

**THE COURT OF QUEEN'S BENCH OF ALBERTA JUDICIAL  
DISTRICT OF CALGARY**

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

**AND IN THE MATTER OF CANADIAN SUPERIOR ENERGY INC.**

**AND IN THE MATTER OF SEEKER PETROLEUM LTD.**

**AND IN THE MATTER OF CANADIAN SUPERIOR TRINIDAD AND TOBAGO  
LIMITED**

**BEFORE THE HONOURABLE  
MR. JUSTICE S.J. LOVECCHIO  
IN CHAMBERS**

) **AT THE CALGARY COURTS CENTRE,  
) IN THE CITY OF CALGARY, IN THE  
) PROVINCE OF ALBERTA, ON FRIDAY,  
) THE 22<sup>ND</sup> DAY OF MAY, 2009.**

I hereby certify this to be a true copy of  
the original Order  
Dated this 25 day of May 2009  
Amac  
for Clerk of the Court

**CLAIMS PROCEDURE ORDER**

**UPON THE APPLICATION** of Canadian Superior Energy Inc. ("CSEI"), Seeker Petroleum Ltd. ("SPL"), and Canadian Superior Trinidad and Tobago Limited ("CSTT") (CSEI, SPL, and CSTT are collectively referred to herein as "Canadian Superior"); **AND UPON** having read the Affidavit of Leif Snethun sworn May 20, 2009, filed; **AND UPON** having read the pleadings and materials filed herein; **AND UPON** being advised of the support of the Monitor for this application:

**IT IS HEREBY ORDERED THAT:**

**Service**

1. Service of notice of this application in the manner described in the Affidavit of Service of Heather Morton sworn on May 22, 2009 is hereby deemed good and sufficient.

**Claims Procedure**

2. All claims of the creditors of Canadian Superior (the "Creditors") shall be proven in accordance with the procedures outlined herein and in the Notice to Creditors attached hereto as

Schedule "A" (the "Notice to Creditors"). Canadian Superior, in consultation with the Monitor, is authorized and directed to implement the procedures outlined herein and in the Notice to Creditors (the "Claims Procedure").

3. The Monitor shall, on or before May 29, 2009, send by ordinary mail to all known Creditors a Notice to Creditors, in substantially the form attached hereto as Schedule "A", and a prescribed Notice of Claim, in substantially the form attached hereto as Schedule "B".
4. The Monitor shall, on or before May 29, 2009, publish in the *Calgary Herald*, the *Globe and Mail*, and the *Trinidad Guardian* newspapers, an advertisement in substantially the form attached hereto as Schedule "C".
5. Any Creditor having a claim against Canadian Superior arising on or before March 5, 2009 of any nature, including an unsecured, secured, contingent or unliquidated claim, (a "Pre-Filing Claim") is required to file, in the manner set out in the Notice to Creditors, a Notice of Claim with the Monitor on or before 5:00 PM Mountain Time on June 23, 2009 (the "Claims Bar Date") in order to participate in any voting or distributions associated with the CCAA proceedings.
6. Any Creditor having a claim against Canadian Superior arising after March 5, 2009 as a result of the disclaimer or repudiation, after March 5, 2009, of any contract, lease, employment agreement or other arrangement or agreement of any nature whatsoever, whether oral or written, and any amending agreement related thereto (a "Subsequent Claim") is required to file, in the manner set out in the Notice to Creditors, a Notice of Claim with the Monitor on or before the later of: (i) the Claims Bar Date; and (ii) 5:00 PM Mountain Time on the day which is 30 days after the date on which the disclaimer or repudiation giving rise to the Subsequent Claim occurred (the "Subsequent Claims Bar Date") in order to participate in any voting or distributions associated with the CCAA proceedings.
7. Pre-Filing Claims not proven by the Claims Bar Date in accordance with the Claims Procedure and Subsequent Claims not proven by the Subsequent Claims Bar Date in accordance with the Claims Procedure shall, unless otherwise ordered by this Court, be deemed to be forever barred and may not thereafter be advanced as against Canadian Superior.

