

**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**

**NOTICE OF MOTION
(Late Claims)**

TAKE NOTICE THAT an application will be made on behalf of Canadian Superior Energy Inc. ("CSEI"), Seeker Petroleum Ltd. ("SPL"), and Canadian Superior Trinidad and Tobago Limited ("CSTT") (CSEI, SPL and CSTT are referred to herein collectively as "Canadian Superior") before Madam Justice C.A. Kent, in Chambers, at the Court House, in the City of Calgary, in the Province of Alberta, on Friday, the 31st day of July, 2009 at 2:00 in the afternoon, or so soon thereafter as Counsel may be heard for an Order substantially in the form attached hereto as Schedule "A":

1. abridging the time for service of this Notice of Motion and deeming service hereof to be good and sufficient;
2. giving advice and directions to Canadian Superior respecting the treatment of other claims received by Canadian Superior after the Claims Bar Date (the "Late Claims") and the resolution of any disputes in relation to the Late Claims; and
3. any other relief that this Honourable Court may deem just and appropriate under the circumstances.

AND FURTHER TAKE NOTICE that the grounds upon which Canadian Superior relies in support of this application include the following:

- (a) Canadian Superior requires advice and directions respecting the treatment of the Late Claims received by Canadian Superior and the resolution of any disputes in relation to the Late Claims;
- (b) The Monitor supports the within application; and
- (c) Such further and other grounds as counsel may advise and this Honourable Court may permit.

AND FURTHER TAKE NOTICE in support of this application, Canadian Superior intends to rely on: the Affidavit of Robb Thompson sworn July 28, 2009, the previous Affidavits and Reports of the Monitor filed herein, the pleadings and proceedings had and taken in this Action, including all prior Orders of this Honourable Court; the Alberta *Rules of Court*, the provisions of the *Companies' Creditors Arrangement Act*, and such further and other material as Counsel may advise.

DATED at the City of Calgary, in the Province of Alberta, this 28th day of July, 2009.

BORDEN LADNER GERVAIS LLP

Per: _____

TRAVIS P. LYSAK

Solicitors for Canadian Superior Energy Inc., Seeker Petroleum Ltd., and Canadian Superior Trinidad and Tobago Limited

TO: The Clerk of the Court
AND TO: See List attached as Schedule "B"

SCHEDULE "A"

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**

| | | |
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| BEFORE THE HONOURABLE |) | AT THE CALGARY COURTS CENTRE |
| |) | IN THE CITY OF CALGARY, IN THE |
| MADAM JUSTICE C.A. KENT |) | PROVINCE OF ALBERTA, ON |
| |) | FRIDAY, THE 31ST DAY OF |
| IN CHAMBER |) | JULY, 2009 |

**ORDER
(Late Claims)**

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** the Court's reading the Affidavit of Robb Thompson, sworn July 28, 2009 (the "Thompson Affidavit"); **AND UPON** reading the Affidavits and Reports of the Monitor previously filed herein; **AND UPON** hearing the representations of counsel for Canadian Superior, Hardie & Kelly Inc. (the "Monitor"), and other interested parties; **AND UPON** being advised that the Monitor supports the within application:

IT IS HEREBY ORDERED THAT:

1. Service of this application and supporting materials is hereby deemed to be good and sufficient.

2. With the consent of the Monitor, Canadian Superior is authorized and directed to accept, in whole or in part, claims it received after the Claims Bar Date (the "Late Claims") without further Order of this Honourable Court should Canadian Superior and the Monitor consider such claims to be valid.

3. Any claimant who submitted a Late Claim that is not accepted, in whole, in writing by Canadian Superior by August 7, 2009 shall file a Notice of Motion on or before August 11, 2009 returnable before Justice S.J. LoVecchio on August 14, 2009 at 10:00 in the forenoon to have its Late Claim determined.

4. Any creditor who has filed a Late Claim that is not accepted, in whole, by Canadian Superior, or adjudicated upon, by August 14, 2009, will be excluded from voting on Canadian Superior's Plan of Arrangement.

5. Service of this Order may be effected by electronic or facsimile transmission.

J.C.C.Q.B.A.

Entered this ____ day of July, 2009.

