



Clerk's stamp:

COURT FILE NUMBER: 1601-12571

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, RSC 1985, c C-36, as amended

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF LIGHTSTREAM RESOURCES LTD, 1863359 ALBERTA LTD, LTS RESOURCES PARTNERSHIP, 1863360 ALBERTA LTD AND BAKKEN RESOURCES PARTNERSHIP

APPLICANTS: LIGHTSTREAM RESOURCES LTD, 1863359 ALBERTA LTD AND 1863360 ALBERTA LTD

PARTIES IN INTEREST: LTS RESOURCES PARTNERSHIP AND BAKKEN RESOURCES PARTNERSHIP

DOCUMENT: MONITOR'S CERTIFICATE

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT MCCARTHY TETREAUULT LLP 421 7 Ave SW #4000, Calgary, AB T2P 4K9 Att: Sean Collins Telephone: 403-260-3531 Facsimile: 403-260-3501 Email: [scollins@mccarthy.ca](mailto:scollins@mccarthy.ca)

**RECITALS**

A. Pursuant to an Order of the Honourable Mr. Justice A.D. Macleod of the Court of Queen's Bench of Alberta, Judicial District of Calgary (the "Court") dated September 26, 2016, FTI Consulting Canada Inc. was appointed as the monitor (in such capacity, and not in its personal or corporate capacity, the "Monitor") of the undertaking, property and assets of the applicants and parties in interest in this Action, including Lightstream Resources Ltd. (the latter of which is hereinafter referred to as "LTS").

B. Pursuant to an Order of the Court dated December 8, 2016, the Court approved the Asset Purchase Agreement made as of November 29, 2016 (as may be amended, restated,

supplemented or otherwise modified from time to time, the "**Purchase Agreement**") by and between LTS, 1863359 Alberta Ltd., 1863360 Alberta Ltd. LTS Resources Partnership and Bakken Resources Partnership, as sellers (collectively, the "**Sellers**") and Ridgeback Resources Inc. (formerly known as 1090247 B.C. Ltd.), as buyer (the "**Buyer**"), and provided for the vesting in the Buyer all of the Sellers' right, title, interest and estate, whether absolute or contingent, legal or beneficial in and to the Purchased Assets, which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Monitor to the Buyer of a certificate confirming (i) receipt of payment in full of the Transfer Taxes payable to Monitor in trust for Sellers pursuant to Section 3.6 and 11.2(b) of the Purchase Agreement (if any are payable on Closing), (ii) receipt of payment in full of the Wind-Down Amount and the Reserve Payment Amount, subject only to deduction, if any, for any Deficiency Amount which is to be paid by the Buyer to the Monitor after Closing in accordance with the Purchase Agreement, and (iii) receipt of each of the Conditions Certificates confirming that each of the conditions to Closing as set out in Article 9 and Article 10 of the Purchase Agreement have been satisfied or waived by the Sellers and the Buyer, as applicable.

- C. All capitalized terms not defined herein shall have the respective meanings ascribed to them in the Purchase Agreement.

**THE MONITOR CERTIFIES** the following:

1. The Monitor has received payment in full of (i) the Transfer Taxes payable to Monitor in trust for Sellers pursuant to Section 3.6 and 11.2(b) of the Purchase Agreement (if any are payable on Closing), (ii) receipt of payment in full of the Wind-Down Amount and the Reserve Payment Amount, subject only to deduction, if any, for any Deficiency Amount which is to be paid by the Buyer to the Monitor after Closing in accordance with the Purchase Agreement.
2. The Sellers and the Buyer have each delivered to the Monitor the Conditions Certificates evidencing that all applicable conditions to Closing as set out in Article 9 and Article 10 of the Purchase Agreement have been satisfied or waived, as applicable.
3. This Certificate was delivered by the Monitor at Calgary, Alberta on December 29, 2016, at 4:23 p.m.

**FTI Consulting Canada Inc., in its capacity as  
Monitor to Lightstream Resources Ltd. *et al.*  
and not in its personal or corporate capacity**

Per:

  
Name: Deryck Helkaa

Title: Senior Managing Director