8. Canadian Superior will:

- (a) in the case of a Pre-Filing Claim, on or before July 14, 2009, or
- (b) in the case of a Subsequent Claim, on or before the later of: (i) July 14, 2009; and (ii) the day which is 14 days after the day the Subsequent Claim is received by the Monitor,

provide to each Creditor filing a Pre-Filing Claim and/or a Subsequent Claim, in the manner set out in the Notice to Creditors, a notice in writing indicating whether the Creditor's Pre-Filing Claim and/or Subsequent Claim is accepted, disputed in whole or disputed in part. Where the Pre-Filing Claim and/or Subsequent Claim is disputed in whole or in part, Canadian Superior will concurrently issue a Notice of Dispute to the Creditor ("Notice of Dispute") indicating the reasons for the dispute.

9. Where a Creditor objects to a Notice of Dispute, the Creditor shall, in the manner set out in the Notice to Creditors, notify Canadian Superior of its objection in writing (the "Notice of Objection"):

- (a) in the case of a Pre-Filing Claim, on or before July 28, 2009; or
- (b) in the case of a Subsequent Claim, on or before the later of: (i) July 28, 2009; and (ii) the day which is 14 days after the day the Creditor received the Notice of Dispute.

10. Where a Notice of Objection has been provided to Canadian Superior, the Creditor shall:

- (a) in the case of a Pre-Filing Claim, on or before August 11, 2009; or
- (b) in the case of a Subsequent Claim, on or before the later of: (i) August 11, 2009; and (ii) the day which is 14 days after the day the Notice of Objection was provided to Canadian Superior,

serve on Canadian Superior, with a copy to the Monitor, a Notice of Motion returnable within seven days before the Alberta Court of Queen's Bench in these proceedings for the determination of the Pre-Filing Claim and/or Subsequent Claim in dispute.

11. A Creditor not filing a Notice of Objection to a Notice of Dispute issued by Canadian Superior in accordance with the Claims Procedure shall, unless otherwise ordered by this Court, be conclusively deemed to have accepted the assessment of its Pre-Filing Claim and/or Subsequent Claim as set out in such Notice of Dispute.


12. The Monitor shall post a copy of this Order on the website maintained by the Monitor with respect to Canadian Superior, which shall be deemed good and sufficient service of this Order upon the Creditors of Canadian Superior.

#### **Interim Receivership Proceedings**

13. Subject to further Order of the Court, Deloitte and Touche Inc. is exempted from filing a claim in the Claims Procedure with respect to any claim it has against Canadian Superior arising from its appointment as receiver and manager of certain of CSEI's property in the Interim Receivership Proceedings (as defined in the Initial Order granted in this Action).

#### **Additional Retainer**

14. Canadian Superior is hereby authorized to pay to its legal counsel, Borden Ladner Gervais LLP, a retainer of \$150,000 in relation to representation in these proceedings and the Interim Receivership Proceedings (as defined in the Initial Order granted in these proceedings on March 5, 2009).

  
J.C.Q.B.A.

ENTERED THIS 25 DAY OF  
MAY, 2009.

V.A. BRANDT

COURT  
SEAL

Clerk of the Court

## SCHEDULE "A" TO THE CLAIMS PROCEDURE ORDER

NOTICE TO THE CREDITORS OF CANADIAN SUPERIOR ENERGY INC., SEEKER PETROLEUM LTD., and CANADIAN SUPERIOR TRINIDAD AND TOBAGO LIMITED (referred to collectively as "Canadian Superior")

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended, AND IN THE MATTER OF CANADIAN SUPERIOR ENERGY INC. AND IN THE MATTER OF SEEKER PETROLEUM LTD. AND IN THE MATTER OF CANADIAN SUPERIOR TRINIDAD AND TOBAGO LIMITED

On March 5, 2009, Canadian Superior received protection under the *Companies' Creditors Arrangement Act* (the "CCAA") from the Alberta Court of Queen's Bench. Hardie & Kelly Inc. was named monitor of Canadian Superior (the "Monitor").

On May 22, 2009 the Alberta Court of Queen's Bench directed the Monitor to solicit claims from all creditors of Canadian Superior for the purpose of determining the claims which will participate in the CCAA proceedings.

