



COURT FILE NUMBER

1601-03113

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

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

Dated this 18 day of Nov 2016  
[Signature]  
for Clerk of the Court

IN THE MATTER OF THE COMPANIES'  
*CREDITORS ARRANGEMENT ACT*, R.S.C. 1985,  
c. C-36, as amended

AND IN THE MATTER OF THE COMPROMISE  
OR ARRANGEMENT OF QUICKSILVER  
RESOURCES CANADA INC., 0942065 B.C. LTD.  
and 0942069 B.C. LTD.

DOCUMENT

**ORDER (Settlement Approval and Amendment  
of Representation Order)**

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

**BENNETT JONES LLP**  
Barristers and Solicitors  
4500, 855 – 2<sup>nd</sup> Street S.W.  
Calgary, Alberta T2P 4K7

Attention: Chris Simard / Kevin Zych  
Tel No.: 403-298-4485 / 416-777-5738  
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Client File No.: 39944.88

**DATE ON WHICH ORDER WAS PRONOUNCED:** November 17, 2016

**LOCATION WHERE ORDER WAS PRONOUNCED:** Calgary, Alberta

**NAME OF JUSTICE WHO MADE THIS ORDER:** The Honourable Madam Justice K. M. Eidsvik

**UPON** the application of Quicksilver Resources Canada Inc. and 0942065 B.C. Ltd. (the "Applicant"); **AND UPON** having read the Affidavit of Bob McGregor sworn November 7, 2016 (the "**November 7 Affidavit**") and the Eighth Report of FTI Consulting Canada Inc., in its capacity as Court appointed monitor of the Applicants (the "**Monitor**"); **AND UPON** hearing from counsel for the Applicant, counsel for the Monitor, and from any other affected parties that may be present;

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

**DEFINED TERMS**

1. Capitalized terms not defined herein shall have the meanings ascribed to them in the Initial Order granted in the within proceedings on March 8, 2016 (the "**Initial Order**") and the Representation Order granted on June 28, 2016 (the "**Representation Order**").

**SERVICE**

2. The time for service of notice of this application and supporting materials is hereby abridged, if necessary, and service of such notice is deemed good and sufficient.

**APPROVAL OF SETTLEMENT AND SUPPORT AGREEMENT**

3. The Settlement and Support Agreement dated November 4, 2016, which is attached as Exhibit "A" to the November 7 Affidavit (the "**Agreement**") is hereby approved and the execution thereof by Quicksilver Resources Canada Inc. ("**Quicksilver Canada**") and the Steering Committee are hereby authorized, ratified, confirmed and approved, with such minor amendments as Quicksilver Canada and the Steering Committee may agree.
4. Quicksilver Canada and the Steering Committee are hereby authorized and directed to perform their obligations under the Agreement and to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the acts contemplated therein. Quicksilver Canada shall segregate and hold in trust, for the benefit of the payments to be made to the Represented Group under the Agreement, the Settlement Payment in the amount of \$325,000.
5. The Agreement, including all the terms and conditions thereof, is binding on Quicksilver Canada and on each member of the Represented Group.

**AMENDMENT TO THE REPRESENTATION ORDER**

6. Paragraph 5 of the Representation Order is amended as follows: the amount "\$50,000.00" is hereby deleted and replaced by the amount "\$75,000.00".
7. Quicksilver Canada is hereby authorized to pre-fund a further Retainer to Representative Counsel in the amount of \$25,000.00.

  
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T.C.O.B.A.