FORM 49 [RULE 13.19]



COURT FILE NUMBER

COURT

,

JUDICIAL CENTRE

APPLICANT

1601-11552

COURT OF QUEEN'S BENCH OF ALBERTA

CALGARY

NATIONAL BANK OF CANADA, IN ITS CAPACITY AS ADMINISTRATIVE AGENT UNDER THAT CERTAIN AMENDED AND RESTATED CREDIT AGREEMENT DATED JANUARY 15, 2016, AS AMENDED

RESPONDENT

DOCUMENT

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT TWIN BUTTE ENERGY LTD.

## AFFIDAVIT

**BENNETT JONES LLP** Barristers and Solicitors 855, 4500 – 2<sup>nd</sup> Street SW Calgary, Alberta T2P 4K7

Attention: Chris Simard and Alexis Teasdale Telephone No.: 403-298-4485 and -3067 Fax No.: 403-265-7219 Client File No.: 76739.1

## AFFIDAVIT OF JOHN CHODZICKI

## Sworn on April 24th, 2017

I, John Chodzicki, of Calgary, Alberta, SWEAR AND SAY THAT:

 I am the holder of 6.25% Convertible Unsecured Subordinated Debentures due December 31, 2018 (the "Debentures") issued by Twin Butte Energy Ltd. ("Twin Butte"). I hold Debentures with an aggregate face amount of \$212,000. As such, I have personal knowledge of the matters deposed to in this Affidavit, except where stated to be based on information and belief, in which case I verily believe the same to be true.

- 2. I have reviewed the Affidavit of Mike Maguire sworn on April 19, 2017 (the "Maguire Affidavit") and the Application of the Ad Hoc Committee (as defined in the Maguire Affidavit), seeking to have the Ad Hoc Committee's professional fees shared among all Debentureholders (as defined in the Maguire Affidavit). I am in support of the Ad Hoc Committee's application for such an Order.
- 3. I am not and have never been a member of the *Ad Hoc* Committee, as defined in the Maguire Affidavit.
- 4. I believe that incremental value has been obtained for the Debentureholders, as a result of the *Ad Hoc* Committee having procured the services of professional advisors. The advisors first helped assist in trying to block the original sale process, by encouraging Debentureholders to vote against the deal, and prepared and suggested an alternative proposal, to the original transaction. Secondly, they will now help to ensure there is a fair distribution of the proceeds from the liquidation of Twin Butte, to the Debentureholders, by reviewing various claims from other creditors, and ensuring proper procedures are followed.

SWORN BEFORE ME at the City of Calgary, Alberta, this 24th day of April, 2017. A Notary Public JO'HN in and for the Province of Alberta

Danielle B. Simmons Student-at-Law