



COURT/ESTATE FILE NUMBER 24-2823737  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON  
APPLICANT IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF CLL CAPITAL CORP.

COURT/ESTATE FILE NUMBER 24-2823740  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON  
APPLICANT IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 3MK ENERGY SERVICES LTD.

COURT/ESTATE FILE NUMBER 24-2823718  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON  
APPLICANT IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF LAST CHANCE TRUCKING (1995) LTD.

DOCUMENT **ORDER**  
**(Auction Approval and Vesting Order)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

**DLA PIPER (CANADA) LLP**  
1000, 250 – 2 Street SW  
Calgary, Alberta T2P 0C1

Lawyer: Carole J. Hunter  
Phone Number: (403) 698 8782  
Fax Number: (403) 697 6600  
Email address: carole.hunter@dlapiper.com  
File No. 103603-00004

<b>DATE ON WHICH ORDER WAS PRONOUNCED:</b>	May 26, 2022
<b>LOCATION WHERE ORDER WAS PRONOUNCED:</b>	Edmonton, Alberta
<b>NAME OF JUDGE WHO MADE THIS ORDER:</b>	The Honourable Associate Chief Justice K. G. Nielsen

**UPON THE APPLICATION** of CLL Capital Corp., 3MK Energy Services Ltd. and Last Chance Trucking (1995) Ltd. (collectively, the "**Companies**") filed May 12, 2022 (the "**Application**") for an order approving the auction proposal between the Companies and Ritchie Bros. Auctioneers (the "**Auctioneer**") dated May 20, 2022 (the "**Auction Proposal**"), an unredacted copy of which is appended as Confidential Exhibit "A" to the Supplemental Affidavit of Robert Lloyd sworn May 20, 2022 (the "**Supplemental Affidavit**"), and vesting in the Purchaser the Companies' right, title and interest in and to the assets described in the Auction Proposal (the "**Auction Assets**"), as listed in Schedule "A" hereto, in any person or persons who purchase any of the Auction Assets pursuant to the Auction Proposal (the "**Auction Purchasers**");

**AND UPON** having read the Application, the Affidavit of Robert Lloyd sworn May 12, 2022, the First Report of MNP Ltd., in its capacity as proposal trustee of the Companies (the "**Proposal Trustee**") dated May 19, 2022, the Supplemental Affidavit and the Supplemental First Report of the Proposal Trustee dated May 24, 2022; **AND UPON** hearing the submissions of counsel for the Companies, the Proposal Trustee, Canadian Western Bank ("**CWB**") and the other parties present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. Service of the Notice of Application for this Order is hereby validated and deemed good and sufficient, this application is properly returnable today, and no person other than those persons served is entitled to service of the Notice of Application.

**APPROVAL OF AUCTION PROPOSAL**

2. The Auction Proposal is hereby approved and execution of the Auction Proposal by the Companies is hereby authorized and approved, with such minor amendments as the Proposal Trustee may deem necessary. The Companies are hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for completion of the transaction contemplated by the Auction Proposal and the conveyance of the Auction Assets to any Auction Purchaser.

## MARKETING AND SALE OF ASSETS

3. The Auctioneer is authorized to market and sell the Auction Assets in accordance with the Auction Proposal. The Auction Assets shall be free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, caveats, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether, secured, unsecured or otherwise (collectively, the “**Claims**”) including, without limiting the generality of the foregoing:

- (a) any encumbrances or charges created by the Order of the Honourable Associate Chief Justice K. G. Nielsen dated May 26, 2022 in the within proceedings; and
- (b) any charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Alberta) or any other personal property registry system (collectively, the “**Encumbrances**”).

4. The Registrar of the Alberta Personal Property Registry (the “**PPR Registrar**”) shall and is hereby directed to forthwith cancel and discharge any registrations made at the Alberta Personal Property Registry (whether made before or after the date of this Order) claiming security interests in the estate or interest of the Companies in any of the Auction Assets which are of a kind prescribed by applicable regulations as serial-number goods.

