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COURT FILE NUMBER 25-2703459  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
IN BANKRUPTCY AND INSOLVENCY  
JUDICIAL CENTRE CALGARY

Form 49  
Rule 13.19



IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, C. B-3, AS AMENDED

50406

AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF SALT BUSH ENERGY LTD.

DOCUMENT **AFFIDAVIT OF WILLIAM H. SMITH, Q.C.**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT  
McCARTHY TÉTRAULT LLP  
Barristers & Solicitors  
Sean Collins / Nathan Stewart  
Suite 4000, 421 - 7 Avenue S.W.  
Calgary, AB T2P 4K9  
Phone: 403-260-3531 / 3534  
Fax: 403-260-3501  
Email: scollins@mccarthy.ca / nstewart@mccarthy.ca

**AFFIDAVIT OF WILLIAM H. SMITH, Q.C.**

**Affirmed on May 4, 2021**

I, William H. Smith, Q.C., of the City of Calgary, in the Province of Alberta, AFFIRM AND SAY THAT:

1. I am a director of Salt Bush Energy Ltd. (the "**Debtor**"). Additionally, I have reviewed the books and records maintained by and in the possession of the Debtor, in the ordinary course of business. Based on the aforementioned and upon such review, I have personal knowledge of the facts and matters hereinafter sworn to, except where stated to be based on information and belief, in which case, I believe such information to be true.
2. I swear this affidavit in support of an electronic desk application (the "**Desk Application**") by the Debtor for an Order granting the following relief:

*WHS*

- (a) dispensing with service of the Desk Application, pursuant to Rule 6.4 of the *Alberta Rules of Court*; and,
- (b) extending the time within which the Debtor may file a proposal to its creditors (the "**Filing Period**"), pursuant to Section 50.4(9) of the *Bankruptcy and Insolvency Act* (Canada) (the "**BIA**"), up to and including May 21, 2021.

3. On January 13, 2021, the Debtor filed a Notice of Intention to Make a Proposal (the "**NOI**") under and pursuant to the BIA. Deloitte Restructuring Inc. consented to act as proposal trustee (the "**Proposal Trustee**") in the Debtor's NOI proceedings (the "**NOI Proceedings**").

4. On February 12, 2021, the Honourable Justice D.B. Nixon granted an order that, among other things: (i) extended Filing Period up to and including March 29, 2021; and, (ii) approved a sale and investment solicitation process (the "**SISP**") in respect of the Debtor. On March 26, 2021, the Honourable Justice D.R. Mah granted an order further extending the Filing Period, up to and including May 13, 2021.

5. The Debtor scheduled an application returnable on May 13, 2021 (the "**Application**"), originally seeking approval of a sale and vesting order in connection with the SISP and an extension of the Filing Period. The Debtor has since determined that it intends to seek additional relief including, among other things, an Initial Order under the *Companies' Creditors Arrangement Act* (Canada) and a reverse vesting order. I am advised by Nathan Stewart of McCarthy Tétraut LLP, counsel to the Debtor, that the Application has been rescheduled to May 19, 2021.

6. Accordingly, the Debtor seeks an extension of Filing Period, up to and including May 21, 2021, to permit the hearing of the Application on May 19, 2021. I am advised, and do verily believe, that the Proposal Trustee supports the extension of the Filing Period.

#### **Conclusion**

7. I make this affidavit in support of the Desk Application, and for no other or improper purpose.

*WTH*

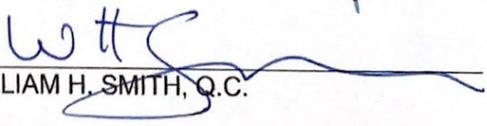
**Process for Commissioning of this Affidavit**

8. I am not physically present before the Commissioner for Oaths (the "**Commissioner**") taking this Affidavit, but I am linked with the Commissioner by video technology. The following steps have been or will be taken by me and the Commissioner:

- (a) I have shown the Commissioner the front and back of my current government-issued photo identification ("**ID**") and the Commissioner has compared my video image to the information on my ID;
- (b) the Commissioner has taken a screenshot of the front and back of my ID to retain it;
- (c) the Commissioner and I have a paper copy of this Affidavit before us;
- (d) the Commissioner and I have reviewed each page of this Affidavit to verify that the pages are identical and have initialed each page in the lower right corner;
- (e) at the conclusion of our review of the Affidavit, the Commissioner administered the oath to me, and the Commissioner watched me sign my name to this Affidavit; and
- (f) I will send this signed Affidavit electronically to the Commissioner.

AFFIRMED BEFORE ME by two-way )  
video conference, on this 4<sup>th</sup> day of May, )  
2021. )  
)  
)  
)  
)  
)

\_\_\_\_\_  
Commissioner for Oaths in and for the )  
Province of Alberta )

  
WILLIAM H. SMITH, Q.C.

**CERTIFICATE**

CANADA )  
          ) *IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT,*  
PROVINCE OF ) *R.S.C. 1985, c. B-3, AS AMENDED*  
          ) *AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE*  
ALBERTA ) *A PROPOSAL OF SALT BUSH ENERGY LTD.*  
          )

I, Nathan Stewart, of the City of Calgary, in the Province of Alberta, Barrister & Solicitor,  
**DO CERTIFY** that:

1. I remotely commissioned the Affidavit of William H. Smith, Q.C., dated May 4, 2021, attached hereto, using videoconferencing software in accordance with the procedure set out in the Court of Queen's Bench of Alberta Notice to the Profession and Public NPP#2020-02 regarding Remote Commissioning of Affidavits for Use in Civil and Family Proceedings During The COVID-19 Pandemic.
2. The remote commissioning process was necessary because it was impossible or unsafe, for medical reasons, for the deponent and I to be physically present together.

**IN TESTIMONY WHEREOF** I have hereunto subscribed my name and affixed my seal of office at the City of Calgary, in the Province of Alberta, this 4<sup>th</sup> day of May, 2021.



Nathan Stewart

A Commissioner for Oaths in  
and for the Province of Alberta

**Nathan A. Stewart**  
Barrister & Solicitor

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

JUDICIAL CENTRE CALGARY

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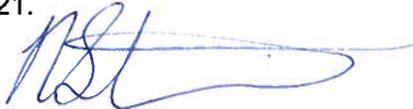


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Commissioner for Oaths in and for the )  
Province of Alberta )

**Nathan A. Stewart**  
**Barrister & Solicitor**

\_\_\_\_\_) **WILLIAM H. SMITH, Q.C.**

