

I hereby certify this to be a true copy of
the original order
Dated this 23 day of May 2013
[Signature]
for Clerk of the Court

Clerk's Stamp

CLERK OF THE COURT
FILED
MAY 23 2013
JUDICIAL CENTRE
OF CALGARY

COURT FILE NUMBER 1201-05287
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF HSBC BANK CANADA
DEFENDANT X-TREME ENERGY GROUP INC.

IN THE MATTER OF THE RECEIVERSHIP OF X-TREME
ENERGY GROUP INC.

APPLICANT ERNST AND YOUNG INC., in its capacity as Court-appointed
Receiver and Manager of the assets, undertakings and property of
X-TREME ENERGY GROUP INC.

DOCUMENT **ORDER (PROPOSED REALIZATION PROCESS)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
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Calgary, Alberta T2P 4H2
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Email: howard.gorman@nortonrose.com

Attention: Howard A. Gorman
File No. 01128610-0051

DATE ON WHICH ORDER WAS PRONOUNCED: **Wednesday May 15, 2013**
NAME OF JUDGE WHO MADE THIS ORDER: **Mr. Justice R.G. Stevens**
LOCATION OF HEARING: **Calgary, Alberta**

ORDER

UPON THE APPLICATION of Ernst & Young Inc. in its capacity as Receiver and Manager (the "Receiver") of 1627090 Alberta Ltd. (formerly X-Treme Energy Group Inc.) ("X-Treme"); **AND UPON** having read the Initial Order granted on April 30, 2012; **AND UPON** having read the Receiver's First Report filed July 9, 2012; **AND UPON** having read the Receiver's Second Report filed November 1, 2012; **AND UPON** having read the Receiver's Third Report filed January 28, 2013; **AND UPON** having read the Receiver's Fourth Report filed May 9, 2013; **AND UPON** hearing submissions from counsel for the Receiver, HSBC Bank Canada, ADT Petroservicios S.A. DE. C.V. and any and all other interested parties; **AND UPON** all counsel approving this Order as to form and content;

IT IS HEREBY ORDERED AS FOLLOWS:

Service of Application

1. Service of the within Application and supporting materials is hereby validated and deemed to be good and sufficient, the time for notice and service of the same is hereby abridged to the time actually given.

Approval of Sales Process

2. The Proposed Realization Process attached as Schedule "A" to the Fourth Report of the Receiver (the "**Proposed Realization Process**"), is hereby approved and accepted and the Receiver is hereby authorized and directed to implement the Proposed Realization Process as described in the terms thereof and do all such things as are reasonably necessary, which includes entering into a Purchase Agreement, to conduct and give full effect to the Proposed Realization Process.
3. The Receiver is hereby authorized to make such reasonable and non-substantive alterations or amendments, without leave of this Honourable Court, to the Proposed Realization Process as it deems necessary in the circumstances.
4. The Proposed Realization Process and the proceeds arising therefrom are subject to the Order granted by Madam Justice J. Strekaf on January 18, 2013.

Access to the Assets contemplated in the Proposed Realization Process

5. During execution of the Proposed Realization Process, the Receiver, upon written request, shall provide supervised access to the assets contemplated in the Proposed Realization Process to any one or more of the parties in Court of Queen's Bench of Alberta Court File No. 1101-12738 or their representatives including but not limited to legal counsel. The parties accessing the assets contemplated in the Proposed Realization Process shall pay the reasonable fees and expenses of the Receiver, if any, supervising such access.

Vesting Order

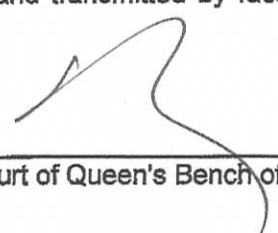
6. At the conclusion of the Proposed Realization Process, leave is granted to the Receiver to bring an Application to approve the conclusion of the sale contemplated in the Proposed Realization Process and vest the sold assets in the name of the successful offeror free and clear of all non-permitted claims and encumbrances.
7. The Receiver shall preserve a copy of any and all drawings and other records that are transferred in connection with a sale of the assets contemplated in the Proposed Realization Process.

Service of this Order

8. The Receiver shall serve by courier, facsimile transmission, email 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 and service on any or all other parties is hereby dispensed with. Service effected as aforesaid shall be good and sufficient. The

Receiver may also post a copy of this Order on its website in the section thereof dealing with the within proceedings.

9. This Order may be approved in counterpart and transmitted by facsimile or electronic mail.



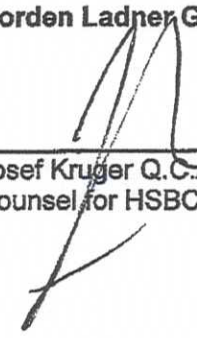
Justice of the Court of Queen's Bench of Alberta

APPROVED AS TO FORM AND CONTENT

Peacock Linder & Halt LLP

Peter T. Linder Q.C./Emi R. Bossio
Counsel for ADT Petroservicios S.A. de D.V.

Borden Ladner Gervais LLP



Josef Kruger Q.C./Robyn Gurofsky
Counsel for HSBC Bank Canada

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