## SALE AND VESTING

5. Upon the Auctioneer completing the sale of any of the Auction Assets to an Auction Purchaser, and upon receipt of the purchase price by the Auctioneer and delivery by the Auctioneer of a bill of sale or similar evidence of purchase to such Auction Purchaser (the “**Purchaser Bill of Sale**”):

- (a) all of the Companies’ right, title and interest in and to the Auction Assets shall vest absolutely in the name of the Auction Purchaser (or its nominee), free and clear of and from any and all Claims, and all of the Encumbrances affecting or relating to such Auction Assets shall be expunged and discharged as against such Auction Assets;
- (b) the Companies and all persons who claim by, through or under the Companies in respect of the Auction Assets shall stand absolutely barred and foreclosed from all estate, right, title, interest, royalty, rental and equity of redemption of the Auction Assets and, to the extent that any such persons remain in possession or control of any of the Auction Assets, they shall forthwith deliver possession thereof to the Auction Purchaser (or its nominee); and

- (c) the Auction Purchaser (or its nominee) shall be entitled to enter into and upon, hold and enjoy the Auction Assets for its own use and benefit without any interference of or by the Companies, or any person claiming by or through or against the Companies.

6. Upon the closing of the transactions contemplated in the Auction Proposal, the Proposal Trustee shall file with the Clerk of the Court a Proposal Trustee's Certificate substantially in the form attached hereto as Schedule "B".

7. Nothing herein shall discharge the obligations of the Auctioneer pursuant to the Auction Proposal or otherwise, or the right or claims of the Companies in respect thereof, including, without limitation, the obligations of the Auctioneer to account for and remit the proceeds of the Auction Assets (the "**Auction Sales Proceeds**") to the solicitors for the Proposal Trustee, Field Law, 400-444 7 Avenue SW, Calgary, AB T2P 0X8, Attention: Trevor Batty (the "**Proposal Trustee's Solicitors**")

#### **PRIORITY OF CLAIMS**

8. The sale proceeds shall be held in trust by the Proposal Trustee's Solicitors and stand in the place and stead of the Auction Assets and from and after the delivery of the Purchaser Bill of Sale, all Claims shall attach solely to the net proceeds with the same validity, priority and in the same amounts and subject to the same defences that were or may have been available when the Claims were attached to the property itself. The Proposal Trustee's Solicitors shall hold the net sale proceeds in trust pending further Order of the Court on application by the Proposal Trustee or CWB.

#### **MISCELLANEOUS MATTERS**

9. Notwithstanding:
- (a) the pendency of these proceedings and any declaration of insolvency made herein;
  - (b) the pendency of any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as amended (the "BIA"), in respect of the Companies, and any bankruptcy order issued pursuant to any such applications;
  - (c) any assignment in bankruptcy made in respect of the Companies; and
  - (d) the provisions of any federal or provincial statute,

the vesting of the Auction Assets in an Auction Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Companies and shall not be void or voidable by creditors of the Companies, nor shall it constitute nor be deemed to be a transfer at undervalue, settlement, fraudulent preference, assignment, fraudulent conveyance, or other reviewable transaction under the BIA or any other applicable federal or provincial legislation, nor

shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

10. The Proposal Trustee, an Auction Purchaser, CWB and any other interested party, shall be at liberty to apply for further advice, assistance and direction as may be necessary 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.

11. This Honourable Court hereby requests the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in any of its provinces or territories or in any foreign jurisdiction, to act in aid of and to be complimentary to this Court in carrying out the terms of this Order, to give effect to this Order and to assist in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such order and to provide such assistance to the Companies, as may be necessary or desirable to give effect to this Order or to assist the Companies in carrying out the terms of this Order.

12. Service of this Order shall be deemed good and sufficient by:

(e) Serving the same on:

- (i) the persons listed on the service list created in these proceedings;
- (ii) any other person served with notice of the application for this Order;
- (iii) any other parties attending or represented at the application for this Order;
- (iv) the Auction Purchaser or the Auction Purchaser's solicitors; and
- (v) Posting a copy of this Order on the Proposal Trustee's website at: <https://mnpdebt.ca/en/corporate/corporate-engagements/cli-capital-corp>

and service on any other person is hereby dispensed with.

13. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.



---

Justice of the Court of Queen's Bench of Alberta

June 6, 2022

**Schedule "A"**  
**Auction Assets**

## Last Chance Trucking

**Asset Category:** Air Compressors and Treatment Equipment  
**Description:** Berkley SVU205 C/W Kohler gas eng Air Compressor  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** C/W Kohler gas eng  
**Asset Id:** 1382531

---

**Asset Category:** Boom Trucks  
**Description:** Altec AC40103SNW 40 ton Straight Boom on 2012 Kenworth C500 T/A Tri-Drive Boom Truck  
**Usage:** 248147 KM  
**Serial #:** 1NKCX4TX4CR956010  
**Post Model Description:** -  
**Asset Id:** 1361076