Any creditor (i) having a claim against Canadian Superior **arising on or before March 5, 2009** of any nature whatsoever, including an unsecured, secured, contingent or unliquidated claim, (a "Pre-Filing Claim") and/or (ii) having a claim against Canadian Superior arising after March 5, 2009 as a result of the disclaimer or repudiation, after March 5, 2009, of any contract, lease, employment agreement or other arrangement or agreement of any nature whatsoever, whether oral or written, and any amending agreement related thereto (a "Subsequent Claim") is required to file, in the manner set out in this Notice to Creditors, a Notice of Claim in the prescribed form (which has been provided to you with this Notice) with the Monitor in order to participate in any voting or distributions associated with the CCAA proceedings.

Additional copies of the prescribed Notice of Claim form can be obtained by contacting the Monitor at (403) 252-1766 or can be downloaded from the Monitor's website at: [www.insolvency.net](http://www.insolvency.net) under the "Current Engagements" link.

Any creditor who chooses to file a Notice of Claim is required to provide whatever documentation they may have to support their Pre-Filing Claim and/or Subsequent Claim against Canadian Superior, such as contracts, invoices, bills of lading, and shipping receipts, in relation to the goods and/or services provided to Canadian Superior in the appropriate currency under which their Pre-Filing Claim and/or Subsequent Claim arose.

**All Notice of Claim forms, together with the required supporting documentation, must be delivered, sent by facsimile or mailed to Hardie & Kelly Inc. at 206, 5800 – 2<sup>nd</sup> Street S.W., Calgary, Alberta, T2H 0H2, fax: (403) 640-0591, to the attention of Marc Kelly:**

**(i) in the case of Pre-Filing Claims, on or before 5:00 p.m. Calgary time on June 23, 2009 (the "Claims Bar Date"); and**

**(ii) in the case of Subsequent Claims, on or before the later of: (i) the Claims Bar Date; and (ii) 5:00 PM Mountain Time on the day which is 30 days after the date on which the disclaimer or repudiation giving rise to the Subsequent Claim occurred (the "Subsequent Claims Bar Date").**

All Pre-Filing Claims and Subsequent Claims must account for the following:

(i) All Pre-Filing Claims and Subsequent Claims must be adjusted for equipment and/or other assets released by Canadian Superior to the creditors whether by court order or otherwise; and

- (ii) Where a creditor of Canadian Superior is claiming an offset against all or a portion of amounts owing by Canadian Superior, full particulars of the offset must be included.

**All Pre-Filing Claims received by the Monitor or, in the case of mailing, postmarked, after the Claims Bar Date and all Subsequent Claims received by the Monitor or, in the case of mailing, postmarked, after the Subsequent Claims Bar Date will, unless otherwise ordered by the Alberta Court of Queen's Bench, be forever extinguished, barred, and will not participate in any voting or distributions in the CCAA proceedings.**

The Monitor will accumulate the Notice of Claim forms and transmit them to Canadian Superior, who will, in turn:

- (i) in the case of Pre-Filing Claims, on or before July 14, 2009, or
- (ii) in the case of Subsequent Claims, on or before the later of: (i) July 14, 2009; and (ii) the day which is 14 days after the day the Subsequent Claim is received by the Monitor,

provide to the creditor a notice in writing by registered mail, by courier service or by facsimile as to whether their Pre-Filing Claim and/or Subsequent Claim is accepted, disputed in whole or disputed in part. Where the Pre-Filing Claim and/or Subsequent Claim is disputed in whole or in part, Canadian Superior will concurrently issue to the creditor a Notice of Dispute ("Notice of Dispute") indicating the reasons for the dispute.

Where a creditor objects to a Notice of Dispute, the creditor shall notify Canadian Superior of its objection in writing (the "Notice of Objection") by registered mail, courier service or facsimile:

- (i) in the case of Pre-Filing Claims, on or before July 28, 2009; or
- (ii) in the case of Subsequent Claims, on or before the later of: (i) July 28, 2009; and (ii) the day which is 14 days after the day the Creditor received the Notice of Dispute.