Clerk of the Court

Action No.: **0901-02873**

IN THE COURT OF QUEEN'S BENCH OF
ALBERTA

JUDICIAL DISTRICT OF CALGARY

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

ORDER
(Late Claims)

BORDEN LADNER GERVAIS LLP

Barristers and Solicitors
1000 Canterra Tower
400 Third Avenue S.W.
Calgary, Alberta T2P 4H2

Attention: Josef G. Kruger
Telephone: (403) 232-9563
Fax: (403) 266-1395

File No. 433114-000012

SCHEDULE "B"

SERVICE LIST

In the Matter of Canadian Superior Energy Inc. et al

SERVICE LIST
(As at July 23, 2009)

| Counsel | Telephone | Fax | Counsel For |
|--|--|--------------|---|
| Alger & Associates Inc. 400, 602-11 Avenue SW Calgary, AB T2R 1J8 Attention: Guy Odhams godhams@alger.ca | 403-296-3143 | 403-296-2988 | Monitor of Challenger Energy Corp. |
| Bennett Jones LLP 4500, 855-2 Street SW Calgary, AB T2P 4K7 Attention: Chris Simard simardc@bennettjones.ca Attention: Frank Dearlove dearlovef@bennettjones.ca | 403-298-4485 | 403-265-7219 | Hardie & Kelly Inc. (Monitor) and Scotia Waterous |
| Blake, Cassels & Graydon LLP 3500, 855-2 Street SW Calgary, AB T2P 4J8 Attention: Kelly Bourassa Kelly.Bourassa@blakes.com | 403-260-9600 | 403-260-9700 | Palo Alto |
| Borden Ladner Gervais LLP 1000, 400-3 Avenue SW Calgary, AB T2P 4H2 Attention: Josef G.A. Kruger jkruger@blgcanada.com Attention: Patrick McCarthy pmccarthy@blgcanada.com Attention: John Poetker jpoetker@blgcanada.com Attention: Travis Lysak tlysak@blgcanada.com | 403-232-9563 403-232-9441 403-232-9455 403-232-9719 | 403-266-1395 | Canadian Superior Energy Inc. |
| Brownlee LLP 2000, 530-8 Avenue SW Calgary, AB t2P 3S8 Attention: Phil Lalonde plalonde@brownleelaw.com | 403-260-1465 | 403-232-8408 | Greg Noval |
| Burstall Winger LLP 1600, 333-7 Avenue SW Calgary, AB T2P 2Z1 Attention: Jennifer L. Smith smith@burstall.com | 403-232-3340 | 403-265-8586 | Acumen Capital |

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| Caron & Partners LLP 2100, 700-2 Street SW Calgary, AB T2P 2W1 Attention: Richard J.N. Gilborn, Q.C. rgilborn@caronpartners.com | 403-260-1576 | 403-237-0111 | Iris Wong |
| Carscallen Leitch LLP 1500, 407-2 Street SW Calgary, AB t2P 2Y3 Attention: Stan Carscallen, QC carscallen@cllawyers.com Glenn Blackett blackett@cllawyers.com | 403-262-3775 | 403-262-2952 | CSEI Special Committee HSE Integrated Ltd., The Barlon Engineering Group Ltd., Ensign Drilling Partnership, Opsco Energy Industries Ltd., Chandel Equipment Rentals, |
| Code Hunter LLP 850, 440 – 2 Avenue SW Calgary, AB T2P 5E9 Attention: Katherine Reiffenstein katherine.reiffenstein@codehunterllp.com | 403-234-9800 | 403-261-2054 | Encana Corporation |
| ConocoPhillips Canada 401-9 Avenue SW Calgary, AB T2P 2H7 Attention: Larina J. Taylor Larina.j.taylor@conodocophillips.com | 403-233-3563 | 403-233-5505 | ConocoPhillips |
| Davis LLP 1000, 250-2 Street SW Calgary, AB T2P 0C1 Attention: Larry B. Robinson, Q.C. lbrobinson@davis.ca Attention: Dezarae Senft dsenft@davis.ca | 403-698-8715 | 403-296-4474 | Deloitte & Touche Inc. |
| Deloitte & Touche 3000, 700-2 Street SW Calgary, AB T2P 0S7 Attention: Victor Kroeger vkroeger@deloitte.ca | 403-367-0609 | 403-263-2390 | Receiver in BGI action |
| Duncan & Craig LLP 2800, 10060 Jasper Avenue Edmonton, AB T5J 3V9 Attention: George E. Bowker, Q.C. gbowker@dcllp.com | 780-428-6036 | 780-428-9683 | Westlund, A Division of Emco Corporation |