---

**Asset Category:** Boom Trucks  
**Description:** 2012 Hiab 166 B-3 CLX 10800 lb Knuckle Boom on 2013 Kenworth T370 S/A Boom Truck  
**Usage:** 124521 KM  
**Serial #:** 2NKHHN8X3DM960818  
**Post Model Description:** -  
**Asset Id:** 1363127

---

**Asset Category:** Boom Trucks  
**Description:** 2005 National 1400H 33 ton Straight Boom on 2005 Western Star 4900 T/A Tri-Drive Boom Truck  
**Usage:** Not Available  
**Serial #:** 5KKUALCKX5PU91381  
**Post Model Description:** T/A Tri-Drive  
**Asset Id:** 1361384

---

**Asset Category:** Boom Trucks  
**Description:** 2006 Palfinger PK15500 13670 lb Knuckle Boom on 2006 Kenworth T800B S/A Boom Truck  
**Usage:** 606600 KM  
**Serial #:** 1XKDA08X46R989655  
**Post Model Description:** -  
**Asset Id:** 1361382

---

**Asset Category:** Boom Trucks  
**Description:** Ferrari 550 A2 1775 kg Knuckle Boom on 2015 Ford F550 XLT 4x4 Boom Truck  
**Usage:** 108694 KM  
**Serial #:** 1FDUF5HT8FEA25277  
**Post Model Description:** -

**Asset Id:** 1361178

---

**Asset Category:** Construction and Machinery Trailers  
**Description:** 2006 Trailtech H370 28FT T/A Equipment Trailer  
**Usage:** Not Available  
**Serial #:** 2CU34AXE462019294  
**Post Model Description:** 28FT T/A  
**Asset Id:** 1363233

---

**Asset Category:** Construction and Machinery Trailers  
**Description:** 1997 Trailtech 36 ft Tridem Gooseneck Equipment Trailer  
**Usage:** Not Available  
**Serial #:** 2CU23AVEXV2001767  
**Post Model Description:** Tridem Gooseneck  
**Asset Id:** 1361362

---

**Asset Category:** Construction and Machinery Trailers  
**Description:** 1996 Dyson 28FT Tridem Dually Gooseneck Picker Equipment Trailer  
**Usage:** Not Available  
**Serial #:** 2ATC11193TM305230  
**Post Model Description:** 28FT Tridem Dually Gooseneck Picker  
**Asset Id:** 1363267

---

**Asset Category:** Construction and Machinery Trailers  
**Description:** 2003 Trailtech 28FT T/A Equipment Trailer  
**Usage:** Not Available  
**Serial #:** 2CU33AVA032012941  
**Post Model Description:** 28FT T/A  
**Asset Id:** 1363261

---

**Asset Category:** Construction and Machinery Trailers  
**Description:** 2003 Bluesky 32FT Tridem Gooseneck Equipment Trailer  
**Usage:** Not Available  
**Serial #:** 2B9GS939434098133  
**Post Model Description:** 32FT Tridem Gooseneck  
**Asset Id:** 1363244

---

**Asset Category:** Containers  
**Description:** 2004 CIMC 53FT Skid Mounted Storage Container  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 53FT Skid Mounted  
**Asset Id:** 1382808

---



**Asset Category:** Containers  
**Description:** 2004 CIMC 53FT skid mounted Storage Container  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 53FT skid mounted  
**Asset Id:** 1382797

---

**Asset Category:** Containers  
**Description:** 8FT x 8FT Tool Crib c/w assorted tools as per listing picture Storage Container  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 8FT x 8FT Tool Crib c/w assorted tools as per listing picture  
**Asset Id:** 1385652

---

**Asset Category:** Crane Attachments  
**Description:** Single man basket  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Single man basket  
**Asset Id:** 1382859

---

**Asset Category:** Crane Attachments  
**Description:** Spreader Bar  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1384633

---

**Asset Category:** Drilling Equipment  
**Description:** Corlac Hydraulic Power Pack c/w Chevrolet Nat gas engine  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Hydraulic Power Pack c/w Chevrolet Nat gas engine  
**Asset Id:** 1382664

---

**Asset Category:** Flatbed Trailers  
**Description:** 2013 Dorsey 53FT Tridem Hiboy Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 5JYFB5332DE085134  
**Post Model Description:** 53FT Tridem Hiboy  
**Asset Id:** 1361383

---

**Asset Category:** Flatbed Trucks

**Description:** 2018 Chevrolet 3500HD Silverado Crewcab 4x4 Dually Flatbed Truck  
**Usage:** 56010 KM  
**Serial #:** 1GB4KYEY7JF118834  
**Post Model Description:** Crewcab 4x4 Dually  
**Asset Id:** 1361361

