

COURT FILE NUMBER 1701-05131

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

PLAINTIFF PRIVATE EQUITY OAK LP by its General
Partner PE12PXPE (OAK) GP LTD.

DEFENDANTS OAK POINT ENERGY LTD., KEMEX LTD.,
KEMEX TECHNOLOGIES LTD., INSITE
TECHNOLOGIES LTD.

DOCUMENT **ORDER**
(Approval of Receiver's Fees and
Disbursements, Approval of Receiver's
Activities, Final Distribution and Discharge Of
Receiver)

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY FILING THIS
DOCUMENT Osler, Hoskin & Harcourt LLP
Suite 2500, TransCanada Tower
450 – 1st Street SW
Calgary, Alberta T2P 5H1

Solicitors: Randal Van de Mosselaer
Phone: 403.260.7060
Fax: 403.260.7024
Email: RVandemosselaer@osler.com
Matter: 1182059

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

Dated this 22 day of Aug. 2018

[Signature]
for Clerk of the Court

DATE ON WHICH ORDER WAS PRONOUNCED: August 22, 2018

LOCATION WHERE ORDER WAS PRONOUNCED: Calgary, Alberta

NAME OF JUSTICE WHO MADE THIS ORDER: The Honourable Mr. Justice A. D.
Macleod

UPON THE APPLICATION of Alvarez & Marsal Canada Inc., in its capacity as receiver and manager (the “**Receiver**”) of Oak Point Energy Ltd., Kemex Ltd., Kemex Technologies Ltd., and Insite Technologies Ltd. (collectively, the “**Debtors**”); **AND UPON** reviewing the Third Report of the Receiver, dated August 10, 2018 (the “**Third Report**”); **AND UPON** hearing from counsel for the Receiver and counsel for any other interested party appearing at the hearing of the Application;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of this Application and supporting materials is hereby declared to be good and sufficient, and no other person is required to have been served with notice of this Application, and time for service of this Application is abridged to that actually given.

APPROVAL OF RECEIPTS, DISBURSEMENTS AND ACCOUNTS

2. The Receiver's accounts and the accounts of its independent counsel, Osler Hoskin & Harcourt LLP ("**Osler**"), as set out in the Third Report, are hereby approved.
3. The Receiver's Statement of Receipts and Disbursements, as set out in the Third Report, is hereby approved.
4. The Receiver is authorized and directed to distribute all remaining funds to Private Equity Oak LP by its General Partner, PE12PXPE (Oak) GP Ltd. ("**Oak Equity**"), less an amount to cover unbilled fees of the Receiver and Osler and all final fees and costs to complete the Receivership, as described in the Third Report.

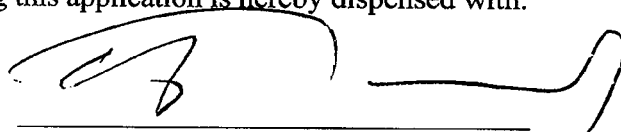
DISCHARGE OF THE RECEIVER

5. As of the date of the Third Report and based on the evidence before this Honourable Court:
 - a. The Receiver has acted honestly and in good faith, and has dealt with the Property (as that term is defined in the Receivership Order of the Honourable Mr. Justice Yamauchi, granted in these proceedings on April 13, 2017) in a commercially reasonable manner;
 - b. The actions and conduct of the Receiver are approved and the Receiver has satisfied all of its duties and obligations as receiver of the Property;
 - c. The Receiver shall not be liable for any act or omission pertaining to the discharge of the Receiver's duties as court-appointed receiver of the Property, save and except for any liability arising out of fraud or gross negligence or wilful misconduct on the part of the Receiver; and

- d. Any and all claims against the Receiver arising from, relating to or in connection with the performance of the Receiver's duties and obligations as court-appointed receiver of the Property, save and except for claims based on fraud or gross negligence or wilful misconduct on the part of the Receiver, shall be forever barred and extinguished.
6. No action or proceeding arising from, relating to, or in connection with the performance of the Receiver's duties and obligations in respect of the Property may be commenced or continued without the prior leave of this Honourable Court, on notice to the Receiver and on such terms as this Honourable Court may direct.
7. The Receiver is hereby authorized and permitted to deliver to Oak Equity, copies of any corporate records in the possession and control of the Receiver relating to the Debtors. In the event corporate records remain in the possession and control of the Receiver at the filing of the Receiver's Certificate, the Receiver is hereby authorized and directed to destroy or dispose of such records in whatever manner the Receiver deems appropriate.
8. Upon the filing of the Receiver's Certificate attached hereto as Schedule "A" confirming, among other things, that the Receiver has: (i) completed all final regulatory filings; (ii) finalized payment of all Receivership costs and expenses as set out in the Third Report; (iii) distributed all remaining funds to Oak Equity; and (iv) completed all remaining minor administrative matters, the Receiver shall be absolutely and unconditionally discharged as Receiver of the Property and shall have no further duty, liability or obligation with respect to the Property, provided however, that notwithstanding its discharge, the Receiver shall:
 - a. remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership; and
 - b. shall continue to have the benefit of the provisions of this Order and all Orders granted in these proceedings, including all approvals, protections and stays of proceedings in favor of the Receiver in its capacity as Receiver.

MISCELLANEOUS

9. The Receiver has leave to reapply to this Honourable Court for such further advice and directions as may be necessary.
10. 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.
11. Service of this Order on any party not attending this application is hereby dispensed with.



J.C.Q.B.A.

Schedule "A"

COURT FILE NUMBER	1701-05131
COURT	COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTRE	CALGARY
PLAINTIFF	PRIVATE EQUITY OAK LP by its General Partner PE12PXPE (OAK) GP LTD.
DEFENDANTS	OAK POINT ENERGY LTD., KEMEX LTD., KEMEX TECHNOLOGIES LTD., INSITE TECHNOLOGIES LTD.
DOCUMENT	RECEIVER'S CERTIFICATE
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT	Osler, Hoskin & Harcourt LLP Suite 2500, TransCanada Tower 450 – 1st Street SW Calgary, Alberta T2P 5H1 Solicitors: Randal Van de Mosselaer Phone: 403.260.7060 Fax: 403.260.7024 Email: RVandemosselaer@osler.com Matter: 1182059

Clerk's Stamp

This Receiver's Certificate is the certificate referred to in paragraph 8 of the Order (Approval of Receiver's Fees and Disbursements, Approval of Receiver's Activities, Final Distribution and Discharge Of Receiver) of the Honourable Mr. Justice A. D. Macleod, granted August 22, 2018 (the "Order").

Capitalized terms not otherwise defined herein shall have the meanings given to those terms in the Order.

Alvarez & Marsal Canada Inc., solely in its capacity as Court-appointed receiver (the "Receiver") of the Property (as that term is defined in the Receivership Order) and not in its personal or corporate capacity, hereby certifies that:

1. All required regulatory filings have been completed.
2. All Receivership costs and expenses as set out in the Third Report have been paid.
3. All remaining amounts have been distributed to Oak Equity.

4. The administration of the receivership proceedings as described in the Third Report has been completed.

Dated this ____ day of _____, 2018.

Alvarez & Marsal Canada Inc., in its capacity as Receiver of the undertakings, property and assets of Oak Point Energy Ltd., Kemex Ltd., Kemex Technologies Ltd., and Insite Technologies Ltd., and not in its personal capacity.

NAME:

TITLE: