

COURT FILE NUMBER: 1701-10909  
COURT: COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE: CALGARY  
APPLICANT: RAZOR ENERGY CORP.  
RESPONDENTS: BLENDFORCE ENERGY SERVICES INC. AND  
FORTALEZA ENERGY INC.



DOCUMENT **ORDER (SISP and APA Approval)**

I hereby certify this to be a true copy of  
the original order

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION OF  
PARTY FILING THIS  
DOCUMENT:

McCarthy Tétrault LLP  
Barristers & Solicitors  
4000, 421 – 7<sup>th</sup> Avenue SW  
Calgary, Alberta T2P 4K9  
Attention: Sean F. Collins / Pantelis Kyriakakis  
Phone: 403-260-3531 / 403-260-3536  
Fax: 403-260-3501  
Email: scollins@mccarthy.ca / pkyriakakis@mccarthy.ca

dated this 18 day of Aug 2017

[Signature]  
for Clerk of the Court

Date On Which Order Was Pronounced: August 18, 2017  
Name Of Judge Who Made This Order: Justice A.D. Macleod  
Location Of Hearing: Calgary, Alberta

**UPON** the application (the "**Application**") of Razor Energy Corp. ("**Razor**") in respect of BlendForce Energy Services Inc. (the "**Debtor**"); **AND UPON** having read the Application, filed; **AND UPON** having read the Affidavit of Doug Bailey, sworn on August 16, 2017 (the "**Initial Affidavit**"), filed; **AND UPON** having read the Receivership Order granted by the Honourable Mr. Justice A.D. MacLeod on August 18, 2017, appointing FTI Consulting Canada Inc. as the court appointed receiver and manager (the "**Receiver**") of the Debtor and all of the Debtor's property, assets, and undertakings (collectively, the "**Property**"); **AND UPON** having read the Affidavit of Service of Anhesa Yeulampiyeva, sworn on August 17, 2017, filed; **AND UPON** hearing counsel for Razor and any other persons present;

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

**DEFINED TERMS**

1. Any and all capitalized terms used herein and not otherwise defined shall have the meaning ascribed to such terms in the Sale and Investment Solicitation Procedures attached as Exhibit "M" to the Initial Affidavit (the "**SISP**").

#### **SISP AND APA APPROVAL**

2. The Receiver is hereby authorized and empowered to retain NRG Divestitures Inc. (the "**Sales Agent**") as its sales agent and to implement the SISP and to proceed, carry out, and implement any corresponding sales, marketing, or tendering processes, including any and all actions related thereto, substantially in accordance with the proposed SISP, and, furthermore, the Debtor is hereby authorized to enter into any resulting agreement(s) or transaction(s) (collectively, the "**SISP Agreements**") which may arise in connection thereto, as the Receiver determines are necessary or advisable in connection with or in order to complete any or all of the various steps, as contemplated by the SISP.
3. The Receiver is hereby authorized and empowered to enter into an Asset Purchase Agreement, dated August 15, 2017, between the Debtor, by and through the Receiver, as the vendor, and Razor, as the purchaser, as attached as Exhibit "N" to the Initial Affidavit (the "**APA**"), as part of and in the manner contemplated by the SISP.
4. Nothing herein shall act as authorization or approval of the transfer or vesting of any or all of the Debtor's property, assets, or undertakings under any SISP Agreements, the APA, or otherwise. Such transfer and vesting shall be dealt with and subject to further Order of this Honourable Court.

**MISCELLANEOUS MATTERS**

5. The Receiver is hereby authorized and empowered to apply to this Honourable Court to amend, vary, or seek any advice, directions, or the approval or vesting of any transactions, in connection with the SISP.
  
6. Service of this Order by email, facsimile, registered mail, courier or personal delivery to the persons listed on the service list shall constitute good and sufficient service of this Order, and no persons other than those listed on the service list are entitled to be served with a copy of this Order.



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J.C.Q.B.A.

COURT FILE NO. 1701-10909

Clerk's Stamp

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

APPLICANT RAZOR ENERGY CORP.

RESPONDENTS BLENDFORCE ENERGY SERVICES INC.  
and FORTALEZA ENERGY INC.

DOCUMENT **CONSENT TO ACT**

ADDRESS FOR SERVICE AND CONTACT  
INFORMATION OF PARTY FILING THIS  
DOCUMENT

Torys LLP  
4600 Eighth Avenue Place East  
525 - Eighth Ave SW  
Calgary, AB T2P 1G1  
  
Attention: Kyle Kashuba  
Telephone: +1 403.776.3744  
Fax: +1 403.776.3800  
Email: [kkashuba@torys.com](mailto:kkashuba@torys.com)

FTI Consulting Canada Inc. hereby consents to act as receiver and manager, or in the alternative, as receiver, over the assets, undertakings and properties of BlendForce Energy Services Inc., if so appointed by this Honourable Court.

DATED at Calgary, Alberta this 18<sup>th</sup> day of August, 2017

FTI CONSULTING CANADA INC.



Name: Deryck Helkaa, CA, CIRP, LIT  
Title: Senior Managing Director