---

**Asset Category:** Flatbed Trucks  
**Description:** 2011 GMC 3500HD Sierra Crewcab 4x4 dually Flatbed Truck  
**Usage:** 260007 KM  
**Serial #:** 1GD423CLXBF177248  
**Post Model Description:** Crewcab 4x4 dually  
**Asset Id:** 1361357

---

**Asset Category:** Flatbed Trucks  
**Description:** 2008 International 4200 4x4 S/A Flatbed Truck  
**Usage:** 90324 KM  
**Serial #:** 1HTMVAFL58J551009  
**Post Model Description:** S/A  
**Asset Id:** 1361386

---

**Asset Category:** Forklifts  
**Description:** 1991 Sumitomo Yale FL25PVIFE 5000 lb LPG 5000LB Pneumatic Tire Forklift  
**Usage:** 5417 Hours  
**Serial #:** CN076  
**Post Model Description:** 5000LB  
**Asset Id:** 1359977

---

**Asset Category:** Fracturing  
**Description:** 2017 Big Holding Systems BHS750 12 panel frac pond Frac Tank  
**Usage:** Not Available  
**Serial #:** 1112003  
**Post Model Description:** 12 panel frac pond  
**Asset Id:** 1363572

---

**Asset Category:** Fracturing  
**Description:** 2015 Big Holding Systems BHS1500 12 panel frac pond Frac Tank  
**Usage:** Not Available  
**Serial #:** 141500036  
**Post Model Description:** 12 panel frac pond  
**Asset Id:** 1363574

---

**Asset Category:** Fracturing  
**Description:** 2015 Big Holding Systems BHS1800 13 panel frac pond  
Frac Tank  
**Usage:** Not Available  
**Serial #:** 151800041  
**Post Model Description:** 13 panel frac pond  
**Asset Id:** 1363577

---

**Asset Category:** Fracturing  
**Description:** 2017 Big Holding Systems BHS2400 10 panel frac pond  
Frac Tank  
**Usage:** Not Available  
**Serial #:** 152400042  
**Post Model Description:** 10 panel frac pond  
**Asset Id:** 1363578

---

**Asset Category:** Fracturing  
**Description:** Qty of 7-frac pond equipment packages  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of 7-frac pond equipment packages  
**Asset Id:** 1363586

---

**Asset Category:** Fracturing  
**Description:** Qty of open tank floating tarps Frac Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1382795

---

**Asset Category:** Fracturing  
**Description:** Big Holding Systems Qty of (4) spare Frac Pond panels  
Frac Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of (4) spare Frac Pond panels  
**Asset Id:** 1384567

---

**Asset Category:** Fracturing  
**Description:** Qty of open tank floating tarps Frac Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1553344

---

**Asset Category:** Fracturing

**Description:** Qty of 2-bird net stands  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of 2-bird net stands  
**Asset Id:** 1553348

---

**Asset Category:** Generators and Power Equipment  
**Description:** Coleman Powermate 6875 c/w 11hp gas, 5500 watt continuous Generator Set  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** c/w 11hp gas, 5500 watt continuous  
**Asset Id:** 1382306

---

**Asset Category:** Industrial and Construction Supplies  
**Description:** hydraulic engine Material Hoist  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** hydraulic engine  
**Asset Id:** 1382317

---

**Asset Category:** Industrial and Construction Supplies  
**Description:** 18-2/way radios from vehicles, 12 hand held portable radios Radios  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 18-2/way radios from vehicles, 12 hand held portable radios  
**Asset Id:** 1385723

---

**Asset Category:** Industrial and Construction Supplies  
**Description:** (2)-A-Frame Hoists Material Hoist  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** (2)-A-Frame Hoists  
**Asset Id:** 1384608

---

**Asset Category:** Landscaping Equipment  
**Description:** Stihl BR450C Leaf Blower  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1361074

---

**Asset Category:** Light Compaction Equipment  
**Description:** TMG90 C/W Kohler gas eng Vibratory Plate Compactor

**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** C/W Kohler gas eng  
**Asset Id:** 1361052

---

**Asset Category:** Office Furniture  
**Description:** Includes 3-Millwork cabinets, OKI printer, Brother printer, Nortel phone, Casio calculator  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Includes 3-Millwork cabinets, OKI printer, Brother printer, Nortel phone, Casio calculator  
**Asset Id:** 1385707

