

X-TREME ENERGY GROUP INC.
NOTICE AND STATEMENT OF RECEIVER
(Subsections 245(1) and 246(1) of the Bankruptcy & Insolvency Act)

In the Matter of the Court Appointed Receivership of the Property of
X-Treme Energy Group Inc. (the "Company")

1. Please be advised that on Monday, April 30, 2012, Ernst & Young Inc. (the "Receiver") was appointed by an Order of the Honourable Justice J. Strekaf of the Court of Queen's Bench of Alberta (the "Order") as Receiver and Manager of the Company . The Receiver was appointed in respect of (the "Property") of the Company, an insolvent person that is described below:

Net Book Value (notes 1)
as at March 31, 2012

Accounts receivable	\$ 9,402,714
Inventory	47,636,406
Work-in-progress	9,062,265
Prepaid expenses	569,691
Fixed Assets	12,158,725
Other	<u>250,455</u>
Total	<u>\$ 79,080,256</u>

Note:

1 –Net book value is based on unaudited books and records of the Company as at March 31, 2012.

2. To the extent permitted under the Order, the Receiver took possession and control of the Property on April 30, 2012.
3. The following information relates to the receivership:
 - a) Principal address of the insolvent person: 8014 Edgar Industrial Crescent,
Red Deer, AB T4P 3R3
 - b) Principal line of business: Oilfield Fabrication
 - c) Location of the business : Head Office – Red Deer, AB

d) Amounts owed by the Company are as follows:

<u>Name</u>	<u>Claim Amount</u>
Secured creditors – see attached Appendix A	\$ 48,596,313
Statutory/Preferred creditors	unknown
Unsecured creditors – see attached Appendix A	<u>16,190,149</u>
Total	<u>\$ 64,786,462</u>

e) The intended action plan of the Receiver is to continue limited operations to complete certain work in progress to realize on the remaining assets of the Company through a going concern sale of the business.

f) The Receiver contact is:

Ernst & Young Inc.
1000 Ernst & Young Tower
440 - 2nd Avenue SW
Calgary, AB T2P 5E9

Attention: Jessica Caden
Telephone: (403) 206-5153
Facsimile: (403) 206-5075

Website: www.ey.com/ca/x-tremeenergygroup

Dated at Calgary, Alberta this 10th day of May, 2012.

ERNST & YOUNG INC.
Court Appointed Receiver of
X-Treme Energy Group Inc.

A handwritten signature in black ink, appearing to read 'Neil Narfason', with a long horizontal stroke extending to the right.

Neil Narfason, CA•CIRP, CBV
Senior Vice President

X-Treme Energy Group Inc.
Creditor Listing
As at April 10, 2012

Secured Creditors	Amount (\$ CDN)
HSBC Bank Canada	48,228,721.00
Dell Canada Inc	110,425.00
Travelers Financial Group	106,900.98
Ford Credit	54,855.11
Dell Financial	45,806.58
1289200 Alberta Ltd	36,971.31
HSBC Equipment Lease	12,400.00
Steelcase Financial Services Ltd.	233.12
Pat Drilling Equipment FZE	Unknown
GE Capital Solutions	Unknown
GE Canada Equipment Finance GP	Unknown
Total Secured Creditors	48,596,313.10

Unsecured Creditors	Amount (\$ CDN)
ADT Petroservicios, SA de C.V.	13,630,795.00
Axiom Oilfield Solutions	241,937.78
High Performance Coatings	153,411.40
WRL Industries Inc.	152,476.07
Reliable Tube	111,907.32
Iroc Hydraulics Ltd.	100,117.92
Collins Barrow Red Deer LLP	83,141.69
EECOL Electric Corp	79,545.15
Commercial Solutions Inc.	78,037.65
Encore Metals Ltd.	63,364.74
Robust Investments Ltd.	59,125.50
M & I Electric Industries Inc.	43,580.84
Varsteel - Red Deer	43,300.80
Southern Tech. and Serv. Inc.	42,636.50
Airgas Canada Inc.	38,052.77
Insight Manufacturing Inc.	36,609.57
Oilfield Climate Control Ltd.	34,933.50
Adam's Steel Fabricators Ltd.	34,477.55
Metal Form Industries (2006) Inc.	34,083.23
M-I Swaco	33,390.00
Alberta Industrial Metals Ltd.	28,791.14
Ram Industries Inc.	27,741.00
Acklands Grainger Inc.	27,087.08
Air Liquide Canada Inc.	26,473.69
Spur Oilfield Services Ltd.	25,622.21
McMullen's Refrigeration	25,168.72
Wide Flange Beam Inc.	24,618.45
Norcan Fluid Power Ltd.	24,607.01
Oil Country Engineering Service	23,205.00
Poplar Grove Property Dev Inc.	23,046.41
Central Alberta Co-Op	20,815.67

