

Action No.: 0901-02873

IN 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**

TAKE NOTICE that an application will be made on behalf of the Applicant Canadian Superior Energy Inc. (CSEI), before Mr. Justice S. J. LoVecchio, at the Court House, in the City of Calgary, in the Province of Alberta, on **Wednesday**, the **13th** day of **May, 2009**, at **1:00** o'clock in the afternoon, or so soon thereafter as counsel may be heard for an Order to require Hardie & Kelly, the Monitor of CSEI, to transfer funds held by it pursuant to the terms of paragraph 6 of the Initial Order granted by this Court on March 5, 2009 (the "Initial Order"), to CSEI, and for a further Order allowing CSEI to utilize those funds in the ordinary course of its business operations, without condition or restriction

AND TAKE NOTICE that the grounds upon which the Applicants rely are:

- (a) At the time of filing the CCAA application and the granting of the Initial Order, CSEI had applied for and obtained Value Added Tax ("VAT") Refunds in Trinidad and Tobago;
- (b) The VAT payments, which result in the VAT Refunds, were made in their entirety by CSEI, and the funds are properly belonging to CSEI;
- (c) Pursuant to the terms of the Initial Order, at the request of certain parties, the VAT Refunds in the possession of CSEI in Trinidad and Tobago were converted to US dollars and transferred to the Monitor, to be dealt with only upon further order of this Court;
- (d) The Cash Flow Projections filed by the Leif Snethun, and supported by the Monitor, contemplate utilization of the \$2.1 million USD currently held by the Monitor.

AND FURTHER TAKE NOTICE that in support thereof will be read the Affidavit of Robb Thompson, sworn May 6th, the Affidavit of Leif Snethun sworn May 1st, , and the Four Reports the Monitor filed in these proceedings, and such further and other material as counsel may advise.

DATED at the City of Calgary, in the Province of Alberta, this 7th day of May, 2009.

MacDONALD HANLEY

Per: 

JAMES G. HANLEY  
Counsel for the Applicant  
Canadian Superior Energy Inc.

TO: The Clerk of the Court

AND TO: The Service List Attached hereto as Schedule "A"

## IN THE MATTER OF CANADIAN SUPERIOR ENERGY INC., et al

## SCHEDULE "A" SERVICE LIST

LAW FIRM	COUNSEL FOR:	CONTACT INFO.
<p>MACLEOD DIXON LLP Barristers and Solicitors <b>Attention: Howard Gorman / Kevin Barr</b> 3700 Canterra Tower 400 - 3 Avenue SW Calgary, AB, T2P 4H2</p>	<p><b>CWB</b></p>	<p>Tel: 403.267.8222 Fax: 403.264.5973 Email: Howard.Gorman@macleoddixon.com Email: Kevin.barr@macleoddixon.com</p>
<p>OSLER HOSKIN &amp; HARCOURT LLP Barristers and Solicitors <b>Attn: Christa Nicholson</b> #2500, 450 - 1 Street SW Calgary, AB, T2P 5H1</p>	<p><b>BGI</b></p>	<p>Tel: 403.260.7000 Fax: 403.260.7024 Email: cnicholson@osler.com</p>
<p>OSLER HOSKIN &amp; HARCOURT LLP Barristers and Solicitors <b>Attn: Maureen Killoran</b> #2500, 450 - 1 Street SW Calgary, AB, T2P 5H1</p>	<p><b>BGI</b></p>	<p>Tel: 403.260.7000 Fax: 403.260.7024 Email: mkilloran@osler.com</p>
<p>MCCARTHY TETRAULT LLP Barristers and Solicitors <b>Attn: Tim Ellam</b> 3300, 421 - 7 Avenue SW Calgary, AB, T2P 4K9</p>	<p><b>Challenger</b></p>	<p>Tel: 403.260.3500 Fax: 403.260.3501 Email: tellam@mccarthy.ca</p>
<p>MCCARTHY TETRAULT LLP Barristers and Solicitors <b>Attn: Sean Collins</b> 3300, 421 - 7 Avenue SW Calgary, AB, T2P 4K9</p>		<p>Tel: 403.260.3531 Fax: 403.260.3501 Cell: 403.607.8534 Email: scollins@mccarthy.ca</p>
<p>DAVIS LLP Barristers and Solicitors <b>Attn: Larry Robinson, Q.C. and Dezaræ Senft</b> 1000, 250 - 2 Street SW Calgary, AB, T2P 0C1</p>	<p><b>Deloitte &amp; Touche</b></p>	<p>Tel: 403.296.4470 Fax: 403.296-4474 Email: larry.robinson@davis.ca Email: dsenft@davis.ca</p>