---

**Asset Category:** Office Furniture  
**Description:** Office consisting of metal file cabinet, Millwork office desk, OKI printer, Nortel phone, Casio HR150 calculator  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Office consisting of metal file cabinet, Millwork office desk, OKI printer, Nortel phone, Casio HR150 calculator  
**Asset Id:** 1385702

---

**Asset Category:** Office Furniture  
**Description:** 2-metal 4-drawer file cabinets, Millwork desk  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 2-metal 4-drawer file cabinets, Millwork desk  
**Asset Id:** 1385722

---

**Asset Category:** Oil and Gas Trailers  
**Description:** 2005 Lode King 53FT Tridem Picker Float Oilfield Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 2LDPF403959042128  
**Post Model Description:** 53FT Tridem Picker Float  
**Asset Id:** 1363503

---

**Asset Category:** Oil and Gas Trailers  
**Description:** 2012 Trailtech FT310 40FT Tridem Oilfield Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 2CU2UE8R0C2031281  
**Post Model Description:** 40FT Tridem

**Asset Id:** 1363252

**Asset Category:** Oil and Gas Trailers  
**Description:** 1999 Trailtech 30 ft x Oilfield Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 2CU24AXD6U2001638  
**Post Model Description:** -  
**Asset Id:** 1363203

**Asset Category:** Oil and Gas Trailers  
**Description:** 1997 Lode King 48 ft x 102 in Tridem Picker Float Oilfield Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 2LDPF4833V9028309  
**Post Model Description:** Tridem Picker Float  
**Asset Id:** 1361372

**Asset Category:** Oil and Gas Trailers  
**Description:** 2012 Lode King 48FT Tridem Oilfield Picker Float Oilfield Flatbed Trailer  
**Usage:** Not Available  
**Serial #:** 2LDPF4534C9053513  
**Post Model Description:** 48FT Tridem Oilfield Picker Float  
**Asset Id:** 1363401

**Asset Category:** Parts  
**Description:** Qty of hub gaskets and belts  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of hub gaskets and belts  
**Asset Id:** 1361109

**Asset Category:** Pickup Trucks  
**Description:** 2014 GMC 1500 Sierra Crewcab 4x4 Pickup  
**Usage:** 128160 KM  
**Serial #:** 3GTU2TEC3EG326023  
**Post Model Description:** Crewcab 4x4  
**Asset Id:** 1361353

**Asset Category:** Pickup Trucks  
**Description:** 2018 GMC 2500HD Denali Crewcab 4x4 Pickup  
**Usage:** 110000 KM  
**Serial #:** 1GT12UEY2JF134883  
**Post Model Description:** Denali Crewcab 4x4  
**Asset Id:** 1384527

**Asset Category:** Pickup Trucks  
**Description:** 2013 GMC 2500HD Denali Crewcab 4x4 Pickup  
**Usage:** 352917 KM  
**Serial #:** 1GT125E82DF222567  
**Post Model Description:** Crewcab 4x4  
**Asset Id:** 1361352

---

**Asset Category:** Pickup Trucks  
**Description:** 2018 Chevrolet 2500 HD Silverado Z71 Crewcab 4x4 Pickup  
**Usage:** 132258 KM  
**Serial #:** 1GC1KWEY9JF195031  
**Post Model Description:** Crewcab 4x4  
**Asset Id:** 1359499

---

**Asset Category:** Pickup Trucks  
**Description:** 2018 GMC Sierra 1500 SLE Elevation Extended cab 4 door 4x4 Pickup  
**Usage:** 53543 KM  
**Serial #:** 1GTV2MEC3JZ145766  
**Post Model Description:** Extended cab 4 door 4x4  
**Asset Id:** 1361177

---

**Asset Category:** Pipeline Equipment  
**Description:** Set of 2 pipe racks Pipe Stand  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Set of 2 pipe racks  
**Asset Id:** 1382852

---

**Asset Category:** Portable Structures  
**Description:** 2003 Atco 12FT x 40FT Wellsite  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 12FT x 40FT  
**Asset Id:** 1382813

---

**Asset Category:** Portable Structures  
**Description:** 2007 Travelaire MT240 24 FT T/A Mobile Office  
**Usage:** Not Available  
**Serial #:** 2TTMT240X7R040141  
**Post Model Description:** 24 FT T/A  
**Asset Id:** 1362960

