

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**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
DUNDEE OIL AND GAS LIMITED**

**AFFIDAVIT OF JORDAN ZAKKAI
(Sworn June 7, 2018)**


I, **JORDAN ZAKKAI**, of the City of Toronto, in the Province of Ontario, **MAKE OATH
AND SAY:**

1. I am a Senior Associate with FTI Consulting Canada Inc., the Court-appointed Monitor (the “**Monitor**”) of Dundee Oil and Gas Limited (“**DOGL**” and together with Dundee Energy Limited Partnership, “**Dundee**”) in these proceedings, and as such, I have personal knowledge of the matters to which I hereinafter depose. Where the source of my information or belief is other than my own personal knowledge, I have identified the source and the basis for my information, and believe it to be true to the best of my knowledge and belief.
2. On or around May 28, 2018, I personally completed or supervised the completion of notices of adjournment of hearing (the “**Notices of Adjournment**”), substantially in the form attached hereto as **Exhibit “A”**, to be mailed to each (a) counterparty to the Leases (as defined in the Third Report of the Monitor dated May 9, 2018, the “**Lease Counterparties**”) and (b) counterparty to the Assigned Trade Contracts (as defined in the Third Report of the Monitor dated May 9, 2018, the “**Trade Contract Counterparties**”

and together with the Lease Counterparties, the “**Contract Counterparties**”) with known addresses as per Dundee’s records. The Notices of Adjournment informed the Contract Counterparties that the motion returnable before this Court on May 23, 2018 was adjourned to June 11, 2018. When completed, the Notices of Adjournment contained the full names, addresses and contract particulars for every Contract Counterparty based on Dundee’s records.

3. On May 28, 2018, I provided electronic pdf copies of all the completed Notices of Adjournment for each Lease Counterparty to a representative at The Printing House, Inc., a service provider who assisted in printing and delivering these notices to Canada Post on behalf of the Monitor. Attached hereto as **Exhibit “B”** is a copy of the relevant email to The Printing House, Inc., without attachments.
4. On May 29, 2018, I provided printed copies of the completed Notices of Adjournment for each Trade Contract Counterparty to an Administrative Receptionist at the Monitor’s office, which I was advised were mailed on the same date.
5. On May 30, 2018, I was informed by a representative at The Printing House, and I verily believe this information to be true in all respects, that all copies of the Notices of Adjournment for the Lease Counterparties had been delivered to Canada Post.
6. I swear this Affidavit in support of the motion returnable before this Court on June 11, 2018 at 9:30 a.m., and for no other or improper purpose.

SWORN before me at the City of Toronto,
in the Province of Ontario, this 7th day of
June, 2018.



Commissioner for Taking Affidavits

Rachel Bengino



JORDAN ZAKKAI



EXHIBIT "A"

Corporate Finance

TD South Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON M5K 1G8

T: 416.649.8100
F: 416.649.8101

fticonsulting.com

May ►, 2018

VIA REGULAR MAIL

[Insert address]

Attention: ►

Dear Sir/Madam:

Re: Dundee Energy Limited Partnership (“DELP”) and Dundee Oil and Gas Limited (“DOGL” and together with DELP, the “Debtors”) – Notice of sale approval, assignment of leases and distribution of certain sale proceeds.

We are contacting you with respect to your agreement with the Debtors, or either of them, related to [TYPE] [and TYPE] (as each may be amended, restated, renewed, extended or assigned from time to time, collectively the “**Agreement(s)**”).

Further to our previous letter to you dated May 11, 2018, please be advised that the Debtors’ motion for an order: (i) approving the sale of substantially all of the Debtors’ assets to Lagasco Inc. (the “**Buyer**”) pursuant to the Asset Purchase Agreement with the Buyer dated April 4, 2018 (as may be amended from time to time, the “**APA**”); (ii) assigning the rights and obligations of the Debtors under the Agreement(s) to the Buyer pursuant to section 11.3 of the *Companies’ Creditors Arrangement Act*; and (iii) approving the distribution of the net sale proceeds under the APA to National Bank of Canada, as first priority secured creditor of the Debtors, has been **adjourned to June 11, 2018 at 9:30 a.m.** The hearing will take place before the Superior Court of Justice (Commercial List) at 330 University Avenue, Toronto, Ontario.

Supplemental motion materials, if any, served and filed in connection with this motion will be posted on or about June 4, 2018 at the following address:

<http://cfcanada.fticonsulting.com/Dundee/>.

Should you have any questions with respect to the content of this letter, please contact FTI Consulting Canada Inc., the Court-Appointed Monitor of the Debtors, at:

FTI Consulting Canada Inc.
79 Wellington Street West, Suite 2010
Toronto, ON M5K 1G8
Phone: 1-833 286 9926
Email: dundeeenergyip@fticonsulting.com
Attention: Dundee Monitor



Corporate Finance

TD South Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON M5K 1G8

T: 416.649.8100

F: 416.649.8101

fticonsulting.com

Yours truly,

**FTI Consulting Canada Inc., solely in its capacity
as the Court-Appointed Monitor of Dundee Oil and Gas Limited,
and not in its personal or corporate capacity**

EXHIBIT "B"

Zakkai, Jordan

From: Zakkai, Jordan
Sent: Monday, May 28, 2018 4:26 PM
To: Branch 013
Subject: RE: The Printing House
Attachments: Notice re Adjournment of matter to June 11 2018 - Farmin and Farmoutv2.pdf; Notice re Adjournment of matter to June 11 2018 - Joint Venture Agreement v2.pdf; Notice re Adjournment of matter to June 11 2018 - Mineral and Surfacev6.pdf; Notice re Adjournment of matter to June 11 2018 - Mineral or Surfacev4.pdf; Notice re Adjournment of matter to June 11 2018 - Otherv1.pdf; Notice re Adjournment of matter to June 11 2018 - Union Gas.pdf

Hi Lauren,

As discussed, please find the attached documents to be printed/mailed. Could you please colour print the documents and mail them in the following formatted envelope:

- #10 window envelope
- 1 page per envelope
- Tri fold

Please let me know if you have any questions. As well, could you please confirm when you expect the notices to be delivered to Canada Post?

Thanks,
Jordan

Jordan Zakkai, CPA, CA
Senior Associate

FTI Capital Advisors Canada
+1.416.649.8116 T | +1.647.400.3259 M
Jordan.Zakkai@fticonsulting.com

From: Branch 013 [mailto:branch013@tph.ca]
Sent: Monday, May 28, 2018 12:30 PM
To: Zakkai, Jordan
Subject: RE: The Printing House

It works perfectly ! please send all files through.

Thanks Jordan



Lauren Mulrone | *Administration Specialist*
T 416-363-5273
E branch013@tph.ca
401 Adelaide St E., Toronto, Ontario M5A 1N3

**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 DUNDEE OIL AND GAS LIMITED**

Court File No. CV-18-591908-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)
COMMERCIAL LIST**
Proceedings commenced at Toronto

**AFFIDAVIT OF JORDAN ZAKKAI
(Sworn June 7, 2018)**

Thornton Grout Finnigan LLP
Barristers and Solicitors
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100 Wellington Street West
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Toronto, ON M5K 1K7

Grant B. Moffat (LSO# 32380L)
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Lawyers for the Monitor