<p>BLAKE, CASSELS &amp; GRAYDON LLP  Barristers and Solicitors  <b>Attn: Kelly Bourassa</b>  3500, 855 - 2 Street SW  Calgary, AB, T2P 4J8</p>	<p><b>Palo Alto</b></p>	<p>Tel: 403.260.9600  Fax: 403.260.9700  Email: Kelly.bourassa@blakes.com</p>
<p>BENNETT JONES  Barristers and Solicitors  <b>Attn: Chris Simard</b>  4500, 855 - 2 Street SW  Calgary, AB, T2P 4K7</p>	<p><b>Hardie &amp; Kelly Inc. (Monitor)</b></p>	<p>Tel: 403.298.3100  Fax: 403.265.7219  Email: simardc@bennettjones.ca</p>
<p>BORDEN LADNER GERVAIS LLP  Barristers and Solicitors  <b>Attn: John Poetker</b>  1000, 400 - 3 Avenue SW  Calgary, AB, T2P 4H2</p>		<p>Tel: 403.232.9500  Fax: 403.266.1395  Email: jpoetker@blgcanada.com</p>
<p>BROWNLEE LLP  Barristers and Solicitors  <b>Attn: V.P. Lalonde</b>  2000, 530 - 8 Avenue SW  Calgary, AB, T2P 3S8</p>	<p><b>CSEI (Corporate Counsel)</b></p>	<p>Tel: 403.232.8300  Fax: 403.232.8408  Email: plalonde@brownleelaw.com</p>
<p>BURSTALL WINGER LLP  Barristers and Solicitors  <b>Attn: Jennifer L. Smith</b>  1600, 333 - 7 Avenue SW  Calgary, AB, T2P 2Z1</p>	<p><b>Acumen Capital</b></p>	<p>Tel: 403.234.3340  Fax: 403.265.8586  Email: smith@burstall.com</p>
<p>GOWLINGS  Barristers and Solicitors  <b>Attn: Steve Carter Edwards</b>  1400, 700 - 2 Street SW  Calgary, AB, T2P 4V5</p>		<p>Tel:  Fax:  Email:</p>
<p>CARSCALLEN LEITCH  Barristers and Solicitors  <b>Attn: Geoffrey D. Baker</b>  1500, 407 - 2 Street SW  Calgary, AB, T2P 2Y3</p>	<p><b>Challenger Development Corp.</b>  (partner to the JOA)</p>	<p>Tel: 403.298.8450  Fax: 403.262.2952  Email: baker@cclawyers.com</p>

BENNETT JONES Barristers and Solicitors <b>Attn: Frank Dearlove</b> 4500, 855 - 2 Street SW Calgary, AB, T2P 4K7	<b>Monitor and Scotia Waterous</b>	Tel: 403.298.3202  Fax: 403.265.7219  Email: dearlovef@bennettjones.ca
THACKRAY BURGESS Barristers and Solicitors <b>Attn: James G. Hanley</b> 1900, 736 - 6 Avenue SW Calgary, AB, T2P 3T7	<b>Canadian Superior Energy Inc. ("CSEI")</b>	Tel: 403.531.4712  Fax: 403.531.4720  Email: jhanley@thackrayburgess.com
HARDIE & KELLY INC. Trustees in Bankruptcy <b>Attn: Marc Kelly</b> 206, 5800 - 2 Street SW Calgary, AB, T2H 0H2	<b>Monitor for CSEI</b>	Tel: 403.252.1766  Fax: 403.640.0591  Email: mkelly@insolvency.net
DELOITTE & TOUCHE Trustees in Bankruptcy <b>Attn: Victor Kroeger</b> 3000, 700 - 2 Street SW Calgary, AB, T2P 0S7	<b>Receiver in BGI action</b>	Tel: 403.267.0609  Fax: 403.263.2390  Email: vkroeger@deloitte.ca
CONOCOPHILLIPS CANADA <b>Attn: Larina J. Taylor,</b> Legal Counsel 401 - 9 Avenue SW Calgary, AB, T2P 2H7	<b>ConocoPhillips</b>	Tel: 403.233.3563  Fax: 403.233.5505  Email: Larina.J.Taylor@conocophillips.com
GOODMANS LLP <b>Attn: Brendan O'Neill</b> 250 Young Street, Suite 2400 Toronto, ON, M5B 2M6	<b>RWE Dea AG</b>	Tel: 416.849.6017  Fax: 416.979.1234  Email: boneill@goodmans.ca
PARLEE McLAWS LLP <b>Attention: G. Scott Watson</b> 3400 Petro-Canada Centre 150 - 6 Avenue SW Calgary, AB, T2P 3Y7	1) <b>CanDen Resources Ltd.,</b> 2) <b>Bolter Resource Consulting Ltd.</b> 3) <b>Choya Petroleums Ltd.</b> 4) <b>Pronghorn Controls Ltd.</b>	Tel: 403-294-7038  Fax: 403-265-8263  Email: swatson@parlee.com

