

COURT FILE NUMBER 2201-02699  
COURT COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE CALGARY  
PLAINTIFF NATIONAL BANK OF CANADA



DEFENDANTS BALANCED ENERGY OILFIELD SERVICES INC.,  
BALANCED ENERGY OILFIELD SERVICES  
(USA) INC., BALANCED ENERGY HOLDINGS  
INC., MICHELLE THOMAS, NEIL SCHMEICHEL,  
DARREN MILLER, and CODY BELLAMY

DOCUMENT **ORDER**

**(Approval for Repaying Secured Debt and  
Approval of Receiver's Conduct and  
Activities)**

ADDRESS FOR  
SERVICE AND  
CONTACT  
INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

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Matter: 1230496

**DATE ON WHICH ORDER WAS PRONOUNCED:** June 10, 2022

**LOCATION WHERE ORDER WAS PRONOUNCED:** Calgary, Alberta (by WebEx)

**NAME OF JUSTICE WHO MADE THIS ORDER:** The Honourable Justice R. A. Neufeld

**UPON THE APPLICATION** of FTI Consulting Canada Inc. in its capacity as receiver and manager (the “**Receiver**”) of all the current and future assets, undertakings, properties whatsoever and wherever situate of Balanced Energy Oilfield Services Inc., Balanced Energy Oilfield Services (USA) Inc., and Balanced Energy Holdings Inc. (the “**Debtors**”) for an order, among other things,

authorizing and directing the receiver to repay amounts owing under the LBEL Secured Debt and NBC Secured Debt (as those terms are defined in the within Application); and approving the actions, conduct and activities of the Receiver as outlined in the Second Report of the Receiver, dated May 30, 2022 (the “**Second Report**”); **AND UPON** having reviewed the Receivership Order granted by the Honourable Madam Justice Grosse on March 7, 2022 (the “**Receivership Order**”), the Second Report, **AND UPON** having reviewed the pleadings in these proceedings; **AND UPON** hearing from counsel for the Receiver, counsel for National Bank of Canada, counsel for LBEL Inc., and any other interested party;

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

**SERVICE**

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this Application and time for service of this Application is abridged to that actually given.

**APPROVAL OF DISTRIBUTING FUNDS TO SATISFY SECURED DEBT**

2. The Receiver is hereby authorized and directed to make the following distributions:
- (a) to LBEL Inc. in an amount equal to the LBEL Secured Debt (as that term is defined in the Second Report), in such quantum as may be agreed between LBEL Inc. and the Receiver, or as may be determined by further Order of this Court, in full and final satisfaction of the LBEL Secured Debt and all obligations under the LBEL Security Agreement (as those terms are defined in the Second Report); and
  - (b) one or more interim distributions in such amounts (up to the amount of the NBC Secured Debt, as that term is defined in the Second Report) and at such times as may be determined appropriate by the Receiver, out of the available cash on hand, to the National Bank of Canada, on account of and in partial satisfaction of the NBC

Secured Debt (as that term is defined in the Second Report) without further Order of this Honourable Court.

### **HOLDBACK**

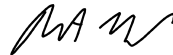
3. The Receiver is hereby authorized and directed to retain the Holdback, in such quantum as the Receiver deems necessary to complete the administration of these Receivership Proceedings, and as set out in the Second Report.

### **APPROVAL OF CONDUCT AND ACTIVITIES**

4. The actions, conduct and activities of the Receiver, as reported in the Second Report are hereby approved.

### **MISCELLANEOUS**

5. The Receiver shall serve by courier, fax transmission, email transmission or ordinary post, a copy of this Order on all parties present at this Application and on all parties who are presently on the Service List established in these proceedings and such service shall be deemed good and sufficient for all purposes.



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J.C.Q.B.A.