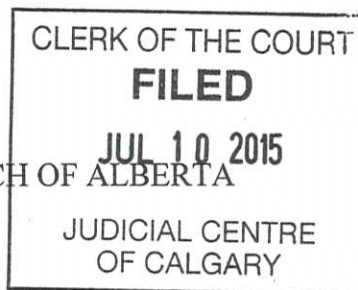


COURT FILE NUMBER: 1401-02489
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF: NATIONAL BANK OF CANADA
DEFENDANTS: COAST RESOURCES LTD., 101033165
SASKATCHEWAN LTD., VIEWFIELD OIL & GAS
LTD. and COAST SERVICES INC.
APPLICANT: FTI CONSULTING CANADA INC., in its capacity as
Court-appointed Receiver and Manager of the assets,
undertakings and property of COAST RESOURCES
LTD., 101033165 SASKATCHEWAN LTD.,
VIEWFIELD OIL & GAS LTD. and COAST
SERVICES INC.



DOCUMENT: **ORDER RESPECTING RETENTION OF FUNDS, ADDITIONAL
DISTRIBUTION AND HOLDBACKS**

ADDRESS FOR SERVICE AND CONTACT INFORMATION FOR PARTY FILING THIS DOCUMENT
McDougall Gauley LLP
1500 – 1881 Scarth Street
Regina, Saskatchewan S4P 4K9
Solicitor: Mr. Michael W. Milani, Q.C.
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File Number: 542259-1

**DATE ON WHICH ORDER WAS
PRONOUNCED:**

July 9, 2015

NAME OF JUDGE WHO MADE THIS ORDER:

The Honourable Madam Justice
J. Streckf

LOCATION OF HEARING:

Calgary, Alberta

INTERIM DISTRIBUTION ORDER

UPON THE APPLICATION of counsel to FTI Consulting Canada Inc., in its capacity as Court-appointed receiver and manager (the “**Receiver**”) of the assets, undertaking and properties of Coast Resources Ltd. (“**Coast Resources**”), 101033165 Saskatchewan Ltd. (“**1010**”), Viewfield Oil & Gas Ltd. (“**Viewfield**”) and Coast Services Inc. (“**Coast Services**”, and together with Coast Resources, 1010 and Viewfield, the “**Debtor**”), for an Order authorizing and the Receiver to retain the full amount claimed on account of the Remaining Liens, approving an interim distribution of funds, approving holdbacks, and for other relief;

AND UPON HAVING READ the pleadings and proceedings had and taken herein, and the Affidavit of Service;

AND UPON hearing the submissions of counsel for the Receiver, of counsel for National Bank of Canada, of counsel for Baker Hughes Canada Corporation (“**Baker Hughes**”) and Trican Partnership (“**Trican**”), of counsel for Rounded Energy Services Ltd. (“**Rounded Energy**”) and Cal-Gas Inc. (“**Cal-Gas**”), of counsel for Cru Well Servicing Ltd. (“**Cru Well**”), and of counsel for KNC Holdings Ltd. (“**KNC**”), (KNC, together with Baker Hughes, Trican, Rounded Energy, Cal-Gas and Cru Well, collectively the “**Claimants Under the Remaining Liens**”) and from any other interested parties who may be present;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of the notice of this application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this application, and the time for service of this application is abridged to that actually given.
2. All capitalized terms not defined herein shall have the respective meanings ascribed to them in the Receiver’s Second Report dated May 27, 2015 (the “**Receiver’s Second Report**”).

3. The Receiver's statement of receipts and disbursements for the period from the Date of Appointment to May 12, 2015, as set out in the Receiver's Second Report is hereby approved.

4. The Receiver is hereby authorized and directed to (i) retain the amount of \$490,388.00 (the "**Disputed Amount**") on account of the amount of the lien claims by the Claimants Under the Remaining Liens, (ii) make a distribution of \$259,612.00 to National Bank (the "**Distribution**") and (iii) retain the following holdbacks totalling \$117,248.00, as follows:

(a) Professional Fees - \$50,000;

(b) Operating and Administrative Expenses - \$35,248; and

(c) GST Payable - \$32,000.

5. The Disputed Amount shall be held by the Receiver pending further Order of this Court or the Court of Queen's Bench for Saskatchewan.

6. The determination of the priority between National Bank and the Claimants Under the Remaining Liens to the Disputed Amount is a matter governed by the laws of the Province of Saskatchewan, and the Court of Queen's Bench for Saskatchewan is the proper jurisdiction to determine the priority between National Bank and the Claimants Under the Remaining Liens.

7. The actions taken by the Receiver to date, as reported in the Receiver's Second Report, are hereby approved and ratified.

8. The Receiver is hereby further authorized to take any act and execute any document that may be, in the opinion of the Receiver, necessary to effect the Distribution.

9. 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, and in particular the Province of Saskatchewan, or in the United

States 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 the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such order as to provide such assistance to the Receiver, as an officer of the Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

10. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.


J.C.Q.B.A.