Appendix A

Weir Oil & Gas	20,354.25
Capital Oilfield Equipment Inc.	20,041.35
Westburne Electric Supply Alberta	19,589.71
SSP Seamless Steel Pipe Ltd.	18,654.09
DGI Supply	17,723.71
IRISNDT CORP	16,261.99
Edvan Industries Inc. (Amico)	16,097.29
Shanahan's Limited Partnership	15,763.65
Nisku Glass Ltd.	15,750.00
Samuel, Son & Co., Limited	15,559.49
Forum Canada ULC	14,614.68
Aztec Construction Ltd.	14,563.50
Miller Supply	14,492.56
ECS Electrical Cable Supply Ltd.	14,461.01
UFA Innisfail Agency	13,425.30
Red Deer Bolt Ltd.	13,092.88
Aztec Construction Ltd.	12,516.00
Sikwerks Ltd.	12,405.76
Hertz Equipment Rental	12,021.76
CCI Thermal Technologies	11,904.18
Muffler Center	11,414.56
Russel Metals Inc.	11,229.75
Drive Products	10,717.29
Digitex Inc.	10,657.22
Pro - Coat Applications Ltd.	10,163.64
A Better Panel Inc.	10,100.47
Cloverdale Paint Inc.	9,936.34
Road Train Oilfield Transport	9,875.27
Skookum	9,637.11
ReAction Oilfield Supply Ltd	9,038.65
A.C.T. Equipment Sales Ltd.	8,997.15
Gregg Distributors Co. Ltd.	8,779.99
Myshak Crane & Rigging Ltd.	8,400.00
DMG Canada Inc	8,068.41
Modern Tool Ltd.	7,984.89
Century Vallen	7,878.43
Sunset Hills Welding Ltd.	7,764.76
Unalloy - IWRC	7,699.72
GE Canada Equipment Finance GP	7,675.64
Corsair Design Ltd.	7,544.31
R&R Stress Relieving Service	7,497.53
Petro Fina Capital Corp.	7,044.85
Lopez Velarde, Heftye y Soria	6,938.26
Baseline Pressure Testers	6,841.80
Chinook Pumps Ltd.	6,574.43
Norwesco Industries (1983) Ltd	6,404.35
Nord Gear Ltd.	5,840.10
Zeebest Plastics of Canada Inc	5,739.30
Laser Source Inc.	5,701.62
Connelly Industrial Insulation 2004 Ltd.	5,649.00
Supreme Office Products	5,504.56
Cole International Inc.	5,434.99
Rigstar Communications Inc.	5,250.00
Jackson Power & Electric Ltd.	5,125.40
Nedco - Div. of Rexel Canada	5,093.25

Appendix A

Finning (Canada) CDN	5,026.10
Spartan Controls Ltd.	5,008.50
Direct Energy Regulated Services	4,990.65
LMC Transportation Inc.	4,882.50
Dell Financial Service	4,857.13
Dell Canada Inc	4,830.02
Jeff Tirpak	4,779.00
Titan Supply Inc.	4,774.42
Haukedal Enterprises	4,574.06
Kal-Tire	4,355.85
Rainmaker Global Business Development	4,331.25
Van Houtte Coffee Services Inc	4,204.81
AlSCO Uniform & Linen Supply	4,013.66
Zimco Gauge & Valves Ltd.	3,976.89
Baldor Motors and Drives (AB)	3,971.73
Corporate Express	3,865.05
Intercon Messaging Inc.	3,855.40
Ultra-Lite Doors	3,811.50
Red Deer Overdoor	3,454.50
Edge Production Supplies Ltd.	3,405.11
Kent Welding Gun	3,381.96
Hose Headquarters (Red Deer) Ltd.	3,224.49
B & R Eckel's Transport Ltd.	3,182.39
Malcolm Contracting 2004 Ltd.	3,127.78
Manus Abrasive Systems Inc.	3,109.34
Canglobal Products Ltd.	2,856.00
Penhold Building Supplies Ltd.	2,837.63
Certified Mechanical Systems	2,782.44
Academy Petroleum Industries	2,756.25
Boots Transport Ltd.	2,722.86
Corporate Traveller	2,722.70
Smethurst, Tony	2,572.03
Booth Brothers Inc.	2,520.00
Automation Diagnostics & Consulting Inc.	2,438.59
POM's Services	2,404.50
Atco Structures & Logistics	2,394.00
Henday Mechanical Ltd.	2,315.88
Adventure Foaming Ltd.	2,268.00
Kinsella Water Hauling Ltd.	2,223.91
Mistras Canada Inc.	2,210.25
Westlund Industrial	2,148.30
Fastenal Canada	2,133.14
The Pipe Yard Ltd.	1,983.47
Hoisting Ltd.	1,964.56
TELUS Communication Inc.	1,943.95
Howard-Martin Fluid Technologies Inc.	1,904.70
ASB Heating Elements Ltd.	1,875.73
The Leg Man	1,869.00
Underwriters Laboratories of Canada	1,839.60
Rogers Insurance Ltd.	1,820.00
McCordick Glove & Safety Inc.	1,812.51
Coverall Express	1,779.75
Red Deer College	1,771.88
Glentel Wireless Centre	1,742.89
Earle M. Jorgensen Inc.	1,689.76