---

**Asset Category:** Portable Structures  
**Description:** CN 10FT x 24FT Storage Building

**Usage:** Not Available  
**Serial #:** CN01669  
**Post Model Description:** 10FT x 24FT  
**Asset Id:** 1382774

---

**Asset Category:** Product and Fuel Tanks  
**Description:** Todd Fuel Caddy C/W hand pump Fuel Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** C/W hand pump  
**Asset Id:** 1385679

---

**Asset Category:** Product and Fuel Tanks  
**Description:** Square aluminum Fuel Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Square aluminum  
**Asset Id:** 1382546

---

**Asset Category:** Product and Fuel Tanks  
**Description:** 208 Liter c/w pump, hose Fuel Tank  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 208 Liter c/w pump, hose  
**Asset Id:** 1382275

---

**Asset Category:** Production Equipment  
**Description:** Guest Controls 34IN x 36FT Secondary Containment system with liner and stairs  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 34IN x 36FT Secondary Containment system with liner and stairs  
**Asset Id:** 1384961

---

**Asset Category:** Production Equipment  
**Description:** 2-Manifolds Fittings and Flanges  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1382824

---

**Asset Category:** Production Equipment  
**Description:** Neopreme pile head covers Fittings and Flanges  
**Usage:** Not Available  
**Serial #:** -



**Post Model Description:** Neopreme pile head covers  
**Asset Id:** 1382764

---

**Asset Category:** Production Equipment  
**Description:** 3MK Water Transfer equipment as per list-first pic Fittings and Flanges  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 3MK Water Transfer equipment as per list-first pic  
**Asset Id:** 1382754

---

**Asset Category:** Production Equipment  
**Description:** Guest Controls Secondary Containment System  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Secondary Containment System  
**Asset Id:** 1382706

---

**Asset Category:** Rough Terrain Forklifts  
**Description:** 1992 Sellick SD-80 8000 lb Rough Terrain Forklift  
**Usage:** Not Available  
**Serial #:** 2657603832  
**Post Model Description:** -  
**Asset Id:** 1361365

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Wurth 12 drawer w/assorted nuts and bolts Bolt Bin  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 12 drawer w/assorted nuts and bolts  
**Asset Id:** 1360035

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Set of Steel stairs c/w hand rails  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Set of Steel stairs c/w hand rails  
**Asset Id:** 1384636

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Bowman w/assorted clips, pins, fasteners Bolt Bin  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** w/assorted clips, pins, fasteners  
**Asset Id:** 1360052

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** w/assorted clips, fittings Bolt Bin  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** w/assorted clips, fittings  
**Asset Id:** 1360069

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Qty of clevis pins, spring pins, misc fittings and fasteners  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of clevis pins, spring pins, misc fittings and fasteners  
**Asset Id:** 1361026

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Motomaster Eliminator 12V Battery Charger  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 12V  
**Asset Id:** 1361054

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Lube bench C/W reels, metered nozzles, Ram pumps  
Work Bench  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Lube bench C/W reels, metered nozzles, Ram pumps  
**Asset Id:** 1361072

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Set of 8-steel lockers  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Set of 8-steel lockers  
**Asset Id:** 1361084

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Set of 8-steel lockers  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Set of 8-steel lockers  
**Asset Id:** 1361085

---

**Asset Category:** Shop, Warehouse and Consumer

**Description:** ShopVac c/w brooms, shovels, Star shop vac Vacuum Cleaner  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** c/w brooms, shovels, Star shop vac  
**Asset Id:** 1361089

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** w/assorted nuts and bolts Bolt Bin  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** w/assorted nuts and bolts  
**Asset Id:** 1360041

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Steel cabinets (2), qty of ladders (3)  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Steel cabinets (2), qty of ladders (3)  
**Asset Id:** 1361106

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Qty of misc hose, wire, booster cables, extension cords  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of misc hose, wire, booster cables, extension cords  
**Asset Id:** 1361157

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Qty of tarps  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of tarps  
**Asset Id:** 1363546

---

**Asset Category:** Shop, Warehouse and Consumer  
**Description:** Metal rack w/misc metal  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Metal rack w/misc metal  
**Asset Id:** 1384616

---

**Asset Category:** Skid Steer Loaders  
**Description:** 2010 Bobcat S150 Skid Steer Loader

**Usage:** 1400 Hours  
**Serial #:** A3L135993  
**Post Model Description:** -  
**Asset Id:** 1361091

---

**Asset Category:** Tools  
**Description:** Approx 10 Steel Jack Stands  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Steel Jack Stands  
**Asset Id:** 1360001

