

LL

QB Action No.: 0901-02012
Appeal No.: 0901-0048 AC
Deponent: Michael Coolen
Date Sworn: February 22, 2009

IN THE COURT OF APPEAL OF ALBERTA

BETWEEN:

BG INTERNATIONAL LIMITED

(Plaintiff)
Respondent

- and -

CANADIAN SUPERIOR ENERGY INC.

(Defendant)
Appellant

AFFIDAVIT OF MICHAEL COOLEN

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 facts and matters deposed to herein, except where stated to be based on information and belief. Where so stated, I verily believe the same to be true.
2. I am the Deponent of an Affidavit that I swore in this proceeding late in the day on Wednesday, February 18, 2009. I make this Affidavit to depose to events which have transpired since.
 - A. Landlord Termination
3. Very late in the afternoon on Friday, February 20, 2009, CSEI received a Notice of Termination of Lease ("Termination") of its future Calgary office premises from its

landlord. The Termination clearly cites the Receivership Order as the Event of Default under the Lease entitling the landlord to terminate it. As a result of the Termination, a \$500,000.00 deposit may become forfeited and CSEI may become liable for other consequential damages. Attached hereto and marked as Exhibit "A" to this my Affidavit is a true copy of the Notice of Termination.

B. First Interim Receiver's Report

4. At about 1:30 p.m. on Friday, February 20, 2009, I received by e-mail a copy of the First Interim Receiver's Report (the "Report"). I have now had an opportunity to review it and would like to respond to certain omissions and to make certain clarifications.
5. In terms of the transmittal of financial information from CSEI to the Receiver, the Report omits to mention the fact that on Friday morning, February 13, 2009, CSEI delivered to the Receiver by rush courier all relevant invoice information regarding 3 of the primary Trinidad contractors (Maersk, Secunda Marine and Marine Utility). I am so advised by Mr. Robb Thompson, CSEI's Chief Financial Officer, who oversaw the delivery by rush courier. Attached hereto and marked as Exhibit "B" to this my Affidavit is a true copy of the said transmittal letter, confirming that all outstanding invoices received by CSEI to that date from Maersk were provided on that day to the Receiver.
6. Monday, February 16, 2009 was a holiday. I am advised by Jonathan Brown, CSEI's Vice President, Drilling, that a complete accounts payable package was hand delivered by him to Mr. Vic Kroeger, the Receiver, at 9:10 a.m. on Wednesday, February 18, 2009. It was a well organized box of materials, containing an accounts payable listing for both Canadian dollar creditors and U.S. dollar creditors, along with copies of invoices. Attached hereto and marked as Exhibit "C" to this my Affidavit is a true copy of the transmittal letter. Later that morning at approximately 9:45 am Mr. Brown provided to Mr. Kroeger by email attachment a CSEI Vendor List with Contact Details. Attached hereto and marked as Exhibit "D" to this my Affidavit is a true copy of the CSEI Vendor List with Contact Details. ??

7. As to paragraph 7 of the Report, as I recall it, the meeting with Maersk and Sinopec personnel began with a report to them that the Receiver had been appointed and with assurances by the Receiver that Sinopec would be paid by BG International through the mechanism of the Receiver. Sinopec personnel expressed satisfaction with that advice. As a result of this meeting, the intended meeting between Sinopec personnel and 2 independent directors of CSEI to be held in Beijing, China on Monday, February 16th to discuss other possible payment arrangements by CSEI was subsequently cancelled.

8. Paragraph 9 of the Report states that Joint Venture activities “were scheduled to resume” on Saturday, February 14, 2009. This implies that Joint Venture activities had, at some point, stopped or become shut-down. Offshore well operations are a 24-hour a day, 7-day a week enterprise. During this entire time period, joint venture activities, have continued in the normal course of business and were never shut down, slowed down or put on hold for anything other than operational considerations such as equipment failures, equipment repairs, required maintenance and other necessity operations considerations.

*Took on
Saturday*

9. As to the further statement in paragraph 9 of the Report that “CSEI representatives requested the Receiver prepare a general letter” to Vendors, this is not accurate. In a teleconference meeting (between CSEI, BG International and the Receiver) on February 13, 2009, at approximately 3:00 PM Trinidad Time, there was a general discussion on vendors, amongst other matters. Our Country Manager, Mr. Roger De Freitas, explained that our Trinidad office had been receiving a lot of calls from confused vendors as a result of the Receivership Order and that he (our Country Manager) intended to write to the contractors to clarify the situation. The Receiver said that any such letters going to the vendors would be sent by the Receiver. It is my understanding that the Receiver then issued these letters.

