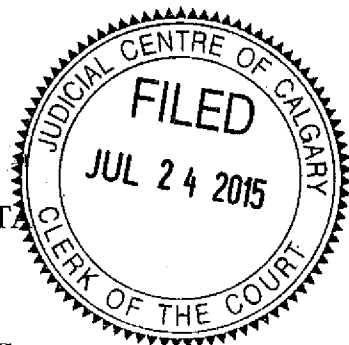


COURT FILE NO. 1501-06320
COURT COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
PLAINTIFF WELLS FARGO FOOTHILL CANADA ULC



DEFENDANTS BIG EAGLE HYDRO-VAC INC., BIG EAGLE LIMITED PARTNERSHIP, BIG EAGLE HYDRO-VAC (NORTH) INC., and BIG EAGLE (NORTH) LIMITED PARTNERSHIP

DOCUMENT **DISTRIBUTION ORDER**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
Gowling Lafleur Henderson LLP
Suite 1600, 421 7th Avenue SW
Calgary, AB T2P 4K9
Phone: (403) 298-1818
Fax: (403) 695-3558
File No.: A151267

I hereby certify this to be a true copy of the original Distribution Order
Dated this 21 day of July, 2015
[Signature]
for Clerk of the Court

Attention: Jeffrey Oliver

DATE ON WHICH ORDER WAS PRONOUNCED: July 23, 2015
NAME OF JUDGE WHO MADE THIS ORDER: The Honourable Mr. Justice LoVecchio
LOCATION OF HEARING: Calgary, Alberta

UPON the application of Deloitte Restructuring Inc. in its capacity as receiver and manager ("Receiver") of the assets, property and undertakings of Big Eagle Hydro-Vac Inc., Big Eagle Limited Partnership, Big Eagle Hydro-Vac (North) Inc., and Big Eagle (North) Limited Partnership (collectively, the "Debtors") for an order approving, *inter alia*, the distribution of proceeds of realization of certain of the Debtors' property to Wells Fargo Foothill Canada ULC (the "Agent") on account of the indebtedness outstanding under the second amended and restated credit and guaranty agreement dated as of February 15, 2011 (as amended, restated, supplemented or otherwise modified to the date hereof, the "Credit Agreement") between, *inter*

alia, the Agent, Big Eagle Hydro-Vac Inc. and Big Eagle Limited Partnership as borrowers and Wells Fargo Capital Finance Corporation Canada as lender (“**Lender**”);

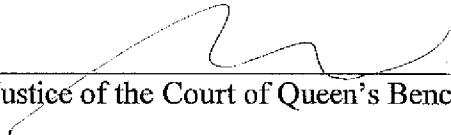
AND UPON having read the Receivership Order granted on June 8, 2015 (the “**Receivership Order**”), the Order dated June 29, 2015 approving the Auction Agreement dated June 25, 2015 (the “**Auction Agreement**”) between the Receiver and Great American Global Partners, LLC (“**Great American**”) and the Auction and Asset Purchase Solicitation Procedures (the “**AASP**”), the Second Report of the Receiver dated July 17, 2015 (the “**Second Report**”), and the Affidavit of Service of Richard Comstock sworn July 17, 2015;

AND UPON hearing the submissions of counsel for the Receiver and counsel for the Agent, and from counsel for other interested parties and other interested parties in attendance;

IT IS HEREBY ORDERED AND DECLARED THAT:

1. The time for service of the notice of application for this order is hereby abridged and service thereof is deemed good and sufficient.
2. Upon approval by this Court of the Auction Agreement and the declaration that the Auction Agreement is the Successful Bid pursuant to the AASP, the Receiver is hereby authorized and directed to pay to the Agent:
 - (a) an interim distribution in the amount of \$3,740,000.00; and
 - (b) such further and other distributions required to satisfy the amounts owing by the Debtors to the Lender under the Credit Agreement, subject to such reserves as the Receiver deems necessary, acting reasonably.
3. The actions of the Receiver to date as reported in the Second Report are hereby ratified and approved.
4. The Receiver and any other interested party is at liberty to apply for further advice, assistance and direction as necessary in order to give full force and effect to the terms of this Order.

5. 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.



Justice of the Court of Queen's Bench of Alberta