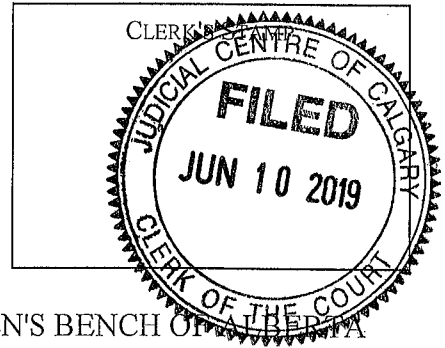


I hereby certify this to be a true copy of
the original Order

Dated this 10 day of June 2019
[Signature]
for Clerk of the Court



COURT FILE NUMBER

1901 - 02578

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

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

IN THE MATTER OF THE *BUSINESS*
CORPORATIONS ACT, R.S.A. 2000, c. B-9, as
amended

AND IN THE MATTER OF THE PLAN OF
COMPROMISE OR ARRANGEMENT OF
ELCANO EXPLORATION INC., ELCANO
EXPLORATION LTD. and ELCANO
EXPLORATION PARTNERSHIP

DOCUMENT

ORDER (STAY EXTENSION AND
AMENDMENT TO INITIAL ORDER)

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

BENNETT JONES LLP
Barristers and Solicitors
4500, 855 - 2nd Street S.W.
Calgary, Alberta T2P 4K7

Attention: Chris Simard and Kelsey Meyer
Telephone No.: 403-298-4485 / 403-298-3323
Fax No.: 403-265-7219
Client File No.: 86037.1

DATE ON WHICH ORDER WAS
PRONOUNCED:

Friday, June 7, 2019

LOCATION OF HEARING OR TRIAL:

Edmonton, Alberta

NAME OF JUDGE
WHO MADE THIS ORDER:

The Honourable Mr. Justice J. S. Little

UPON the Application of Elcano Exploration Inc. ("EEI") and Elcano Exploration Ltd. ("EEL"); AND UPON having read the Application, the Affidavit No. 2 of Richard Fulton sworn May 31, 2019 (the "Fulton Affidavit No. 2"), the Second Report of Hardie & Kelly Inc., the Court-appointed Monitor of the Applicants (the "Monitor"), and the Affidavit of Service of Allison Badger sworn June 5, 2019, all filed; AND UPON hearing the submissions of counsel for the Applicants, counsel for the Monitor, counsel for the National Bank of Canada ("NBC"), and counsel for other interested parties:

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Service of this application and supporting document is hereby deemed to be good and sufficient, the time for notice is hereby abridged to the time provided, and no other person is required to have been served with notice of this application.
2. The Stay Period as ordered and defined in paragraph 13 of the Initial Order granted herein on February 26, 2019, and as previously extended by the Order granted on March 28, 2019, is hereby extended to and including July 11, 2019.
3. Paragraph 9(a) of the Initial Order is hereby amended to state:

to make no payments of principal, interest thereon or otherwise on account of amounts owing by the Applicants to any of their creditors as of the date of this Order, other than principal repayments, interest payments and professional fees to NBC, and, in this regard, the Applicants are authorized and directed to make principal repayments to NBC of \$250,000 upon the granting of this Order and a further \$500,000 as soon as reasonably practicable after the Applicants receive the sales revenue for their May 2019 product sales;
4. Paragraph 30 of the Initial Order is hereby amended to state:

The Monitor, counsel to the Monitor, and counsel to the Applicants, 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 charge (the "**Administration Charge**") on the Property, which charge shall not exceed an aggregate amount of \$400,000.00 as security for their professional fees and disbursements incurred at the normal rates and charges of

the Monitor and such counsel, both before and after the making of this Order in respect of these proceedings. The Administration Charge shall have the priority set out in paragraphs 31 and 33 hereof.;

5. Paragraph 31 of the Initial Order is hereby amended to state:

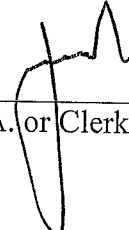
The priorities of the Charges (as defined below), as between them, shall be as follows:

First – Administration Charge (to the maximum amount of \$400,000.00);

Second - Directors' Charge (to the maximum amount of \$50,000.00);

(collectively, the "**Charges**").

6. The Elcano Group shall serve this Order on the persons listed on the service list by any of email, facsimile, courier, registered mail, regular mail, or personal delivery, and no persons other than those on the service list are required to be served with a copy of this Order.



J.C.Q.B.A. or Clerk of the Court