C. Response to BG International Limited

10. On Sunday, February 22nd, I had the opportunity to review the Memorandum of Fact and Law of BG International Limited (“BG International”), which my counsel advises me he received at approximately 4:45 p.m. on Friday, February 20, 2009.

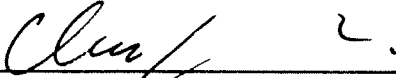
11. At paragraph 21 of the BG International Memorandum of Fact and Law of BG International challenges paragraph 14 of the Appellants Memorandum of Fact and Law which states:

“The value of CSEI’s Participating Interest will be severely negatively impacted by the continued existence of the Receivership Order. Already its stock price has precipitously declined and its banker has given a 10 day Notice of Intention to Enforce Security.”

12. The events referred to in the above quoted paragraph are a matter of public record and should be well-known as fact by BG International and its counsel.
13. Attached hereto and marked as Exhibit “E” to this my Affidavit is a true copy of the 10-day Notice of Intention to Enforce Security by CSEI’s banker, Canadian Western Bank (“CWB”) served Thursday, February 12, 2009.
14. This action by CWB was the subject of a press release issued by CSEI on February 17, 2009. Attached hereto and marked as Exhibit “F” to this my Affidavit is a true copy of the CSEI Press Release.
15. As to the precipitous decline in CSEI’s share price, CSEI common shares closed at \$1.18 on Tuesday, February 10, 2009, the day before the Receivership Order was issued. The closing share price on Friday, February 20, 2009 was \$0.46. Attached hereto and marked as Exhibit “G” to this my Affidavit is a true copy of a print-out from the TSX “Market Watch” webpage illustrating this decline in share value since the Receivership Order was granted.
16. 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)
22nd day of February, 2009.)



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

CLAY PURVES
Barrister and Solicitor




MICHAEL COOLEN

THIS IS EXHIBIT "A" REFERRED TO IN
THE AFFIDAVIT OF

Michael Coolen

NOTICE OF TERMINATION OF LEASE

SWORN BEFORE ME THIS 22 DAY
OF February A.D., 2009


A COMMISSIONER OF OATHS IN
AND FOR THE PROVINCE OF ALBERTA
Barrister and Solicitor

TO: CANADIAN SUPERIOR ENERGY INC.
Suite 3200 – 500 Fourth Avenue SW
Calgary, Alberta T2P 2V6

RE: Lease dated July 22, 2008 between OMERS Realty Corporation, as Landlord (“OMERS”) and Canadian Superior Energy Inc., as Tenant (“CSEI”) and covering the premises located at 555 – 2nd Avenue SW, Suite 3800, 3900 and 4000, Calgary, Alberta (the “July 22, 2008 Lease”)

TAKE NOTICE that OMERS has received a copy of the Interim Receivership Order of the Honourable Madam Justice B.E.C. Romaine, dated February 11, 2009, in Court of Queen’s Bench of Alberta, Judicial District of Calgary Action 0901-02012 (the “February 11, 2009 Order”) whereby Deloitte and Touche Inc. was appointed as Receiver (the “Receiver”) of certain property of CSEI, more particularly described in the February 11, 2009 Order.

AND FURTHER TAKE NOTICE that OMERS regards the issuance of the February 11, 2009 Order and the appointment of the Receiver as an Event of Default under Article 19.03(c) of the July 22, 2008 Lease (the “Default”).

AND FURTHER TAKE NOTICE that OMERS hereby gives formal notice to CSEI that **OMERS HEREBY EXERCISES ITS RIGHT TO TERMINATE AND TERMINATES THE JULY 22, 2008 LEASE, EFFECTIVE AS OF TODAY’S DATE (FRIDAY, FEBRUARY 20, 2009).**

AND FURTHER TAKE NOTICE that notwithstanding the termination of the July 22, 2008 Lease on the date hereof, OMERS reserves all of its rights and remedies under the July 22, 2008 Lease and pursuant to applicable law to recover from CSEI all damages that OMERS has incurred as a result of the Default by CSEI and the termination of the July 22, 2008 Lease.

DATED at Calgary, Alberta this 20th day of February, 2009.

**OMERS Realty Corporation, by its solicitors
and agents, MacPherson Leslie & Tyerman
LLP**

Per: 
Scott Exner



CANADIAN SUPERIOR
ENERGY INC.

February 13, 2009
Deloitte
3000 Scotia Centre
700-2nd Street SW
Calgary, AB
T2P 0S7

Attention: Victor Kroeger
Partner Financial Advisory
403-267-0609

Dear Victor,
Re: Canadian Superior Energy Inc. – Trinidad Invoices

Enclosed please find the following invoices for payment:
Maresk Contractors

- November 2008 catering charges;
- November 2008 rig charges;
- December 2008 catering charges;
- December 2008 rig charges;
- January 2009 catering charges;
- January 2009 rig charges; and
- 365 Day safety award (Ipods) 50% share of costs.