---

**Asset Category:** Tools  
**Description:** rack c/w sledge hammers, pipe wrenches  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** rack c/w sledge hammers, pipe wrenches  
**Asset Id:** 1360100

---

**Asset Category:** Tools  
**Description:** Mastercraft table saw  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** table saw  
**Asset Id:** 1382327

---

**Asset Category:** Tools  
**Description:** Qty of bottle jacks (3) Jack  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of bottle jacks (3)  
**Asset Id:** 1361024

---

**Asset Category:** Tools  
**Description:** Qty of cable cutters (3)  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of cable cutters (3)  
**Asset Id:** 1361025

---

**Asset Category:** Tools  
**Description:** Qty of sockets-1/2, 3/4, and 1IN drive  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of sockets-1/2, 3/4, and 1IN drive  
**Asset Id:** 1361028

---

**Asset Category:** Tools  
**Description:** Mastercraft 1/2IN drive metric deep impact socket set  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 1/2IN drive metric deep impact socket set  
**Asset Id:** 1361034

---

**Asset Category:** Tools  
**Description:** c/w assorted tools incl wrenches, screw drivers Tool Box  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** c/w assorted tools incl wrenches, screw drivers  
**Asset Id:** 1361044

---

**Asset Category:** Tools  
**Description:** Stanley tool kit w/wrenches, sockets  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** tool kit w/wrenches, sockets  
**Asset Id:** 1361082

---

**Asset Category:** Tools  
**Description:** Hydraulic transmission Jack  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Hydraulic transmission  
**Asset Id:** 1361088

---

**Asset Category:** Tools  
**Description:** Porta Power c/wcart  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Porta Power c/wcart  
**Asset Id:** 1361090

---

**Asset Category:** Tools  
**Description:** Qty of 2-tap and die sets  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of 2-tap and die sets  
**Asset Id:** 1361111

---

**Asset Category:** Tools  
**Description:** Qty of (3) elec Sander

**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of (3) elec  
**Asset Id:** 1361112

---

**Asset Category:** Tools  
**Description:** Qty of (4) elec drills  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of (4) elec drills  
**Asset Id:** 1361113

---

**Asset Category:** Tools  
**Description:** Qty of (4) air impact guns  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of (4) air impact guns  
**Asset Id:** 1361115

---

**Asset Category:** Tools  
**Description:** Blue point air sander, CP air chipper, Bosch sawsall, 3-skill saws, jig saw, Makita angle grinder  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Blue point air sander, CP air chipper, Bosch sawsall, 3-skill saws, jig saw, Makita angle grinder  
**Asset Id:** 1361149

---

**Asset Category:** Tools  
**Description:** Mastercraft torque wrench and quantity of wheel nut sockets  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Mastercraft torque wrench and quantity of wheel nut sockets  
**Asset Id:** 1361151

---

**Asset Category:** Tools  
**Description:** Matco Micrometer set, c/w KD tools micrometer  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Micrometer set, c/w KD tools micrometer  
**Asset Id:** 1361152

---

**Asset Category:** Tools  
**Description:** Digital brake drum guage

**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Digital brake drum guage  
**Asset Id:** 1361154

---

**Asset Category:** Tools  
**Description:** Gearwrench Dial indicator  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Dial indicator  
**Asset Id:** 1361155

---

**Asset Category:** Tools  
**Description:** UltraPro prybar set  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** UltraPro prybar set  
**Asset Id:** 1361156

---

**Asset Category:** Tools  
**Description:** Symtech SCA 1 headlamp alignment machine  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** headlamp alignment machine  
**Asset Id:** 1361161

---

**Asset Category:** Tools  
**Description:** Banding machine  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Banding machine  
**Asset Id:** 1361167

---

**Asset Category:** Tools  
**Description:** C/W pot, hose, helmet Sand Blaster  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** C/W pot, hose, helmet  
**Asset Id:** 1361171

---

**Asset Category:** Tools  
**Description:** Tiger Tool king pin press  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** king pin press  
**Asset Id:** 1361172

---

**Asset Category:** Tools  
**Description:** Drader W3000 inject-a-weld machine  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** inject-a-weld machine  
**Asset Id:** 1361174

---

**Asset Category:** Tools  
**Description:** Qty of (2) pipe roller stands  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Qty of (2) pipe roller stands  
**Asset Id:** 1361175

---

**Asset Category:** Tools  
**Description:** air paint pump  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** air paint pump  
**Asset Id:** 1363548

