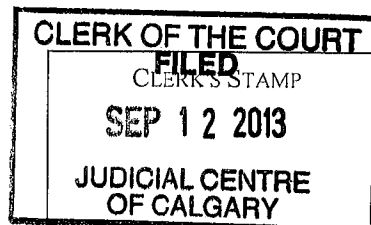


I hereby certify this to be a true copy of  
the original order

Dated this 12 day of September

for Clerk of the Court



COURT FILE NUMBER

1301 - 04364

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

APPLICANTS

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

AND IN THE MATTER OF POSEIDON  
CONCEPTS CORP., POSEIDON CONCEPTS  
LTD., POSEIDON CONCEPTS LIMITED  
PARTNERSHIP AND POSEIDON CONCEPTS  
INC.

DOCUMENT

**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 SW  
Calgary, Alberta T2P 4K7

Attention: Ken Lenz  
Telephone No.: (403) 298-3317  
Facsimile No.: (403) 265-7219  
Client File No.: 11866.66

**DATE ON WHICH ORDER WAS  
PRONOUNCED:**

**Thursday, September 12, 2013**

**LOCATION WHERE ORDER WAS  
PRONOUNCED:**

**Calgary**

**NAME OF JUSTICE  
WHO MADE THIS ORDER:**

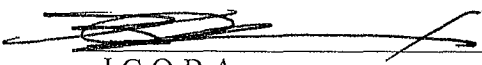
**Mr. Justice K. Yamauchi**

UPON the application of the Monitor, PricewaterhouseCoopers Inc. ("PWC"); AND  
UPON noting the consent of counsel for the Applicants, Poseidon Concepts Corp., Poseidon

Concepts Ltd., Poseidon Concepts Limited Partnership and Poseidon Concepts Inc. ("Poseidon") and the consent of The Toronto-Dominion Bank, as agent for a syndicate comprised of The Toronto-Dominion Bank, National Bank of Canada, The Bank of Nova Scotia and HSBC Bank Canada (the "Lending Syndicate"), AND UPON hearing counsel for the Applicants, the Monitor and the Lending Syndicate; AND UPON having read the Thirteenth, Fourteenth and Fifteenth Monitor's Report, and the pleadings and proceedings filed in this action;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. Time for service of this application and supporting materials for this Order is hereby abridged and service is deemed good and sufficient.
2. Paragraph 13 of the CCAA Initial Order is hereby amended to extend the stay of proceedings in this case up to and including September 27, 2013.
3. The Purchase Price Adjustment Agreement, appended as Appendix A to the Monitor's Fifteenth Report is hereby approved.
4. The Monitor shall distribute to the Lending Syndicate the sum of \$15,134,000.
5. Poseidon shall distribute to the Lending Syndicate the sum of \$362,000 from cash on hand.
6. The Monitor has made appropriate provision for Priority Claims, both in Canada and the United States.
7. The application to extend the stay to January 31, 2014 and the application to expand the Monitor's powers are adjourned to September 27, 2013 to allow parties to finalize a Mediation Process Agreement related to issues concerning Poseidon's disclosure of information prior to these proceedings. ~~Should such an agreement not be finalized, the terms of this agreement shall be spoken to at the return date set by the Monitor and the Court.~~

  
J.C.Q.B.A.