Appendix A

United Rentals of Canada Inc.	1,648.33
Tube Supply Inc.	1,638.43
Central Alberta Printing Inc	1,613.85
Wajax Power Systems	1,565.76
ABF Freight System, Inc.	1,507.26
Kemper Valve & Fitting Corp.	1,457.20
L G M Hardware Ltd.	1,442.17
Canwest Propane Ltd - Red Deer	1,340.96
Appleteddy	1,321.01
Q & Q Fencing	1,315.64
Intertek Testing Services NA Ltd.	1,302.00
Continental Studwelding	1,234.80
Red Willow Welding Ltd.	1,181.26
Rosenau Transport Ltd.	1,168.22
Mountain View Publishing Inc.	1,153.55
Sawyer Oilfield Hauling Ltd	1,134.00
Baron Oilfield Supply Ltd.	1,115.63
A.R. Williams Materials Handling	1,056.70
Double G Enterprise	1,050.00
Reliance Hydraulic Systems & Mechanical Serv.	1,047.59
Crossroads C & I Insulation	1,045.30
Steele's Transfer Ltd.	1,019.25
Control Technology Inc.	1,002.23
Energy Technology Products Ltd	999.38
Penny Steamers	997.50
Foamco Industries Inc.	979.44
1645125 Alberta Ltd	945.00
Waylon Transport	945.00
Loomis Express	940.20
DHL Express (Canada) Ltd.	931.02
Leduc Interior Solutions Inc.	922.95
Insight Canada, Inc.	914.54
General Fasteners Ltd.	911.40
McMaster-Carr Supply Co.	901.03
PWM Controls Inc	882.00
Zee Medical Canada Inc.	873.85
Leavitt Machinery	843.43
Redwood Plastics Corp.	837.17
Pinacle Stainless Steel Inc.	814.64
Laser Equation Ltd.	809.22
ASA Alloy's Inc.	749.55
Pro H2O	737.45
Foothills Heat Treating Ltd.	722.40
Polar Hardware Mfg. Co. Inc.	715.78
Duhamel Manning Feehan Warrender Glass LLP	695.99
DKS Mechanical Services Ltd.	673.27
Advanced Piping Systems Ltd.	672.84
Southside Dodge Chrysler Jeep	657.58
Bell Distribution	608.53
Fountain Tire	607.82
Door Service by Moonlight Ltd.	607.43
Meridian/Maverick	603.75
Thomas Skinner & Sons Ltd.	603.15
Tony Lambert	582.65
Sierra Pacific	576.03

