

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

Dated this 30 day of April 2019
[Signature]
for Clerk of the Court

Clerk's stamp



COURT FILE NUMBER

1901-00238

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

PLAINTIFF

ATB FINANCIAL

DEFENDANTS

KODIAK SERVICES PARTNERSHIP, KODIAK
WIRELINE SERVICES LTD., KODIAK ENERGY
SOLUTIONS LTD., KODIAK TOOLS LTD., 1623360
ALBERTA LTD., KODIAK SERVICES USA, INC.,
KODIAK SERVICES MEXICO, SA. DE CV AND
KODIAK SERVICES INT'L INC.

DOCUMENT

**ORDER – APPROVING MARKETING, SALES, AND
ACTIVITIES**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF PARTY
FILING THIS DOCUMENT

Dentons Canada LLP
Bankers Court
15th Floor, 850 - 2nd Street S.W.
Calgary, Alberta T2P 0R8
Attn: David Mann / John Regush
Ph. (403) 268-7097 / 7086 Fx. (403) 268-3100
File No.: 131079-100

Date on which this order was pronounced:

May 1, 2019

Location where order was pronounced:

Calgary, Alberta

Name of judge who made this order:

The Honourable Justice C.M. Jones

UPON THE APPLICATION by Ernst & Young Inc. in its capacity as the Court-appointed receiver and manager (the "**Receiver**") of the undertaking, property and assets of Kodiak Services Partnership, Kodiak Wireline Services Ltd., Kodiak Energy Solutions Ltd., Kodiak Tools Ltd., 1623360 Alberta Ltd., and Kodiak Services USA, Inc. (collectively, the "**Debtors**"); AND UPON reading the Receiver's Second Report (the "**Second Report**"), filed, the Confidential Supplement to the Receiver's Second Report, unfilled (the "**Confidential Supplement**"), and the Receiver's First Report, filed; AND UPON having read the Affidavit of Izzy Kowalcze sworn April 30, 2019, filed; AND UPON hearing submissions of counsel to the Receiver;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and time for service of this application is abridged to that actually given.

APPROVAL OF ACTIVITIES

2. The Receiver's activities as set out in the Second Report, Confidential Supplement, and in all of its other reports filed herein are hereby ratified and approved.

APPROVAL OF SALES PROCESS AND APPROVED OFFERS

3. The Invitation for Offers to Purchase Assets or Proposals to Liquidate Assets dated February 25, 2019 (the "**Asset Sale Invitation**") and sales process undertaken by the Receiver is hereby approved.
4. The acceptance of the offers generated through the Asset Sale Invitation and approved by the Receiver (the "**Approved Offers**") is hereby authorized and approved, with such minor amendments to the Approved Offers as the Receiver may deem necessary.
5. The sale process and Approved Offers are commercially reasonable and in the best interest of the Debtors and their stakeholders.
6. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the transactions contemplated by the Approved Offers or for the conveyance of any property to any purchaser (or its nominee) in accordance with the terms of the Approved Offers.
7. The Receiver shall be at liberty to apply for further advice, assistance and directions as may be necessary or desirable in order to give full force and effect to the terms of this Order and to assist and aid the parties in closing the transaction contemplated by the Approved Offers.

MISCELLANEOUS

8. This Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals regulatory and administrative bodies are hereby respectfully requested to make such orders as to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.
9. This Order must be served only upon those interested parties attending or represented at the within application and service may posting this Order to the Receiver's website maintained in respect of these proceedings. Service is deemed to be effected the next business day following posting of the Order to the Receiver's website maintained in respect of these proceedings.
10. Service of this Order on any party not attending this application is hereby dispensed with.



Justice of the Court of Queen's Bench of Alberta