

**QB Action No.: 0901-02012**  
**Appeal No.: 0901-0048 AC**  
Deponent: Michael Coolen  
Date Sworn: February 18, 2009

**IN THE COURT OF APPEAL OF ALBERTA**

**BETWEEN:**

**BG INTERNATIONAL LIMITED**

(Plaintiff)  
Respondent

- and -

**CANADIAN SUPERIOR ENERGY INC.**

(Defendant)  
Appellant

**AFFIDAVIT**

I, **MICHAEL COOLEN**, of the City of Calgary, in the Province of Alberta, **MAKE OATH AND SAY THAT:**

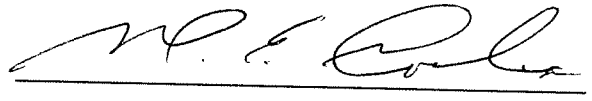
1. I am the President and Chief Executive Officer of Canadian Superior Energy Inc. ("CSEI"). As such, I have personal knowledge of the matters hereinafter deposed to.
2. Upon attending at the CSEI offices the morning of February 18, 2009 at approximately 8 a.m. I found in the fax machine a letter from BG International Limited dated February 18, 2009 and entitled "Default under Article 8 of the AIPN Joint Operating Agreement amongst CSEI, Challenger Energy Corp. and BG International Limited". Now shown to me and marked as Exhibit "A" is a true copy of the said letter.

3. I swear this Affidavit for the purpose of providing relevant information to a Justice of the Court of Appeal for the purpose of determining CSEI's pending application for a stay of enforcement, and for no improper purpose.

**SWORN BEFORE ME**, at the City of  
Calgary, in the Province of Alberta, this  
18<sup>th</sup> day of February, 2009.

  
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**CLAY M. PURVES**  
A Barrister & Solicitor  
in and for the Province of Alberta

  
\_\_\_\_\_

**MICHAEL COOLEN**

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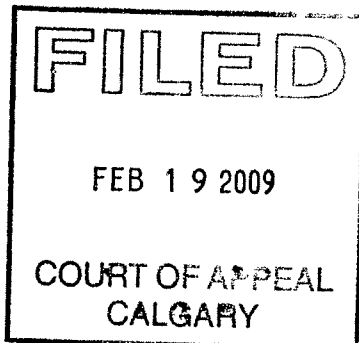
**BG INTERNATIONAL LIMITED**

Plaintiff  
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**CANADIAN SUPERIOR ENERGY  
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**AFFIDAVIT**

Deponent: Michael Coolen  
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**BROWNLEE LLP**

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File No.: 76345.0023