

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: KODIAK SERVICES USA, INC., Debtor in Foreign Proceeding.	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending
In re: KODIAK SERVICES PARTNERSHIP, Debtor in Foreign Proceeding.	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending
In re: KODIAK WIRELINE SERVICES LTD., Debtor in Foreign Proceeding.	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending
In re: KODIAK ENERGY SOLUTIONS LTD., Debtor in Foreign Proceeding.	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending
In re: KODIAK TOOLS LTD., Debtor in Foreign Proceeding.	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending
In re: 1623360 ALBERTA LTD., Debtor in Foreign Proceeding. ¹	Chapter 15 Case No. ____ - ____ (____) Recognition Request Pending

¹ The last four digits of the United States Tax Identification Number or Canadian Business Number of the Debtors, as applicable, follow in parentheses: Kodiak Services USA, Inc. (0169) ("Kodiak USA"), Kodiak Services Partnership (9809) ("Kodiak Partnership"), Kodiak Wireline Services Ltd. (2948) ("Kodiak Wireline"), Kodiak Energy Solutions Ltd. (2892) ("Kodiak Solutions"), Kodiak Tools Ltd. (3099) ("Kodiak Tools"), and 1623360 Alberta Ltd. (1045) ("162 Alberta", collectively with Kodiak Partnership, Kodiak Wireline, Kodiak Solutions, and Kodiak Tools, the "Canadian Debtors"). The Debtors' headquarters is located at #2230, 13 Mission Avenue, St. Alberta, Alberta. Kodiak's principal place of business in the US is located at its leased premises in Midland, Texas.

**STATEMENT OF FOREIGN REPRESENTATIVE PURSUANT TO
FEDERAL RULE OF BANKRUPTCY PROCEDURE 1007(A)(4)**

I, Dan McCulloch, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury under the laws of the United States of America that the following is true and correct:

1. I am over the age of 18 and, if called upon, could testify to all matters set forth in this statement, except for those portions specified as being otherwise.

2. I am a Vice President at the firm Ernst & Young Inc. (the “Receiver”), the putative foreign representative and duly authorized and appointed Receiver over the assets and undertakings of the above-captioned affiliates (collectively, the “Debtors” or “Kodiak”) in a proceeding (the “Receivership Proceeding”) under Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “BIA”) and Section 13(2) of the *Judicature Act*, RSA 2000 c. J-2, as amended (the “Judicature Act”) before the Court of Queen’s Bench of Alberta (the “Canadian Court”).

3. The Receiver, in its capacity as receiver in the Receivership Proceeding, hereby submits the information required pursuant to Rule 1007(a)(4) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

4. I am informed that Bankruptcy Rule 1007(a)(4) provides that a foreign representative filing a petition for recognition under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) shall file with the petition:

(A) a corporate ownership statement containing the information described in Rule 7007.1; and (B) unless the court orders otherwise, a list containing the names and addresses of all persons or bodies authorized to administer foreign proceedings of the debtor, all parties to litigation pending in the United States in which the debtor is a party at the time of the filing of the petition, and all entities against whom provisional relief is being sought under § 1519 of the Code.

Fed. R. Bankr. P. 1007(a)(4).

5. I am also informed that Bankruptcy Rule 7007.1(a) provides that:

Any corporation . . . shall file two copies of a statement that identifies any corporation, other than a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under this subdivision.

Fed. R. Bankr. P. 7007.1(a).

6. I am further informed that under section 101(9) of the Bankruptcy Code, a "corporation":

- (A) includes—
 - (i) association having a power or privilege that a private corporation, but not an individual or a partnership, possesses;
 - (ii) partnership association organized under a law that makes only the capital subscribed responsible for the debts of such association;
 - (iii) joint-stock company;
 - (iv) unincorporated company or association; or
 - (v) business trust; but
- (B) does not include limited partnership.

11 U.S.C. § 101(9).

7. In accordance with Bankruptcy Rule 1007(a)(4), I hereby provide the following information.

Corporate Ownership Statement

8. An organizational chart showing the ownership structure of Kodiak is attached as Exhibit A.

List of Administrators

9. On January 10, 2019 (the "Initial Canadian Petition Date"), the Canadian Court appointed the Receiver as receiver over the assets and undertakings of the Canadian Debtors. On the Canadian Petition Date, the Canadian Court also issued an order setting out the terms of the Receiver's appointment (the "Initial Receivership Order"). On March 13, 2019 (the "Second

Canadian Petition Date”), the Canadian Court appointed the Receiver as receiver over the assets and undertakings of Kodiak USA as well. On the Second Canadian Petition Date, the Canadian Court also issued an order setting out the terms of the Receiver’s appointment over all Debtors (the “Second Receivership Order”). The Receiver and the Canadian Court are the only persons or bodies authorized to administer the Receivership Proceeding pursuant to the Receivership Order, Second Receivership Order, the BIA and the Judicature Act.

Ernst & Young Inc.
EPCOR Tower, 10423 – 101 Street Suite 1400 PO Box 44
Edmonton, Alberta
T5H 0E7

Court of Queen’s Bench of Alberta
601 – 5 Street SW
Calgary, Alberta
T2P 5P7

Other Foreign Proceedings

10. I am further informed that section 101(23) of the Bankruptcy Code defines a “foreign proceeding” as:

a collective judicial or administrative proceeding in a foreign country, including an interim proceeding, under a law relating to insolvency or adjustment of debt in which proceeding the assets and affairs of the debtor are subject to control or supervision by a foreign court, for the purpose of reorganization or liquidation.

11. I am not aware of any other foreign proceeding for the Debtors other than the Receivership Proceeding, or any person or body authorized to administer a foreign proceeding for the Debtors other than the Receiver and the Canadian Court.

Litigation Parties in the United States

12. I am aware of no litigation pending in the United States in which Kodiak is a party as of the commencement of the Chapter 15 Cases.

Parties Against Whom Provisional Relief Is Sought Under Section 1519

1. The Receiver is seeking provisional relief against:
 - a. the Debtors;
 - b. the lessor counterparty in respect of the leasehold interest, held by Kodiak in lands located at Midland, Texas;
 - c. the Debtors' directors, officers and employees;
 - d. the banks at which the US Debtors have accounts;
 - e. the Debtors' creditors;
 - f. any parties who are in possession of the Debtors' assets in the United States that become known to the Receiver prior to recognition of the Receivership Proceeding on a final basis; and
 - g. any other parties in interest.

Executed this 27th day of March, 2019,
Edmonton, Alberta, Canada

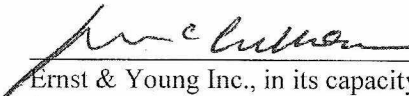

Ernst & Young Inc., in its capacity as receiver
for the Debtors

Exhibit A
Organizational Chart

