

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE OF CALGARY**

**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
TRIDENT EXPLORATION CORP., FORT ENERGY CORP., FENERGY CORP., 981384
ALBERTA LTD., 981405 ALBERTA LTD., 981422 ALBERTA LTD., TRIDENT
RESOURCES CORP., TRIDENT CBM CORP., AURORA ENERGY LLC., NEXGEN
ENERGY CANADA, INC. AND TRIDENT USA CORP.**

NOTICE OF MOTION

TAKE NOTICE that an application will be made by the Petitioners in these proceedings (collectively, "Trident") before the Honourable Justice Romaine, in Chambers, at the Calgary Courts Center, 601 - 5th Street SW, in the City of Calgary, Province of Alberta on Thursday, the 3rd day of December, 2009 at 9:30 in the forenoon or so soon thereafter as counsel may be heard, for the following relief:

1. declaring service of notice of this application and the supporting materials to be good and sufficient, and abridging the time therefore, if necessary;
2. extending the Stay Period (as such term is defined in the Order of the Honourable Justice Romaine made on November 23, 2009 (the "Amended and Restated Order") until January 15, 2010 in the form attached hereto as Schedule "A"; and
3. granting such further and other relief as counsel may advise and this Honourable Court deems just.

AND FURTHER TAKE NOTICE that the grounds for this application are as follows:

1. on October 6, 2009 the Court approved an initial extension of the Stay Period until December 4, 2009;
2. a further extension of the Stay Period until January 15, 2009 is necessary to allow for the anticipated restructuring of Trident, and is otherwise appropriate in the circumstances;
3. Trident has been in constant communication with its stakeholders, is seeking their proposals for the basis of a restructuring and a possible DIP financing facility by the

middle of December, 2009, the results of which will set the course for the implementation of a process;

4. Trident's operations continue in the ordinary course, generating positive cash flow and with the support of its employees, trade creditors and other stakeholders;
5. Trident continues to work closely with the Monitor and all of Trident's stakeholders in all respects and the Monitor supports the within application; and
6. Trident has acted and continues to act in good faith and with diligence with respect to these CCAA proceedings;

AND FURTHER TAKE NOTICE that the Applicants will rely upon the Affidavit of Todd A. Dillabough, dated November 30, 2009, filed; the Fourth Report of the Monitor, to be filed; the pleadings and other materials filed herein; the provisions of the *Companies Creditors' Arrangement Act* (Canada) and the *Alberta Rules of Court*; and such further and other material as counsel may advise and this Honourable Court may permit.

DATED at the City of Calgary, in the Province of Alberta, this 30th day of November, 2009.

FRASER MILNER CASGRAIN LLP,
solicitors for the Applicants.

Per: _____

for: David W. Mann

TO: The Clerk of the Court
AND TO: The Attached Service List

SCHEDULE "A"

Action No.: 0901-13483

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE OF CALGARY**

**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
TRIDENT EXPLORATION CORP., FORT ENERGY CORP., FENERGY CORP., 981384
ALBERTA LTD., 981405 ALBERTA LTD., 981422 ALBERTA LTD., TRIDENT
RESOURCES CORP., TRIDENT CBM CORP., AURORA ENERGY LLC., NEXGEN
ENERGY CANADA, INC. AND TRIDENT USA CORP.**

BEFORE THE HONOURABLE) AT THE CALGARY COURTS CENTER
JUSTICE B.E.C. ROMAINE) IN THE CITY OF CALGARY, IN THE
IN CHAMBERS) PROVINCE OF ALBERTA, THIS 3rd
) DAY OF DECEMBER, 2009

ORDER

UPON the application of the Petitioners in these proceedings (collectively, "Trident"); **AND UPON HEARING READ** the Notice of Motion of the Petitioners, dated November 30, 2009, the Affidavit of Todd A. Dillabough, dated November 30, 2009, and the Fourth Report of the Monitor, dated November <>, 2009, filed; **AND UPON** hearing counsel for Trident, the Monitor, Farallon Capital Management L.L.C., Special Situations Investment Group Inc., and Mount Kellett Capital Management LP; Nexen Inc., the Steering Committee of the 2006 Lenders, and other interested parties; **IT IS HEREBY ORDERED AND DECLARED THAT:**

Service

1. Service of notice of the application for this Order, and all supporting materials, is deemed good and sufficient as set out in the Affidavit of _____, dated November __, 2009; and the time therefore is abridged to the time actually given.

Extension of Stay Period

2. The Stay Period as defined in the amended and restated order made by the Honourable Justice Romaine in these proceedings on November 23, 2009 be and is hereby extended up to and including January 15, 2010.

Miscellaneous

3. Trident shall serve, by courier, telecopy transmission, e-mail transmission, or ordinary post, a copy of this Order on all parties present at this application and on all parties who received notice of this application or who are presently on the service list established in these proceedings.

J.C.Q.B.A.

ENTERED this _____ day of
December, 2009

CLERK OF THE COURT

Action No. 0901-13483

**IN THE COURT OF QUEEN'S BENCH OF
ALBERTA
JUDICIAL DISTRICT OF CALGARY**

**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 TRIDENT
EXPLORATION CORP., FORT ENERGY CORP.,
FENERGY CORP., 981384 ALBERTA LTD., 981405
ALBERTA LTD., 981422 ALBERTA LTD., TRIDENT
RESOURCES CORP., TRIDENT CBM CORP.,
AURORA ENERGY LLC., NEXGEN ENERGY
CANADA, INC. AND TRIDENT USA CORP.**

ORDER

FRASER MILNER CASGRAIN LLP
Barristers and Solicitors

15th Floor Bankers Court
850 2 Street SW
Calgary, Alberta
T2P 0R8

Solicitors: David W. Mann / Derek M. Pontin
Telephone: (403) 268-7097 / (403) 268-6301
Facsimile: (403) 268-3100

1 First Canadian Place
100 King Street West
Toronto, ON
M5X 1B2

Solicitors: R. Shayne Kukulowicz / Michael J. Wunder
Direct Line: (416) 863-4740 / (416) 863-4715
Fax: 416-863-4592

File: 539728-1

Action No. 0901-13483

**IN THE COURT OF QUEEN'S BENCH OF
ALBERTA
JUDICIAL DISTRICT OF CALGARY**

**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 TRIDENT
EXPLORATION CORP., FORT ENERGY CORP.,
FENERGY CORP., 981384 ALBERTA LTD., 981405
ALBERTA LTD., 981422 ALBERTA LTD., TRIDENT
RESOURCES CORP., TRIDENT CBM CORP.,
AURORA ENERGY LLC., NEXGEN ENERGY
CANADA, INC. AND TRIDENT USA CORP.**

NOTICE OF MOTION

FRASER MILNER CASGRAIN LLP
Barristers and Solicitors

15th Floor Bankers Court
850 2 Street SW
Calgary, Alberta
T2P 0R8

Solicitors: David W. Mann / Derek M. Pontin
Telephone: (403) 268-7097 / (403) 268-6301
Facsimile: (403) 268-3100

1 First Canadian Place
100 King Street West
Toronto, ON
M5X 1B2

Solicitors: R. Shayne Kukulowicz / Michael J. Wunder
Direct Line: (416) 863-4740 / (416) 863-4715
Fax: 416-863-4592

File: 539728-1