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| Fasken Martineau Dumoulin LLP 3400, 350-7 Avenue SW Calgary, AB T2 3N9 Attention: Richard Peters rpeters@fasken.com Edmond Lamek elamek@fasken.com | 403-261-5375 416-865-4506 | 403-261-5351 416-364-7813 | Fasken Martineau Dumoulin LLP 3400, 350-7 Avenue SW Calgary, AB T2 3N9 Attention: Richard Peters rpeters@fasken.com Edmond Lamek elamek@fasken.com |
| Fleming LLP 900, 926-5 Avenue SW Calgary, AB T2P 0N7 Attention: Carmen A. Alger calger@flemingllp.com | 403-266-7750 | 403-265-5910 | Midfield Supply ULC (and McJunkin RedMan Tubular, A division of Midfield Supply ULC) |
| Fraser Milner Casgrain LLP 30 th Floor, 237-4 Avenue SW Calgary, AB T2P 4X7 Attention: David Mann David.mann@fmc-law.com Attention: David LeGeyt David.legeyt@fmc-law.com | 403-268-6890 | 403-268-3100 | HSBC Petrotrin |
| Goodmans LLP 250 Young Street, Suite 2400 Toronto, ON M5B 2M6 Attention: Brendan O'Neill boneill@goodmans.ca | 416-849-6017 | 416-979-1234 | RWE Dea AG |
| Gowling Lafleur Henderson LLP 1400, 700-2 Street SW Calgary, AB T2P 4V5 Attention: Peter S. Jull, Q.C. Peter.jull@gowlings.com Attention: Craig McMahon Craig.mcmahon@gowlings.com | 403-298-1000 | 403-263-9193 | Energy Management and Services Company (EMSC) and AECOM Canada Ltd. |
| Hardie & Kelly Inc. 206, 5800-2 Street SW Calgary, AB T2H 0H2 Attention: Marc Kelly mkelly@insolvency.net | 403-252-1766 | 403-640-0591 | Monitor of Canadian Superior Energy Inc. |
| Heenan Blaikie 12 th Floor, 425-1 Street SW Calgary, AB T2P 3L8 Attention: Caireen Hanert chanert@heenan.ca | 403-234-1262 | 403-234-7987 | Essential Energy Services Trust, Leader Energy Services Ltd. |

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| <p>McCarthy Tetrault LLP 3300, 421-7 Avenue SW Calgary, AB T2P 4K9 Attention: Tim Ellam tellam@mccarthy.ca Attention: Sean Collins scollins@mccarthy.ca</p> | <p>403-260-3533 403-260-3531</p> | <p>403-260-3501</p> | <p>Challenger Energy Corp.</p> |
| <p>Macleod Dixon LLP 3700, 400-3 Avenue SW Calgary, AB T2P 4H2 Attention: Howard Gorman Howard.gorman@macleoddixon.com Attention: Kevin Barr Kevin.barr@macleoddixon.com</p> | <p>403-267-8222</p> | <p>403-264-5973</p> | <p>Canadian Western Bank</p> |
| <p>MacPherson Leslie & Tyerman LLP 1500, 410-22 Street East Saskatoon, SK S7K 5T6 Attention: Jeff Lee jmlee@mlt.com</p> | <p>306-975-7136</p> | <p>306-975-7145</p> | <p>OMERS Realty Corporation</p> |
| <p>Miles Davison LLP 1600, 205-5 Avenue SW Calgary, AB t2P 2V7 Attention: Sean Fitzgerald fitz@milesdavison.com</p> | <p>403-298-0348</p> | <p>403-263-6840</p> | <p>Saxon Drilling Canada Limited Partnership</p> |
| <p>Miller Thomson LLP 3000, 700-9 Avenue SW Calgary, AB T2P 3V4 Attention: Nicole Taylor-Smith ntaylor-smith@millerthomson.com</p> | <p>403-298-2453</p> | <p>403-262-0007</p> | <p>Nabors Canada ULC</p> |
| <p>Ministry of Attorney General #601, 1175 Douglas Street Victoria, BC V8W 9J7 Aaron Welch Aaron.Welch@gov.bc.ca</p> | <p>250-356-8589</p> | <p>250-387-0700</p> | <p>Province of BC, Revenue & Taxation Group</p> |
| <p>Osler Hoskin & Harcourt LLP 2500, 450-1 Street SW Calgary, AB T2P 5H1 Attention: Christa Nicholson cnicholson@osler.com Attention: Maureen Killoran mkilloran@osler.com</p> | <p>403-260-7025 403-260-4003</p> | <p>403-260-7024</p> | <p>BG International Limited</p> |
| <p>Parlee McLaws LLP 3400, 150-6 Avenue SW Calgary, AB T2P 3Y7 Attention: G. Scott Watson swatson@parlee.com</p> | <p>403-294-7038</p> | <p>403-265-8263</p> | <p>Canden Resources Ltd., Bolter Resource Consulting Ltd., Choya Petroleum Ltd.</p> |

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| Peacock Linder & Halt LLP Suite 850, 607 – 8 th Avenue SW Calgary, AB T2P 0A7 Attention: Peter T. Linder, Q.C. plinder@plhlaw.ca | 403-296-2282 | 403-296-2299 | Michael Coolen |
| Stones Carbert Waite LLP 1600, 635-9 Avenue SW Calgary, AB T2P 3M3 Attention: Kelly Patrick Colborne colborne@scwlawyers.com | 403-705-3337 | 403-263-5553 | Apex Oilfield Services (2000) Ltd. |
| Thackray Burgess 1900, 736-6 Avenue SW Calgary, AB T2P 3T7 Attention: Michael Thackray mthackray@thackrayburgess.com | 403-531-4710 | 403-531-4720 | Canadian Superior Energy Inc. |

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File No. 433114-000012