

BOS Solutions Ltd. and its Canadian and U.S. Affiliates

Sales Process

On May 4, 2020, the Court of Queen's Bench of Alberta (the "Court") made an order (the "Receivership Order") appointing Ernst & Young Inc. ("E&Y") as Receiver and Manager (the "Receiver") of the property, assets, and undertakings (the "Property") of BOS Solutions Ltd. ("BSL") and its subsidiaries; BOS Solutions Inc. ("BSI"), BOS LeaseCo LLC ("BOS LeaseCo"), BOS Solutions Real Estate Inc. ("BOS Real Estate"), and BOS USHoldCo Inc. ("BOS USHoldco") (collectively, "BOS" or the "Company").

The Receivership Order was given full force and effect in the United States of America by orders of the United States Bankruptcy Court, Southern District of Texas, Houston Division recognizing the receivership proceedings as foreign main proceedings.

Ernst & Young Orenda Corporate Finance Inc. ("EYO") has been retained by the Receiver to act as sales agent of the Company to sell the business assets of the Company.

Additional detail regarding BOS' court filings can be found on the Court-appointed Receiver's website at www.ey.com/ca/bossolutions.



568
Centrifuges



~\$2.4M USD
Average Monthly
Revenue



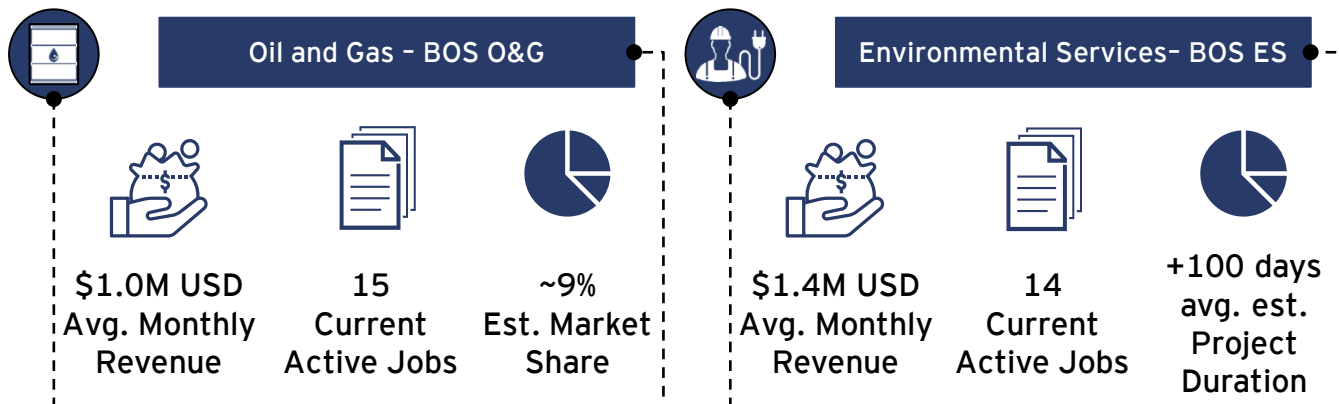
129
Employees

Investment Opportunity

BOS is a provider of customizable and scalable liquids-solids separation services, offering patented, proprietary processes and equipment to recycle drilling fluids, reduce associated waste for disposal and provide customers with an environmental solution that reduces waste disposal costs.

The Company is headquartered in Houston, Texas with additional offices throughout Texas, Pennsylvania, North Dakota, and Alberta, Canada.

BOS primarily operates within two service lines - Oil and Gas ("BOS O&G") and Environmental Services ("BOS ES").



Key Milestone Dates

- ▶ Binding Bid Deadline July 17, 2020
- ▶ Targeted Transaction closing August 21, 2020

Contact

Interested parties are requested to contact one of the persons listed below and refer to the following website for additional information: www.ey.com/ca/bossolutions.

Information on the opportunity will be made available to interested parties in the Confidential Information Summary and the data room upon signing a Confidentiality Agreement.

Barry Munro	Shane Dunn	Alix Paris	Andrew O'Dell
Senior Vice President	Senior Vice President	Vice President	Analyst
+1 403 206 5017	+1 403 206 5011	+1 403 206 5335	+1 780 429 2376
barry.g.munro@ca.ey.com	shane.dunn@ca.ey.com	alixandra.e.paris@ca.ey.com	andrew.odell@ca.ey.com

Disclaimer

The information contained in this Overview is submitted to parties on a confidential basis for use solely in connection with their consideration of the transaction opportunity described herein and is not to be reproduced or distributed. By its acceptance hereof, the recipient agrees that neither it nor any of its employees or advisors shall use the information for any purpose other than the evaluation of the transaction opportunity, nor shall it divulge the information or distribute this Overview to any other party, in whole or in part, at any time without the prior written consent of the Company through EY.

The information contained herein, while obtained from sources which we believe to be reliable, has not been independently verified and no representation, express or implied, is given as to its accuracy or completeness. Delivery of this Overview does not constitute an offer to sell or a solicitation of an offer to purchase securities under the securities laws of any jurisdiction, including the Securities Act of 1933, as amended, or any state securities laws, or a solicitation to enter into any other transaction.

Ernst & Young Orenda Corporate Finance Inc. and Ernst & Young Corporate Finance (Canada) Inc.
Assurance | Tax | Transactions | Advisory

About Ernst & Young Orenda Corporate Finance Inc.

We are one of Canada's largest mid-market focused corporate finance advisory firms. We provide sector-specific advice on mergers, acquisitions and divestitures; debt and equity capital markets; real estate and infrastructure transactions; and advise on corporate strategy. We bring deep industry knowledge to each transaction to support our clients' corporate finance strategies and priorities.

We are part of the EY global network, which provides us with direct insights and access to entrepreneurs, companies, private equity firms, capital providers and public sector entities operating around the world.

Any inquiries regarding transactional services by US persons should be directed to Ernst & Young Corporate Finance (Canada) Inc. through one of the contacts identified. Ernst & Young Orenda Corporate Finance Inc. is registered as an exempt market dealer in Alberta, British Columbia, Manitoba, New Brunswick, Newfoundland and Labrador, Nova Scotia, Ontario, Quebec and Saskatchewan. Ernst & Young Corporate Finance (Canada) Inc., an affiliate of Ernst & Young Orenda Corporate Finance Inc., is a US registered broker-dealer.

© 2020 Ernst & Young - all rights reserved.

Proprietary and confidential. Do not distribute without written permission