

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 **ORDER**
(Extension of Time to File Proposal, Filing of Joint Proposal, Sealing of Confidential Exhibits and Administrative Charge)

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT

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File No. 103603-00004

DATE ON WHICH ORDER WAS PRONOUNCED: May 26, 2022

LOCATION WHERE ORDER WAS PRONOUNCED: Edmonton, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: 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**"); **AND UPON** having read the Application, the Affidavit of Robert Lloyd sworn May 12, 2022 (the "**Lloyd Affidavit**"), 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 of Robert Lloyd sworn May 20, 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.

CONSOLIDATION

2. The Companies be and are hereby authorized to file a joint proposal with the Official Receiver.

3. The proposal proceedings of the Companies shall hereby proceed under Court File/Estate No. 24-2823737 with the style of cause "In the Matter of the Notice of Intention to Make a Proposal of CLL Capital Inc., 3MK Energy Services Ltd. and Last Chance Trucking (1995) Ltd."

SEALING ORDER

4. The Clerk of the Court is hereby directed to seal the Confidential Exhibit "A" to the Lloyd Affidavit and Confidential Exhibit "A" to the Supplemental Affidavit (together, the "**Confidential Exhibits**"), pursuant to paragraph 5 of this Order.

5. The Confidential Exhibits detailing offers or proposals received by the Companies in respect of the proposed sales of their assets, shall be sealed on the Court file, notwithstanding Division 4 of Part 6 of the *Alberta Rules of Court* until the filing of the Proposal Trustee's Certificate in respect of the IHD Energy Services Ltd. transaction and the Proposal Trustee's Certificate in respect of the Ritchie Bros. Auctioneers auction proposal. The Clerk of this Honourable Court shall file the Confidential Exhibits in a sealed envelope that sets out the style of cause of these proceedings and states:

THIS ENVELOPE CONTAINS CONFIDENTIAL EXHIBITS SUBMITTED BY CLL CAPITAL CORP., 3MK ENERGY SERVICES LTD. AND LAST CHANCE TRUCKING (1995) LTD. IN THE AFFIDAVIT OF ROBERT LLOYD SWORN MAY 12, 2022 AND THE SUPPLEMENTAL AFFIDAVIT OF ROBERT LLOYD SWORN MAY 20, 2022.

THE CONFIDENTIAL EXHIBITS ARE SEALED PURSUANT TO AN ORDER ISSUED BY ASSOCIATE CHIEF JUSTICE K. G. NIELSEN ON MAY 26 2022, UNTIL THE FILING OF THE PROPOSAL TRUSTEE'S CERTIFICATE IN RESPECT OF THE IHD ENERGY SERVICES LTD. TRANSACTION AND THE PROPOSAL TRUSTEE'S CERTIFICATE IN RESPECT OF THE RITCHIE BROS. AUCTIONEERS AUCTION PROPOSAL, WHICHEVER IS FILED LATER.

6. Any interested party may apply to this Court to vary or amend the provisions relating to the sealing of the Confidential Exhibits on not less than 7 days' notice to the Companies and to any other party likely to be affected by the order sought or upon such other notice, as this Court may order.

ADMINISTRATION CHARGE

7. The Proposal Trustee, counsel to the Proposal Trustee and counsel to the Companies, as security for the professional fees and disbursements incurred both before and after the granting of this Order, shall be entitled to the benefits of and are hereby granted a first ranking charge (the "**Administration Charge**") on all of the present and after-acquired assets, property and undertaking of the Companies, which charge shall not exceed \$100,000, as security for their professional fees and disbursements incurred at the normal rates and charges of the Proposal Trustee, counsel to the Proposal Trustee and counsel to the Companies, both before and after the making of this Order in respect of these proposal proceedings. For greater certainty, the Administration Charge shall not be security for professional fees and disbursements incurred before the making of this Order in respect of corporate matters or correspondence and negotiation of the forbearance agreement.

EXTENSION OF TIME TO FILE PROPOSAL

8. The time within which the Companies are required to file a joint proposal to their creditors with the Official Receiver, under section 50.4 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, shall be and is hereby extended to July 10, 2022.

9. Service of this Order shall be deemed to be achieved by posting a copy of this Order of the website of the Proposal Trustee and by delivering a copy of this Order to those parties listed on the Service List prepared by counsel for the Companies.

J.C.Q.B.A.