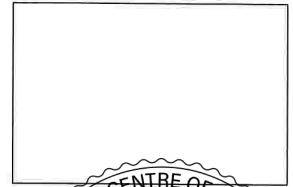


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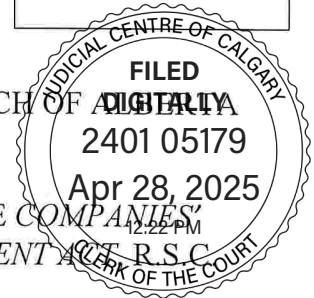


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JUDICIAL CENTRE OF

2401-05179

COURT OF KING'S BENCH OF ALBERTA
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
ALPHABOW ENERGY LTD.

DOCUMENT

AFFIDAVIT

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT:

BENNETT JONES LLP

Barristers and Solicitors
4500, 855 – 2nd Street S.W.
Calgary, Alberta T2P 4K7

Attention: Keely Cameron /Sophie Fiddes
Telephone No.: 403-298-3324
Fax No.: 403-265-7219
Client File No.: 88323.6

TENTH AFFIDAVIT OF BEN LI

Sworn on April 28, 2025

I, Ben Li, of Calgary, Alberta, SWEAR AND SAY THAT:

1. I am the President and Chief Executive Officer of AlphaBow Energy Ltd. ("**AlphaBow**" or the "**Applicant**"). As such, I have personal knowledge of the matters deposed to in this Affidavit except where stated as based on information and belief, in which case I verily believe the statements to be true.

2. This Affidavit (the "**Tenth Li Affidavit**") should be read in conjunction with the prior Affidavits which I have sworn in this matter, including the Affidavit sworn by me on April 15, 2024 (the "**First Li Affidavit**"), the Supplemental Affidavit sworn by me on April 24, 2024 (the "**Supplemental Li Affidavit**"), the Affidavit sworn by me on July 15, 2024 (the "**Second Li Affidavit**"), the Affidavit sworn by me on August 15, 2024 (the "**Third Li Affidavit**"), the Affidavit sworn by me on September 9, 2024 (the "**Fourth Li Affidavit**"), the Affidavit sworn by me on October 21, 2024 (the "**Fifth Li Affidavit**"), the Affidavit sworn by me on November 12, 2024 (the "**Sixth Li Affidavit**"), the Affidavit sworn by me on November 18, 2024 (the "**Supplement to Sixth Li Affidavit**"), the Affidavit sworn by me on December 9, 2024 (the "**Seventh Li Affidavit**"), the Affidavit sworn by me on January 27, 2025 (the "**Eighth Li Affidavit**"), and the Affidavit sworn by me on February 18, 2025 (the "**Ninth Li Affidavit**").
3. Terms not otherwise defined herein, shall bear the meaning ascribed in the Ninth Li Affidavit.

I. RELIEF SOUGHT

4. This Affidavit is sworn in support of an application by AlphaBow scheduled for May 8, 2025, for relief under the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended, (the "**CCAA**"), and specifically an order declaring service of its Application and supporting materials good and sufficient; and an extension of the stay of proceedings initially imposed by the Amended and Restated Initial Order (the "**ARIO**") to September 30, 2025 (the "**Stay Extension**").

II. BACKGROUND

5. AlphaBow is an Alberta headquartered oil and gas company. At the commencement of these proceedings, AlphaBow held licenses for 3,785 wells, 4,038 pipelines, and 321 facilities across Alberta (the "**Licensed Assets**"). The Licensed Assets have Alberta Energy Regulator ("**AER**") deemed environmental liabilities of approximately \$228,572,914.

6. Following various actions by the AER, including an order requiring the posting of \$15,374,050 in security (the "**Requested Security Deposit**") and ordering the suspension of AlphaBow's operations when it was unable to comply, AlphaBow commenced restructuring proceedings by filing a Notice of Intention to Make a Proposal pursuant to section 50.4 of the *Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3*, (the "**NOI**") with KSV Restructuring Inc. appointed as Monitor.
7. AlphaBow's oil and gas assets have been under the care and custody of the Orphan Well Association ("**OWA**") since September 2023, pursuant to the direction of the AER.
8. On April 26, 2024, this Honourable Court granted an Initial Order and ARIO, in addition to approving the Sale and Investment Solicitation Process ("**SISP**") and approval of the sale of certain non-operated working interests to Cascade Capture Ltd.
9. To advance the SISP, in September 2024, AlphaBow obtained Court approval of a Claims Process which was necessary for the purpose of identifying cure costs to enable bidders to advance their bids and identify priority amounts that would be payable in the event there were funds available for distribution. In November 2024, AlphaBow sought and obtained clarity regarding whether certain royalty agreements created an interest in land.
10. To date, AlphaBow has received court approval to advance 20 transactions, involving 18 different counterparties. Not all of these transactions have involved AER licensed assets.

III. CURRENT STATUS OF ALPHABOW'S RESTRUCTURING EFFORTS

11. AlphaBow has continued to engage with its stakeholders to facilitate the objectives of these proceedings. This has included responding to general inquiries and other stakeholder requests, such as providing road access.
12. Most significantly, AlphaBow has advanced the Court approved sale and investment solicitation process (the "**SISP**") and received Court approval of transactions resulting from the SISP, which if all of the transactions close and license transfer applications are approved will result in all of AlphaBow's environmental obligations being assumed.