---

**Asset Category:** Truck Parts and Attachments  
**Description:** 2013 Swenson 10FT Sanding Box C/W Honda 11HP Gas eng, vibrator  
**Usage:** Not Available  
**Serial #:** 04131691  
**Post Model Description:** 10FT Sanding Box C/W Honda 11HP Gas eng, vibrator  
**Asset Id:** 1361387

---

**Asset Category:** Truck Parts and Attachments  
**Description:** Pilot rigging to fit pickup truck  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** Pilot rigging to fit pickup truck  
**Asset Id:** 1553345

---

**Asset Category:** Welding Machines and Equipment  
**Description:** Lincoln Mig-Pak 140 Electric Welder  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** -  
**Asset Id:** 1361057

---

**Asset Category:** Welding Machines and Equipment  
**Description:** Snap-On 140A Mig Electric Welder  
**Usage:** Not Available



**Serial #:** -  
**Post Model Description:** 140A Mig  
**Asset Id:** 1361065

---

**Asset Category:** Well Control  
**Description:** weld-on fittings and threaded pipe fittings Fittings  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** weld-on fittings and threaded pipe fittings  
**Asset Id:** 1382570

---

**Asset Category:** Well Service  
**Description:** 2-sets of steel tank stairways Work Platform  
**Usage:** Not Available  
**Serial #:** -  
**Post Model Description:** 2-sets of steel tank stairways  
**Asset Id:** 1382838

---

**Asset Category:** Winch Trucks  
**Description:** 2006 Kenworth C500B Tri-Drive Texas Bed Winch Truck  
**Usage:** Not Available  
**Serial #:** 1NKCXBEX46R988123  
**Post Model Description:** Tri-Drive Texas Bed  
**Asset Id:** 1363506

---

**Asset Category:** Winch Trucks  
**Description:** 2011 Kenworth C500 Tri-Drive Winch Truck  
**Usage:** 564802 KM  
**Serial #:** 1XKCP4EX0BR948875  
**Post Model Description:** -  
**Asset Id:** 1359442

---

**Asset Category:** Winch Trucks  
**Description:** 2011 Kenworth T800 Winch Truck  
**Usage:** 137820 KM  
**Serial #:** 1XKDPBEX4BR946121  
**Post Model Description:** -  
**Asset Id:** 1363323

---

**Schedule "B"**  
**Form of Proposal Trustee's Certificate**

Clerk's Stamp:

COURT/ESTATE FILE NUMBER	24-2823737
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	EDMONTON
APPLICANT	IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF CLL CAPITAL CORP.
COURT/ESTATE FILE NUMBER	24-2823740
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	EDMONTON
APPLICANT	IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 3MK ENERGY SERVICES LTD.
COURT/ESTATE FILE NUMBER	24-2823718
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	EDMONTON
APPLICANT	IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF LAST CHANCE TRUCKING (1995) LTD.
DOCUMENT	<b>PROPOSAL TRUSTEE'S CERTIFICATE</b>

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS DOCUMENT

**FIELD LAW LLP**

400 - 444 7 Ave SW  
Calgary, Alberta T2P 0X8

Lawyer: Trevor Batty  
Phone Number: (403) 260 8537  
Fax Number: (403) 264 7084  
Email address: [tbatty@fieldlaw.com](mailto:tbatty@fieldlaw.com)  
File No. []

**RECITALS**

- A. On April 21, 2022, MNP Ltd. was appointed as proposal trustee (the “**Proposal Trustee**”) of each of CLL Capital Corp., 3MK Energy Services Ltd and Last Chance Trucking (1995) Ltd. (collectively, the “**Companies**”).
- B. Pursuant to an Order of the Court of Queen’s Bench of Alberta dated May 26, 2022, the Court approved an auction proposal dated May 20, 2022, between the Companies and Ritchie Bros. Auctioneers (the “**Auction Proposal**”).
- C. Unless otherwise indicated herein, capitalized terms have the meanings set out in the Auction Proposal.

**THE PROPOSAL TRUSTEE CERTIFIES** the following:

- 1. The Auction occurred and the Auctioneer has paid and the solicitors for the Proposal Trustee, Field Law, 400-444 7 Avenue SW, Calgary, AB T2P 0X8 have received all amounts payable pursuant to the Auction Proposal.
- 2. This Certificate was delivered by the Proposal Trustee at **[Time]** on **[Date]**.

**MNP LTD., in its capacity as Proposal Trustee of the Companies, and not in its personal capacity.**

**Per:** \_\_\_\_\_  
**Name:** Victor Kroeger  
**Title:**