Secunda Marine


- November 2008 Trinity Sea Charter Hire; and
- December 2008 Trinity Sea Charter Hire.

Marine Utility Services Limited

- November 30, 2008 Vessel charges;
- November 30, 2008 Rebillable items;
- December 15, 2008 Vessel charges;
- December 31, 2008 Vessel charges;
- January 15, 2009 Vessel charges; and
- January 31, 2009 Vessel charges.

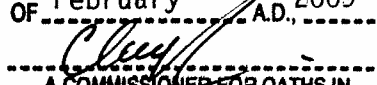
The full Trinidad aging with invoice back up will be provided on Tuesday February 13, 2009.
If you have any questions, please contact the undersigned at 403-503-7944.

Sincerely,


Robb D. Thompson
Chief Financial Officer
Canadian Superior Energy Inc.

THIS IS EXHIBIT "B" REFERRED TO IN
THE AFFIDAVIT OF
Michael Coosten

SWORN BEFORE ME THIS 22 DAY
OF February A.D., 2009


A COMMISSIONER FOR OATHS IN
AND FOR THE PROVINCE OF ALBERTA

CLAY PURVES
Barrister and Solicitor



CANADIAN SUPERIOR THIS IS EXHIBIT "C" REFERRED TO IN
ENERGY INC. THE AFFIDAVIT OF

February 18, 2009
Deloitte
3000 Scotia Centre
700-2nd Street SW
Calgary, AB
T2P 0S7

Attention: Victor Kroeger
Partner Financial Advisory
403-267-0609

Michael Coolen

SWORN BEFORE ME THIS 22 DAY
OF February A.D., 2009

Clay Purves
A COMMISSIONER FOR OATHS IN
AND FOR THE PROVINCE OF ALBERTA

CLAY PURVES
Barrister and Solicitor

Dear Victor,

Re: Canadian Superior Energy Inc. – Trinidad Invoices

Enclosed please find our accounts payable listing for Trinidad along with copies of invoices to support the aged listing.

Please note there is a Canadian payable listing and a USD listing, both with supporting invoices.

If you have any questions, please contact the undersigned at 403-503-7944.

Sincerely,

Robb D. Thompson
Robb D. Thompson
Chief Financial Officer

Canadian Superior Energy Inc.

SUBJECT TO ALL OF OUR LEGAL RIGHTS, INCLUDING THE RIGHT TO FULLY CONTEST THE VALIDITY OF THE RECEIVERSHIP ORDER, AND INCLUDING OUR APPEAL OF THAT ORDER AS PERMITTED PARAGRAPH 4 (J) OF THE RECEIVERSHIP ORDER; AND INCLUDING THE RIGHT OF CANADIAN SUPERIOR TO IMMEDIATELY SEEK A STAY OF ENFORCEMENT OF THE SAID RECEIVERSHIP ORDER PENDING A HEARING OF THE APPEAL. TOGETHER WITH ALL RIGHTS BOTH AT LAW AND IN EQUITY AVAILABLE TO CANADIAN SUPERIOR UNDER THE LAWS OF TRINIDAD AND TOBAGO.

CSEI CONTRACT AND WORK REQUEST TRACKER
TRINIDAD REPID 5 C

THIS IS EXHIBIT "D" REFERRED TO IN
THE AFFIDAVIT OF
Michael Coolen
SWORN BEFORE ME THIS 22 DAY
OF February, 2009
Clery
A COMMISSIONER FOR OATHS IN
AND FOR THE STATE OF TRINIDAD AND TOBAGO
CLERY PURVES
Barrister and Solicitor