Appendix A

Duckering's Transport Ltd.	563.68
Can West Label Inc.	537.56
Paper Cuts Ltd.	514.50
CWB Group	485.73
Laird Plastics (Canada) Inc.	452.03
Manitoulin Transport	451.98
A.C.E. Courier Services	440.06
Alaskan Copper & Brass Company	357.00
Pitney Bowes	346.30
Solv. X Inc.	343.80
Potty-Go Rentals	336.00
Thinktel Communications Ltd.	332.16
Culligan - Oasis Water Co.	317.86
Alternator & Starter Experts Ltd.	299.04
Crane Supply	281.01
Northern Gauge	278.25
Graycon Group Ltd.	262.35
The Phone Experts Security Division Ltd.	254.67
Wesco Distr. - Canada Inc.	246.03
DB Engineered Hydraulics (1994) Ltd.	239.09
Ko-Hen Electronics Supply Ltd.	231.04
Bell Canada (505719025)	228.81
Southwest Distribution Ltd.	220.50
Norwesco Canada Ltd.	216.38
GES Engineering Inc.	204.75
Thermex Metal Treating Ltd.	186.51
Southwest Binding Systems Ltd.	183.65
Gorts Truckwash	174.30
Zep Sales & Service of Canada	167.47
Jeet's Plumbing & Heating	157.50
Associated Cab (2003)	157.00
Canadian Welding Bureau	126.00
CTS Industries Ltd.	119.70
PSI Fluid Power Ltd.	107.73
ABSA	100.00
Independent Business Products Ltd	98.44
Reliance Protectron Inc.	94.34
Sunset Glass Ltd.	89.25
Kindopp's Digital Printing	84.00
Telus Mobility	65.10
City of Red Deer	60.00
Bell (BW-1LHMD0999)	46.30
Centratech Technical Services	44.05
Weldco	36.86
Bellzer Boyz Inc.	36.57
CBA-Contract Business Association	23.21
Westward Parts Services Ltd.	13.52
Sinclair Supply Ltd.	11.00
Yellow Pages Group	5.36
Rogers Telecom - Business	1.14
Cole International Inc.	Unknown
American Manufacturing Company	Unknown
Hanagriff's Machine Shop, Inc.	Unknown
Galleria Virtual Office Solutions	Unknown
Rogers	Unknown

Appendix A

Town of Innisfail	Unknown
MD Totco - Leduc	Unknown
American Block Manufacturing Inc.	Unknown
GRANT D. AARHUS	Unknown
SYED ALI	Unknown
PHILIP B. ALZOLA	Unknown
WILLIAM E. ARNOLD	Unknown
NATHEN ATTWELL	Unknown
CHRIS BAKER	Unknown
SUZETTE P. BASTOS	Unknown
JESSE BEACH	Unknown
BOBBIE BELCOURT	Unknown
CHRIS BELL	Unknown
KEVIN BENNETT	Unknown
GORAN BERBIC	Unknown
JASON T. BONA	Unknown
PATRICK BOULDING	Unknown
RANDALL J. BOURNE	Unknown
BRENDEN BOWE	Unknown
JEREMY BRADSHAW	Unknown
MICHAEL BREITKREITZ	Unknown
CHRISTIAN BRITTAIN	Unknown
GERRY BRUNET	Unknown
DARCY BURKE	Unknown
TONY BURNELL	Unknown
TIM O. CAMPBELL	Unknown
JEFFERY CHRISTENSEN	Unknown
ADAM COLLIER	Unknown
BRAD G. COLLIER	Unknown
DEVON G. CONN	Unknown
SHAWN L. CONN	Unknown
STEPHEN CONNORS	Unknown
SHAUN R. COUSINS	Unknown
ROBERT CROSSMAN	Unknown
SHELBY CUNNINGHAM	Unknown
MICHAEL A. DAHIR	Unknown
DYLAN DAVIS	Unknown
ROGER DE BEAUDRAP	Unknown
TRACY DEXTER	Unknown
WARREN DIDRIKSON	Unknown
NATHAN D. DREESHEN	Unknown
RICHARD DUCHESNE	Unknown
KRISTIAN ERHARDT	Unknown
CURTIS A. EWASIUK	Unknown
LINDA FALCONER	Unknown
GARY M. FLECK	Unknown
JIM P. FOUGERE	Unknown
JOHN FOUGERE	Unknown
ROBERT FOUGERE	Unknown
ALAN K. GALLANT	Unknown
SHAINÉ GALLANT	Unknown
ANNETTE T. GLAZER	Unknown
STEPHEN GREGORY	Unknown
L. DWIGHT GRIFFITHS	Unknown
ALEXANDER HABIBI	Unknown