<p>MILES DAVISON LLP  <b>Attn: Sean Fitzgerald</b>  1600, 205 - 5 Avenue SW  Calgary, AB, T2P 2V7</p>	<p><b>Saxon Drilling  Canada  Limited  Partnership</b></p>	<p>Tel: 403.298.0348   Fax: 403.263.6840   Email: fitz@milesdavison.com</p>
<p>MacPHERSON LESLIE &amp;  TYERMAN LLP  <b>Attn: Jeff Lee</b>  1500, 410 - 22 Street East  Saskatoon, SK, S7K 5T6</p>	<p><b>OMERS Realty  Corporation</b></p>	<p>Tel: 306.975.7136   Fax: 306.975.7145   Email: jmlee@mlt.com</p>
<p>HEENAN BLAIKIE  <b>Attn: Caireen Hanert</b>  12 Flr, 425 - 1 Street SW  Calgary, AB, T2P 3L8</p>	<p><b>Essential  Energy  Services Trust</b>   <b>Leader Energy  Services Ltd.</b></p>	<p>Tel: 403.234.1262   Fax: 403.234.7987   Email: chanert@heenan.ca</p>
<p>CARSCALLEN LEITCH LLP  <b>Attn: Stan Carscallen, Q.C.</b>  1500, 407 - 2 Street SW  Calgary, AB, T2P 2Y3</p>	<p><b>CSEI Special  Committee</b></p>	<p>Tel: 403.262.3775   Fax: 403.262.2952   Email: carscallen@cclawyers.com</p>
<p>FLEMING LLP  <b>Attention: Carmen A. Alger</b>  900, 926-5th Avenue, S.W.  Calgary, AB T2P ON7</p>	<p><b>Midfield  Supply ULC  (and McJunkin  RedMan  Tubular a  division of  Midfield  Supply ULC)</b></p>	<p>Tel: 403.266.7750   Fax: 403.265.6910   Email: calger@flemingllp.com</p>
<p>FRASER MILNER CASGRAIN  LLP  <b>Attention: David Mann  Robert Kennedy</b>  30th Flr., 237-4th Avenue, S.W.  Calgary, AB T2P 4X7</p>	<p><b>HSBC</b></p>	<p>Tel: 403.268.6890   Fax: 403.268.3100   Email: david.mann@fmc-law.com  Robert.kennedy@fmc-law.com</p>
<p>GOWLINGS  Barristers and Solicitors  <b>Attn: Craig McMahon</b>  1400, 700 - 2 Street SW  Calgary, AB, T2P 4V5</p>	<p><b>Energy  Management  and Services  Company  (EMSC) and  also  AECOM  Canada Ltd.  (AECOM)</b></p>	<p>Tel: 403.298.1874   Fax: 403.695.3584   Email: craig.mcmahon@gowlings.com</p>

<p>ROSS TODD &amp; COMPANY Barristers and Solicitors <b>Attention: William A. Herman</b> 98 – 3 Avenue West Box 970 Drumheller, AB, T0J 0Y0</p>	<p><b>Frank &amp; Eunice Wilson</b></p>	<p>Tel: 403.823.5186 Fax: 403.823.6407 Email: <a href="mailto:bill.herman@drumhellerlaw.com">bill.herman@drumhellerlaw.com</a></p>
---	---	--

Action No: 0901-02873

---

IN THE COURT OF QUEENS 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**

---

**MacDONALD HANLEY**

Barristers and Solicitors

JAMES G. HANLEY

1900, 736 - 6th Avenue SW  
Calgary, Alberta T2P 3T7

Telephone: (403) 531.4725  
Facsimile: (403) 531.4720

Box 3