

COURT FILE NUMBER

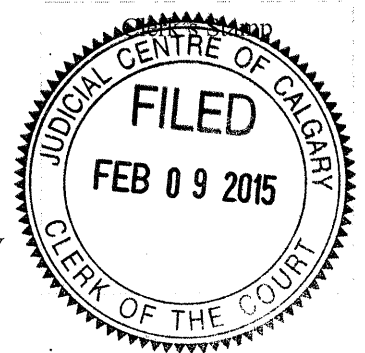
1501-00681

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY



IN THE MATTER OF THE BANKRUPTCY
AND INSOLVENCY OF CALMENA ENERGY
SERVICES INC., CALMENA ENERGY
HOLDINGS LTD., CALMENA ENERGY
SERVICES OPERATING LIMITED
PARTNERSHIP, 1414995 ALBERTA LTD.,
CALMENA ENERGY SERVICES USA
CORP., CALMENA DRILLING SERVICES
LLC, CALMENA ENERGY SERVICES US
LP, BW SERVICES LUXEMBOURG S.A.R.L.,
BWES SERVICES DE MEXICO, S. DE R.L.
DE C.V., PAN AMERICAN DRILLING S. DE
R.L. DE C.V., CALMENA ENERGY
SERVICES DE MEXICO, S. DE R.L. DE C.V.,
CALMENA LUXEMBOURG HOLDINGS
S.A.R.L.

PLANTIFF

HSBC BANK CANADA

DEFENDANTS

CALMENA ENERGY SERVICES INC.,
CALMENA ENERGY HOLDINGS LTD.,
CALMENA ENERGY SERVICES
OPERATING LIMITED PARTNERSHIP,
1414995 ALBERTA LTD., CALMENA
ENERGY SERVICES USA CORP.,
CALMENA DRILLING SERVICES LLC,
CALMENA ENERGY SERVICES US LP, BW
SERVICES LUXEMBOURG S.A.R.L., BWES
SERVICES DE MEXICO, S. DE R.L. DE C.V.,
PAN AMERICAN DRILLING S. DE R.L. DE
C.V., CALMENA ENERGY SERVICES DE
MEXICO, S. DE R.L. DE C.V., CALMENA
LUXEMBOURG HOLDINGS S.A.R.L.

DOCUMENT

ORDER: Amend Receivership Order

I hereby certify this to be a true copy of
the original order

Dated this 9 day of Feb. 2015

[Signature]
for Clerk of the Court

ADDRESS FOR SERVICE AND	Patrick T. McCarthy, Q.C. / Jessica L. Duhn
CONTACT INFORMATION OF	Borden Ladner Gervais LLP
PARTY FILING THIS	1900, 520 3 rd Ave. S.W.
DOCUMENT	Calgary, AB T2P 0R3
	Telephone: (403) 232-9715
	Facsimile: (403) 266-1395
	Email: pmccarthy@blg.com / jduhn@blg.com

DATE ON WHICH ORDER WAS PRONOUNCED: February 9, 2015

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Justice S.J. LoVecchio

UPON the application of Ernst and Young Inc., in its capacity as the Court-appointed Receiver and Manager (the “**Receiver**”) of Calmena Energy Services Inc., Calmena Energy Holdings Ltd., Calmena Energy Services Operating Limited Partnership, 1414995 Alberta Ltd., Calmena Energy Services USA Corp., Calmena Drilling Services LLC, Calmena Drilling Services US LP, BW Services Luxembourg S.A.R.L., BWES Services de Mexico, S. de R.L. de C.V., Pan American Drilling S. de R.L. de C.V., Calmena Energy Services de Mexico, S. de R.L. de C.V., Calmena Luxembourg Holdings S.A.R.L. (collectively the “**Calmena Group**”), and not in its personal capacity; **AND UPON** having read the Application of the Receiver and the Affidavit of Neil Narfason, sworn on February 4, 2015, filed in support thereof; **AND UPON** having read the pleadings filed in the within Action to date, including the Receivership Order granted on January 20, 2015 (the “**Receivership Order**”); **AND UPON** hearing from counsel for the Receiver, and any other interested party appearing at the application,

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of the notice of application for this Order is hereby abridged and deemed good and sufficient and this application is properly returnable today.
2. The Receivership Order is hereby amended by removing the following entities from the definition of the “Debtors” within the Receivership Order, *nunc pro tunc*:
 - (a) Calmena Energy Services de Mexico, S. de R.L. de C.V.,
 - (b) BWES Services de Mexico, S. de R.L. de C.V.,
 - (c) Pan American Drilling, S. de R.L. de C.V.,

(d) BW Services Luxembourg S.A.R.L., and

(e) Calmena Luxembourg Holdings S.A.R.L.

(collectively the “**Foreign Subsidiaries**”).

3. Notwithstanding anything contained in the Receivership Order, the Receiver has not:

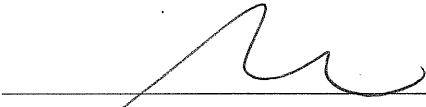
(a) Taken possession of or exercised control over any of the Foreign Subsidiaries’ current or future assets, undertakings, and properties, wherever situated, including all proceeds thereof (the “**Foreign Property**”); or

(b) Managed, operated or carried on the business of the Foreign Subsidiaries; and

therefore, has not incurred, and will not incur, any duty or obligation with respect to the Foreign Subsidiaries or the Foreign Property pursuant to Part XI of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3.

4. Leave is hereby granted to any person, entity or party affected by this Order to apply to this Honourable Court for a further Order substituting, modifying or varying the terms of this Order, with such Application to be brought on notice to the Receiver and any other affected party in accordance with the *Alberta Rules of Court*.

5. The Receiver shall serve by courier, fax 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, and such service shall be deemed good and sufficient for all purposes.

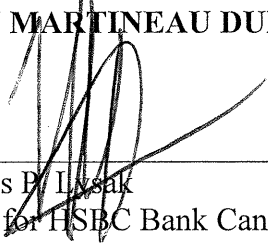

 Justice of the Court of Queen’s Bench of Alberta

Form and content consented to this 9th day of February, 2015 by:

BORDEN LADNER GERVAIS LLP


 Per: Patrick T. McCarthy, Q.C. / Jessica L. Duhn
 Solicitors for Ernst & Young Inc., in its
 capacity as the Court-appointed receiver and manager
 of the Calmena Group

FASKEN MARTINEAU DUMOULIN LLP



Per: Travis P. Lysak
Solicitors for HSBC Bank Canada