Appendix A

BRYAN HALPIN	Unknown
TIM HANSON	Unknown
DANNY HARRINGTON	Unknown
TROY HARRISON	Unknown
JONATHAN HAWKINS	Unknown
MARC J. HEILIGERS	Unknown
CODY HEMMINGSEN	Unknown
GUILLERMO HERRERA	Unknown
CHRISTOPHER HICKS	Unknown
STEPHANIE HILL	Unknown
KEN HOFFMAN	Unknown
MICHEAL HUGHES	Unknown
DUSTIN HUNTER	Unknown
KYLE T. JACKSON	Unknown
RAY JEFFREY	Unknown
FREDRICK (BRIAN) JOHNSON	Unknown
LEAH JOHNSON	Unknown
MYLES JUDSON	Unknown
ABU HENA M. KAMAL	Unknown
ANTHONY C. KELLY	Unknown
LUKE KELLY	Unknown
JESSE KEMP	Unknown
ARIZ KHAN	Unknown
GOLAM KIBRIA	Unknown
DARYL KIKSTRA	Unknown
TYLER KIRK	Unknown
RENE KLAMPFL	Unknown
WAYNE KLASSEN	Unknown
DAGMAR KNUTSON	Unknown
MICHELLE KUNTZEMANN	Unknown
KELLY A. LANG	Unknown
JOHN A. LANZ	Unknown
KAREN M. LARSON	Unknown
RICHARD LATAM	Unknown
JAMES LAW WING	Unknown
JEFF S. LEEDHOLM	Unknown
GREG LETKEMANN	Unknown
EVAN LEWIS	Unknown
TAMMY LITSTER	Unknown
ALEX H. LOMAS	Unknown
DARCIE MAGRUDER	Unknown
JOE MAIER	Unknown
SONNY MAKSYMIAK	Unknown
BRAD MALYON	Unknown
MICHAEL MARSHALL	Unknown
ROBERT R. MARTIN	Unknown
ZEMENU G. MARU	Unknown
NATHAN MASKOWITZ	Unknown
LANE MCCHARLES	Unknown
KELLY McLACHLAN	Unknown
CHRIS MELANSON	Unknown
KYLE J. MIELNICHUK	Unknown
GREG MILLER	Unknown
MALLORY MURPHY	Unknown
JOANIE L. NEIS	Unknown

Appendix A

TYLER J. NICOLAY	Unknown
ROSCO B. NOVARO	Unknown
MICHAEL OSTERMAN	Unknown
JUSTIN OUELLETTE	Unknown
KYLE PARTRIDGE	Unknown
DON PATTIMORE	Unknown
BRIAN PECKHAM	Unknown
JESSE J. PEITZSCHE	Unknown
MICHAEL PERKINS	Unknown
TREBRO PIESINGER	Unknown
STEVE A. PIGGOTT	Unknown
STEVE POITRAS	Unknown
TYLER RICE	Unknown
MICHAEL RICHARDS	Unknown
JANE A. RIDER	Unknown
EDWARD RIOUX	Unknown
BENJAMI ROBICHAUD	Unknown
CHRIS D. ROMANIUK	Unknown
GERALD T. RUNDLE	Unknown
MARK RUPERT	Unknown
DAVID RUSSELL	Unknown
GRAHAM RUSSELL	Unknown
SCOTT RYPSTRA	Unknown
DUSTIN SCHULTE	Unknown
RONALD SEIFRIED	Unknown
JASON SELENSKI	Unknown
NEIL SHARP	Unknown
KEVIN D. SHYGERA	Unknown
MICHAEL SINCLAIR	Unknown
STANISLAV SIROTKIN	Unknown
TYLER SKOREYKO	Unknown
TONY SMETHURST	Unknown
GREGORY T. SMITH	Unknown
BRENT SMYTH	Unknown
LOGAN SOPPIT	Unknown
DOUG STOUTENBURG	Unknown
BARBI SUTYLA	Unknown
JENNY M. SWORDS	Unknown
BOBBI L. TALSMA	Unknown
ADEEL TARIQ	Unknown
JOEL B. TECSON	Unknown
DANIEL TETREAULT	Unknown
JEFFREY A. TIRPAK	Unknown
RUSS TOEWS	Unknown
ASHLEY URRUTIA	Unknown
ROBERT VAN GENT	Unknown
JOLENE VENABLES	Unknown
RONALD VOCKE	Unknown
TRACY L. WALL	Unknown
MATTHEW WALLACE	Unknown
NORMAN J. WATERS	Unknown
MURRAY T. WEMP	Unknown
KEVIN WHITE	Unknown
IAN J. WILLIAMS	Unknown
VERLA WILLS	Unknown

Appendix A

FRASER WILSON	Unknown
ROBERT D. WILSON	Unknown
TRACY WOYTKIW	Unknown
MILES YARSCHENKO	Unknown
TODD YEOMANS	Unknown
DARCY ZIMMER	Unknown
LEONARD ZIMMER	Unknown
LARRY ZWARICH	Unknown
STEVE J. ZWART	Unknown
Total Unsecured Creditors	16,190,148.64
Total Creditors	64,786,461.74