Where a Notice of Objection has been filed, the creditor shall:

- (i) in the case of Pre-Filing Claims, on or before to August 11, 2009; or
- (ii) in the case of Subsequent Claims, on or before the later of: (i) August 11, 2009; and (ii) 14 days after the Notice of Objection has been provided to Canadian Superior,

serve on Canadian Superior, with a copy to the Monitor, a Notice of Motion returnable within seven days before the Alberta Court of Queen's Bench in these proceedings for the determination of the Pre-Filing Claim and/or Subsequent Claim in dispute.

**A creditor not filing a Notice of Objection to a Notice of Dispute issued by Canadian Superior shall, unless otherwise ordered by the Alberta Court of Queen's Bench, be conclusively deemed to have accepted the assessment of its Pre-Filing Claim and/or Subsequent Claim as set out in such Notice of Dispute.**

Hardie & Kelly Inc.

Monitor of Canadian Superior Energy Inc., Seeker Petroleum Ltd., and Canadian Superior Trinidad and Tobago Limited

Dated the \_\_\_\_ day of May, 2009 in Calgary, Alberta

SCHEDULE "B" TO THE CLAIMS PROCEDURE ORDER

Action No.: 0901-02873

THE COURT OF QUEEN'S BENCH OF ALBERTA JUDICIAL  
DISTRICT OF CALGARY  
IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,  
R.S.C. 1985, c. C-36, as amended  
AND IN THE MATTER OF CANADIAN SUPERIOR ENERGY INC.  
AND IN THE MATTER OF SEEKER PETROLEUM LTD.  
AND IN THE MATTER OF CANADIAN SUPERIOR TRINIDAD AND TOBAGO LIMITED  
(collectively referred to as "Canadian Superior")

Notice of Claim

This Notice of Claim is for claims against Canadian Superior: (i) arising on or before March 5, 2009 ("Pre-Filing Claims"); and (ii) for claims arising after March 5, 2009 as a result of the disclaimer or repudiation, after March 5, 2009, of any contract, lease, employment agreement or other arrangement or agreement of any nature whatsoever ("Subsequent Claims").

Regarding the claim of \_\_\_\_\_ (referred to in this form as "the creditor")  
(name of creditor)

All notices or correspondence regarding this claim are to be forwarded to the creditor at the following address:

\_\_\_\_\_  
\_\_\_\_\_

Telephone: \_\_\_\_\_ Fax: \_\_\_\_\_

I, \_\_\_\_\_ residing in the \_\_\_\_\_  
(name of person signing claim) (city, town, etc.)

of \_\_\_\_\_ in the Province/State of \_\_\_\_\_  
(name of city, town, etc.)

Do hereby certify that:

1.  I am the creditor  
or  
 I am \_\_\_\_\_ of the creditor.  
(if an officer of the company, state position or title)

2. I have knowledge of all the circumstances connected with the claim referred to in this form.

3. A. A  
 Pre-Filing Claim (as defined above)  
 Subsequent Claim (as defined above)

is being made against:

- Canadian Superior Energy Inc.  
 Seeker Petroleum Ltd.  
 Canadian Superior Trinidad and Tobago Limited

Indicate whether the claim is a Pre-Filing Claim or a Subsequent Claim and indicate which company you are registering a claim against by denoting an "x" in the appropriate space. A separate Proof of Claim must be filed if you are claiming against more than one of the companies

The indebtedness owing by the aforementioned debtor is as follows:

- (i) Pre-Filing Claim: \$ \_\_\_\_\_ (insert \$ value of Pre-Filing Claim); and  
(ii) Subsequent Claim: \$ \_\_\_\_\_ (insert \$ value of Pre-Filing Claim),

as shown by the statement of account attached hereto and marked "Schedule A".

If a creditor's claim is to be reduced by deducting any counter claims to which Canadian Superior is entitled and/or amounts associated with the return of equipment and/or assets by Canadian Superior, please specify.