A. Update on the Transactions

13. Since the Ninth Li Affidavit, AlphaBow has worked diligently to advance the court approved transactions that were approved by Justice Jeffrey at the application on December 19, 2024 (the "**December Application**") and Justice Lema at the February 25, 2025, Application (the "**February Application**").
14. At the December Application, the Court approved multiple asset transactions and a core corporate transaction that involves two associated asset transactions. The Corporate Transaction involves the assumption of a significant number of assets and environmental liability by way of a corporate sale of AlphaBow to 2628071 Alberta Ltd. with certain assets being transferred by way of an asset sale directly to 2628071 Alberta Ltd. and to a related entity, 2628069 Alberta Ltd. The result of these transactions if they close will be that 2628071 Alberta Ltd. will become the sole shareholder of AlphaBow and assume all oil and gas assets and environmental obligations that are assumed through other asset transactions.
15. The Subscription Agreement for the Corporate Transaction provides AlphaBow with the ability to market and sell assets that fall outside of a core group of assets. Should any of those non-core assets not be sold to Third Parties, they will remain with AlphaBow captured under the Subscription Agreement.
16. With the concurrence of 2628071 Alberta Ltd. at the February Application, AlphaBow sought and obtained approval to proceed with two further transactions. One of which was with Response Energy Corporation ("**Response**") wherein Response assumed AlphaBow's interest in one well and its associated rights. That transaction has now closed. The other transaction is with 2661707 Alberta Ltd. and is described below.
17. Of the 20 transactions that were approved, the following transactions have yet to close:
 - (a) The transaction with 2661707 Alberta Ltd. which was approved by the Court at the February Application and provides for the purchase of AlphaBow's interest in approximately 120 wells and facilities. Closing of this application is subject to the AER approval of the license transfer application;

- (b) The transaction with Crbon Labs Inc. ("**Crbon Labs**") for two wells which was approved by the Court in November is expected to close by the end of next month;
 - (c) The Corporate Transaction and the asset transactions involving 2628071 Alberta Ltd. and its affiliate. These three transactions are to close concurrently. The license transfer application with 2628069 Alberta Ltd. is under review by the AER, while 2628071 Alberta Ltd. is still seeking license eligibility.
18. The AER has approved and transferred licenses, pursuant to license transfer applications with the following counterparties:
- (a) North40 Resources Ltd. (72 wells, 8 facilities, and 13 pipeline licenses were transferred);
 - (b) Signalta Resources Limited (1 well and 1 pipeline license was transferred);
 - (c) Resistance Energy Ltd. (1 facility license was transferred);
 - (d) Ember Resources Inc. (16 well, 1 facility and 6 pipeline licenses were transferred); and
 - (e) Tykewest Limited (2 well licenses were transferred).

IV. THE STAY EXTENSION

19. During the CCAA Proceedings, AlphaBow has been working diligently and in good faith with the Monitor and the Sales Advisor. AlphaBow has taken a number of steps to advance and close the transactions resulting from the SISF.
20. Activities taken by AlphaBow since the last application have included:
- (a) exploring further transactions;
 - (b) engaging in discussions with numerous stakeholders;
 - (c) incorporating amendments into the Subscription Agreement to address additional asset sales and include language requested by Nova Chemicals Corporation to recognize the proposed assumption of certain expired contracts shall be without prejudice to NOVA

Chemicals Corporation's position. The language requested by Nova Chemicals Corporation tracks similar language included in the SAVO with 2628069 Alberta Ltd.;

- (d) engaging in discussions regarding the potential assumption of certain contracts which to date have not been assumed by any counterparty;
- (e) attended to post-filing matters with various of the purchasers;
- (f) closing of the Response transaction;
- (g) responding to a road use request;
- (h) continuing to assist the Monitor with the review of claims under the claims process;
- (i) attending ongoing meetings with the Monitor;
- (j) assisting in the preparation of the cash flow statement; and
- (k) preparing materials for this application.

- 21. AlphaBow continues to require a stay of proceedings while it continues to work towards closing the remaining transactions and awaits the AER's transfer decisions.
- 22. Without the benefit of an ongoing stay of proceedings, AlphaBow anticipates that one or more of its creditors would seek to advance proceedings which would result in a deterioration of funds available for distribution to stakeholders and potentially impede the ability of the remaining transactions to close.
- 23. In my view, the requested extension is appropriate and will not materially prejudice any of AlphaBow's creditors.

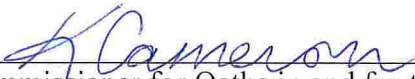
V. CASH FLOW FORECAST

- 24. AlphaBow worked with the Monitor to prepare an updated cash flow forecast, a copy of which will be attached to the Ninth Report of the Monitor. AlphaBow projects that it will have sufficient cash to continue these proceedings through to the end of the Stay Extension and pay outstanding post filing obligations.

VI. CONCLUSION

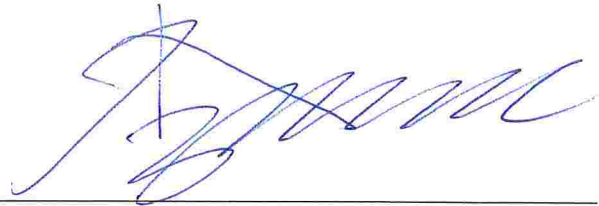
25. I swear this Affidavit in support of the relief sought in paragraph 4 and for no other or improper purpose.

SWORN BEFORE ME
at the City of Calgary, Alberta, this
28th day of April 2025.



A Commissioner for Oaths in and for the
Province of Alberta

Keely R. Cameron
Barrister & Solicitor



BEN LI