

COURT FILE NUMBER 2001-08972

COURT COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE CALGARY

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

**APPLICATION OF BJ SERVICES HOLDINGS
CANADA, ULC**

DOCUMENT **AFFIDAVIT**

ADDRESS FOR SERVICE AND
CONTACT INFORMATION OF
PARTY FILING THIS
DOCUMENT

BENNETT JONES LLP
Barristers and Solicitors
4500 Bankers Hall East
855-2nd Street SW
Calgary, Alberta T2P 4K7

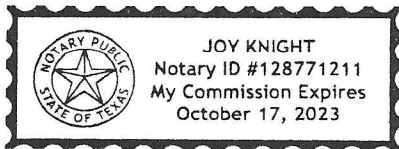
Attention: Kelsey Meyer / Keely Cameron
Telephone No.: 403-298-3323 / 403-298-3324
Fax No.: 403-265-7219
Client File No.: 78081-9

AFFIDAVIT #5 OF WARREN ZEMLAK

Sworn on August 23, 2020

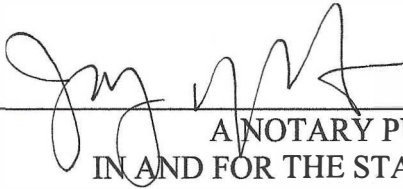
I, Warren Zemlak, of Tomball, Texas, SWEAR AND SAY THAT:

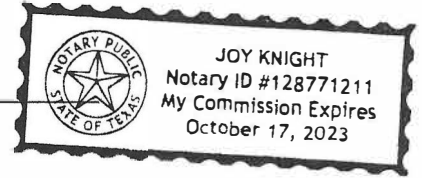
1. I am the President and Chief Executive Officer of BJ Services, LLC, and am the President and a director of its subsidiary, BJ Services Holdings Canada, ULC ("BJ Canada"), and as such, have personal knowledge of the matters hereinafter deposed to, except where otherwise stated to be based upon information and belief, in which case I verily believe the same to be true.



WARREN ZEMLAK

THIS IS **EXHIBIT "1"** REFERRED TO IN THE
AFFIDAVIT OF WARREN ZEMLAK
SWORN BEFORE ME THIS 23rd DAY OF AUGUST, 2020


A NOTARY PUBLIC
IN AND FOR THE STATE OF TEXAS





ENTERED
08/22/2020

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:	§	
BJ SERVICES, LLC, <i>et al</i>	§	CASE NO: 20-33627
	§	
	§	
BJ MANAGEMENT SERVICES, L.P.	§	CASE NO: 20-33628
	§	
BJ SERVICES HOLDINGS CANADA, ULC	§	CASE NO: 20-33629
	§	
BJ SERVICES MANAGEMENT HOLDINGS CORPORATION	§	CASE NO: 20-33630
	§	
Debtors	§	Jointly Administered Order
	§	
	§	CHAPTER 11

AMENDED ORDER AUTHORIZING SALE OF ASSETS

For the reasons set forth on the record, the Court orders:

1. The Debtors are authorized to sell the Purchased Assets (as defined in the Stalking Horse Agreement) at a purchase price of \$34,000,000.00.
2. The purchaser is TES Asset Acquisitions LLC.
3. The allocation of the purchase price is an allocation that binds the Debtor and the purchaser. It does not bind the Debtor or any other party in interest with respect to the allocation of the purchase price to the holders of liens or claims.
4. Notwithstanding Bankruptcy Rule 6004, this Order shall be immediately effective and enforceable upon entry and shall not be stayed.

Signed: August 22, 2020


Marvin Isgur
United States Bankruptcy Judge