*The statement of account must specify the vouchers and all other evidence in support of the claim including contracts, invoices, bills of lading, shipping receipts, and evidence of the date and location of the delivery of all services and materials. Any claim for interest must be supported by contractual documentation evidencing the entitlement to interest.*

B. The indebtedness referred to in paragraph 3. A. is in the following currency:

- Canadian Dollars  
 United States Dollars  
 Other (Specify) \_\_\_\_\_

4. The claim is an:

- A. **Unsecured claim.** \$ \_\_\_\_\_. In respect to the said debt, the creditor does not and has not since March 5, 2009, held any assets of the debtor as security.  
 B. **Secured claim.** \$ \_\_\_\_\_ as security. In respect of the said debt, the creditor holds assets of the debtor valued at \$ \_\_\_\_\_ as security:

*Provide full particulars of the security, including the date on which the security was given and the value at which the creditor assesses the security together with the basis of valuation, and attach a copy of the security documents as Schedule "B"*

Dated at \_\_\_\_\_, this \_\_\_\_ day of \_\_\_\_\_, 2009.  
*Insert city and date of signature*

\_\_\_\_\_  
Witness

\_\_\_\_\_  
(signature of individual completing the form)

*Must be signed and witnessed*

**Note: Any Pre-Filing Claim not filed by 5:00 PM Mountain Time on June 23, 2009 will, unless otherwise ordered by the Alberta Court of Queen's Bench, be barred.**

**Any Subsequent Claim not filed by the later of: (i) 5:00 PM Mountain Time on June 23, 2009; and (ii) 5:00 PM Mountain Time on the day which is 30 days after the date on which the disclaimer or repudiation giving rise to the Subsequent Claim occurred will, unless otherwise ordered by the Alberta Court of Queen's Bench, be barred.**



### Instructions for Completing Notice of Claim Forms

In completing the attached form, your attention is directed to the notes on the form and to the following requirements:

1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc., and the full legal name of the party you represent.
2. The person signing the form must have knowledge of the circumstances connected with the claim.
3. A. Tick the box of the appropriate Canadian Superior entity your claim is against and tick the box to indicate the nature of the claim. A Statement of Account containing details of secured and unsecured claims and, if applicable, of the amount due in respect of property claims, must be attached and marked Schedule "A". It is necessary that all creditors indicate the date and location of the delivery of all goods and/or services. Any amounts claimed as interest should be clearly noted as being for interest.  
B. Tick the appropriate currency.
4. The nature of the claim must be indicated by ticking the type of claim which applies.

Ticking (A) indicates the claim is unsecured; and

Ticking (B) indicates the claim is secured, such as a mortgage, lease, or other security interest, and the value at which the creditor assesses the security must be inserted, together with the basis of valuation. Details of each item of security held should be attached as Schedule "B" and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc..

A creditor may have separate claims in different categories, in which case a separate claim form must be submitted for each claim.

5. The person signing the form must insert the place and date in the space provided and the signature must be witnessed.

Additional information regarding Canadian Superior and the CCAA process, as well as downloadable copies of claims documents may be obtained from the Current Engagements section of the Monitor's website found at [www.insolvency.net](http://www.insolvency.net). If there are any questions in completing the Notice of Claim, please contact the office of the Monitor at:

**Hardie & Kelly Inc.**  
206, 5800 – 2<sup>nd</sup> Street SW  
Calgary, Alberta  
T2H 0H2

**Attention: Mr. Marc Kelly**

Phone: (403) 252-1766  
Fax: (403) 640-0591

**Any Pre-Filing Claim not filed by 5:00 PM Mountain Time on June 23, 2009 will, unless otherwise ordered by the Alberta Court of Queen's Bench, be barred.**

**Any Subsequent Claim not filed by the later of: (i) 5:00 PM Mountain Time on June 23, 2009; and (ii) 5:00 PM Mountain Time on the day which is 30 days after the date on which the disclaimer or repudiation giving rise to the Subsequent Claim occurred will, unless otherwise ordered by the Alberta Court of Queen's Bench, be barred.**

## SCHEDULE "C" TO THE CLAIMS PROCEDURE ORDER

NOTICE TO THE CREDITORS OF CANADIAN SUPERIOR ENERGY INC., SEEKER PETROLEUM LTD., and CANADIAN SUPERIOR TRINIDAD AND TOBAGO LIMITED (referred to collectively as "Canadian Superior")

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, as amended, AND IN THE MATTER OF CANADIAN SUPERIOR ENERGY INC. AND IN THE MATTER OF SEEKER PETROLEUM LTD. AND IN THE MATTER OF CANADIAN SUPERIOR TRINIDAD AND TOBAGO LIMITED

On March 5, 2009, Canadian Superior received protection under the *Companies' Creditors Arrangement Act* (the "CCAA") from the Alberta Court of Queen's Bench. Hardie & Kelly Inc. was named monitor of Canadian Superior (the "Monitor").

