 2	COURT POST-RECEIVER	410,476.24
PART 3 A	POST RECEIVER CHANGE OF OPERATOR (FIRENZE INVOICES)	
	Unpaid lease rentals from Nov 2015 to March 2017 Late payment fees for 2016 property taxes Miscellaneous property taxes	-24,586.93 -19,828.26 -7,862.83
	Capital Joint Interest Billings Joint interest billing via Energylink	-79,130.66 Approved by COGI
	Joint interest billing via Energylink	Disputed by COGI (misc. capital cost to restore -6,255.78 and repair facilities at Marten Creek)
	Operating Joint Interest Billings	
	Joint interest billings May 2018 to June 2018	
	June 2018 joint interest billing via Energylink -39,166.45	New June 2018 JIB no comments by COGI
	May 2018 joint interest billing via Energylink -117,113.38	New May 2018 JIB no comments by COGI (includes 2018 property taxes)
	Joint interest billings October 2016 to April 2018	
	Joint interest billing via Energylink 81,376.95	Approved by COGI
	Joint interest billing via Energylink -51,897.68 Joint interest billing via Energylink -54,298.92 Joint interest billing via Energylink -818.75	Disputed by COGI due to various shut- in/abandoned/suspended categorey COGI requires further back up Need to be corrected
		- 319,582.69
PART 3 B	POST RECEIVER CHANGE OF OPERATOR (COGI INVOICES)	15,123.39
	Additional costs for "Tidewater" processing to be billed in July	-77,084,50
11.49	FIRENZE OWES COGI	427,159.70
PART 4	POST RECEIVER ACTUAL ABANDONMENT Joint interest billing via Energylink	- 239,402.87

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At July 11, 2018 Part 4 POST RECEIVER ABANDONMENT SUBJECT TO FURTHER RECONCILATION			

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Part 4 POST RECEIVER ACTUAL ABANDONMENT DETAILS

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Firenze Statement of Account Reconciliation	_					
At July 11, 2018						
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Firenze Statement of Account Reconciliation At July 11, 2018
Part 3A POST RECEIVER CHANGE OF OPERATOR SUBJECT TO PURTHER RECONCILIATION

(COGI Owes -/ Firenze Owes +)

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