

**PROOF OF CLAIM AGAINST THE APPLICANTS LISTED HEREIN.
(hereinafter referred to as the "Applicants")**

**OILEXCO INCORPORATED
OILEXCO TECHNICAL SERVICES INC.**

Please read carefully the enclosed Instruction Letter for completing this Proof of Claim. Defined terms not defined within this Proof of Claim form shall have the meaning ascribed in the Claims Process Order dated May 20, 2009 as may be amended from time to time

A. Particulars of Creditor:

1. Full Legal Name of Creditor: _____ (the "**Creditor**")
(Full legal name should be the name of the original Creditor of the relevant Applicant, regardless of whether an assignment of a Claim has been made, or a portion thereof, has occurred prior to or following the applicable Filing Date.)

2. Full Mailing Address of the Creditor (the original Creditor, not the Assignee):

3. Telephone Number: _____
Email Address: _____
Fax Number: _____
Attention (Contact): _____

4. Has the claim set out herein been sold, transferred or assigned by the Creditor to another party?

Yes: ☐ No: ☐

B. Particulars of Assignment(s) (if any):

1. Full Legal Name of Assignee(s):
(If a portion of the Claim has been assigned, insert full legal name of assignee(s) of the Claim. If there is more than one assignee, please find attached a separate sheet with the required information.)
2. Full Mailing Address of Assignee(s): _____
3. Telephone Number of Assignee(s): _____
4. Fax Number: _____
5. Attention (Contact Person): _____

C. Proof of Claim

I, _____, *(name of individual Creditor or Representative of Corporate Creditor)*, of _____ *(City, Province or State)* do hereby certify :

(a) that:

☐ I am the creditor of Oilexco Incorporated or Oilexco Technical Services Inc.;
OR

☐ I am _____ *(state position or title)* of the creditor, _____ *(name of creditor)*.

(b) that I have knowledge of all the circumstances connected with the Claim described and set out below;

(c) the Creditor asserts its claim against:

☐ Oilexco Incorporated; OR

☐ Oilexco Technical Services Inc.

(d) The Applicant was and still is indebted to the Creditor as follows:

(i) PRE-FILING CLAIM:

_____ *(insert value of Claim)*
(Currency)

(ii) SUBSEQUENT CLAIM:

_____ *(insert value of Claim)*
(Currency)

(Claim arising after the applicable Filing Date resulting from the disclaimer or repudiation after the applicable Filing Date of any contract, lease, employment agreement, or other arrangement or agreements of any nature whatsoever, whether oral or written, and any amending agreement related thereto)

(iii) TOTAL CLAIM(S) _____
(Currency)

(Note: Claims in a foreign currency are to be converted to Canadian Dollars at the noon spot rate of the Bank of Canada as at the applicable Filing Date.)

D. Nature of Claim:

(Check and complete appropriate category)

☐ A. UNSECURED CLAIM OF : _____

☐ B. SECURED CLAIM OF: _____

That in respect of the said debt, assets of the Applicant valued at _____ are pledged to me as security, particulars which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security, and attach a copy of the security documents).

E. Particulars of Claim

Other than as already set out herein, the particulars of the undersigned's total Pre-Filing Claim and/or Subsequent Claim are attached.

(Provide all particulars of the claims and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the claims, name of any guarantor which has guaranteed the claims, and amount of invoices, particulars of all creditors, discounts, etc. claimed, description of the security, if any, granted by the relevant Applicant to the Creditor and estimated value of such security, particulars of any restructuring claim.)

F. Filing of Claims

This Proof of Claim form must be received by the Monitor by no later than 5:00 p.m. **(Mountain Time) on July 31, 2009** (the "Claims Bar Date").

Proofs of Claim for Subsequent Claims arising after the applicable Filing Date resulting from a disclaimer or repudiation after the applicable Filing Date of any contract, lease, employment agreement, or other arrangement or agreements of any nature whatsoever, whether oral or written, and any amending agreement related thereto, must be received by the later of: **(a) the Claims Bar Date and (b) by 5:00 p.m. (Mountain Time) on the day which is 30 days after the date of the applicable repudiation or disclaimer (the "Subsequent Bar Date")**.

FAILURE TO FILE YOUR PROOF OF CLAIM AS DIRECTED BY THE CLAIMS BAR DATE OR SUBSEQUENT CLAIMS BAR DATE, AS APPLICABLE, WILL RESULT IN YOUR CLAIM BEING BARRED AND EXTINGUISHED FOREVER UNLESS OTHERWISE ORDERED BY THE COURT AND YOU WILL BE PROHIBITED FROM MAKING OR ENFORCING A CLAIM AGAINST THE APPLICANTS.

This Proof of Claim must be delivered by registered mail, personal delivery, e-mail (in PDF format), courier, facsimile transmission at the following address:

The Monitor
Ernst & Young Inc., the Court-appointed Monitor of
Oilexco Incorporated and Oilexco Technical Services Inc.
Attn: Jessica Caden
Ernst & Young Tower
1000, 440-2nd Avenue S.W.
Calgary, Alberta T2P 5E9
Telephone: (403) 206-5153
Fax: (403) 206-5075

or by email to Jessica Caden at jessica.caden@ca.ey.com.

DATED this _____ day of _____, 2009.

Name of Creditor:

Witness Signature

Per: _____

Name: _____

Title: _____

(please print)