On May 22, 2009 the Alberta Court of Queen's Bench directed the Monitor to solicit claims from all creditors of Canadian Superior for the purpose of determining the claims which will participate in the CCAA proceedings.

Any creditor (i) having a claim against Canadian Superior arising on or before March 5, 2009 of any nature whatsoever, including an unsecured, secured, contingent or unliquidated claim, (a "Pre-Filing Claim") and/or (ii) having a claim against Canadian Superior arising after March 5, 2009 as a result of the disclaimer or repudiation, after March 5, 2009, of any contract, lease, employment agreement or other arrangement or agreement of any nature whatsoever, whether oral or written, and any amending agreement related thereto (a "Subsequent Claim") is required to file, in the manner set out in the Notice to Creditors, a Notice of Claim in the prescribed form with the Monitor in order to participate in any voting or distributions associated with the CCAA proceedings.

Copies of the Notice to Creditors and the prescribed Notice of Claim form can be obtained by contacting the Monitor at (403) 252-1766 or can be downloaded from the Monitor's website at: [www.insolvency.net](http://www.insolvency.net) under the "Current Engagements" link.

**All Notice of Claim forms, together with the required supporting documentation, must be delivered, sent by facsimile or mailed to Hardie & Kelly Inc. at 206, 5800 – 2<sup>nd</sup> Street S.W., Calgary, Alberta, T2H 0H2, fax: (403) 640-0591, to the attention of Marc Kelly:**

**(i) in the case of Pre-Filing Claims, on or before 5:00 p.m. Calgary time on June 23, 2009 (the "Claims Bar Date"); and**

**(ii) in the case of Subsequent Claims, on or before the later of: (i) the Claims Bar Date; and (ii) 5:00 PM Mountain Time on the day which is 30 days after the date on which the disclaimer or repudiation giving rise to the Subsequent Claim occurred (the "Subsequent Claims Bar Date").**

**All Pre-Filing Claims received by the Monitor or, in the case of mailing, postmarked, after the Claims Bar Date and all Subsequent Claims received by the Monitor or, in the case of mailing, postmarked, after the Subsequent Claims Bar Date will, unless otherwise ordered by the Alberta Court of Queen's**

**Bench, be forever extinguished, barred, and will not participate in any voting or distributions in the CCAA proceedings.**

Hardie & Kelly Inc.

Monitor of Canadian Superior Energy Inc., Seeker Petroleum Ltd., and Canadian Superior Trinidad and Tobago Limited

Dated the \_\_\_\_ day of May, 2009 in Calgary, Alberta

Action No.: **0901-02873**

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IN THE COURT OF QUEEN'S BENCH  
OF ALBERTA

JUDICIAL DISTRICT OF CALGARY

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BETWEEN:

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

**AND IN THE MATTER OF CANADIAN  
SUPERIOR ENERGY INC.**

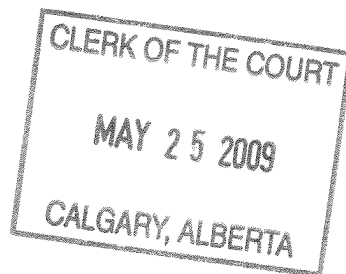
**AND IN THE MATTER OF SEEKER  
PETROLEUM LTD.**

**AND IN THE MATTER OF CANADIAN  
SUPERIOR TRINIDAD AND TOBAGO  
LIMITED**

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**CLAIMS PROCEDURE  
ORDER**

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**BORDEN LADNER GERVAIS LLP**  
Barristers and Solicitors  
1000 Canterra Tower  
400 Third Avenue S.W.  
Calgary, Alberta T2P 4H2

**Attention: Patrick T. McCarthy, Q.C.**  
**Telephone: (403) 232-9441**  
**Fax: (403) 266-1395**

File No. 433114-000012