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|---|---|-------------------------------------|--|---|
| CSEI-MSA-TT-001 (Complete Nov 2/05) | Wellsite Geohazard Survey | Capital Signal Company Ltd. | David English / Mark Brouse | Ph: 868-694-2725, Fax: 868-694-2108, Cell: 868-685-4815/868-678-2483 Email: caseale@capitalsignal.com; englishd@capitalsignal.com/ |
| CSEI-MSA-TT-002 (Complete Nov 3/05) | Environmental Consulting | GNF Solutions Ltd. | Gaiward Ramoutar / Mr. Jaggessar: 756-9325 | Ph: 868-653-7452, Fax: 868-653-7839 Cell: 868-683 - 6403 /868- 756-9325 Email: gnfassociates@tst.net.tt / gnfassociates@tst.net.tt |
| CSEI-MSA-TT-003 (Complete May 5/06) | Environmental Consulting | Conestoga-Rovers & Associates | Peter Oram | Ph: 468-1248, Fax: 468-2207 |
| CSEI-MSA-TT-004 (Complete June 1/06) | Waste Management | Cam-Quip ICS Ltd. | Jason Camecho | Ph: 868-652-5281, Cell: 868- 354-5856 Fax: 868-652- 4600, Email: camquipid@tst.net.tt / jcamecho@camquip.com |
| CSEI-MSA-TT-005 (Complete June 28/06) | Subsea Wellhead Services | Vetco Gray Trinidad & Tobago Ltd. | Mike Gildwell / Jerry George | Ph: 281-847-4642, Fax: 281-847-4679, Cell: 281-851- 3417 Email: mike.gildwell@vetco.com jerry.w.george@vetco.com |
| CSEI-MSA-TT-006 (Complete April 10/08) | Medical Services | Dr. Ross Millar | Dr. Ross Millar | Ph: 868-624-7370 (Home) 624 - 7395 (office) Cell: 362-6330 Email: drmillar@tst.net.tt |
| CSEI-MSA-TT-007 (Complete Oct 12/06) | ROV & Subsea Services | Subsea 7 Ltd. | Neil Francis | Ph: 281-966-7641, Fax: 281-966-7640, Email: Neil.Francis@Subsea7.com |
| CSEI-MSA-TT-008 (Complete Nov 5/06) | Cementing Equipment, Materials | Halliburton Trinidad Ltd. | Kenny Saisbhan | Ph: 868-657-9181 ext. 2032, Fax: 868-657-9185, Cell: 868-690-6429, Email: Kenny.Saisbhan@HALLIBURTON.com |
| CSEI-MSA-TT-009 (Complete Oct 20/06) | Casing Running & Buckling Services | Frank's International Trinidad Ltd. | Osman Yusef | Ph: 868-652-8411, Fax: 868-652-8414, Cell: 868-685- 7135, Email: osmany@frankintl.com |
| CSEI-MSA-TT-010 (Complete Nov 14/06) | Drilling Fluids | Barold Trinidad Services Ltd. | Kennick Jagroop | Ph: 868-624-6620, Fax: 868-627-5193, Cell: 868 - 680 - 4117 Email: k.jagroop@baroldtrinidad.com |
| CSEI-MSA-TT-011 (Complete Nov 13/06) | Solids Control Equipment & Services | Venwell International Inc. | Charles Ferguson Steve Kissoon | Ph: 868-652-3707, Fax: 868-657-9771, Cell: 868-683-9526 Email: charles.ferguson@nov.com Email: steve.kissoon@nov.com |
| CSEI-MSA-TT-012 (Complete 1 June/07) | Wireline / Open & Cased Hole Logging Equipment | Schlumberger Trinidad Inc. | Paul Hosein / Lester Bayne/ Peter Young Pow | Ph: 868-625-7927, Fax: 868-627-3269, Cell: 868-468-4061(Lester) lester.bayne@slb.com / ppow@slb.com |
| CSEI-MSA-TT-013 (Complete Dec 14/06) | MWD/LWD Drilling | | Paul Hosein / Lester Bayne | Ph: 868-625-7927, Fax: 868-627-3269, Cell: 868-468-4061(Lester) lester.bayne@slb.com |
| | Well Testing | | Paul Hosein / Lester Bayne | Ph: 868-625-7927, Fax: 868-627-3269, Cell: 868-468-4061(Lester) lester.bayne@slb.com |
| | Drilling Rig Positioning Services | | Joseph Breeden | Ph: 868-628-3204, Fax: 868-634-4024, Cell: 868-678- 9524 Email: jbreeden@fugro.com, |
| | Metoccean Services | Fugro Survey Caribbean Inc. | Anil Singh | Office: 868-628-3204, Cell: 868-680-4439 / 620 8406 Email: ASingh@fugro.com |
| | Wellsite Geohazard Survey | | Joseph Breeden | Ph: 868-628-3204, Fax: 868-634-4024, Cell: 868-678- 9524 Email: jbreeden@fugro.com, |

CSEI CONTRACT AND WORK REQUEST TRACKER
 TRINIDAD ANTREPID 5 C

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|---|--------------------------------------|---|-------------------------|--|
| CSEI-MSA-TT-014 (Complete 5 March/07) | Liner Hanger Equipment & Services | Weatherford Trinidad Ltd. Note: Weatherford also acquired International Logging | Robert Bernard | Ph: 868-628-3900, Fax: 868-625-6529, Cell: 868-680-4366, Email: Robert.Bernard@weatherford.com |

CSEI CONTRACT AND WORK REQUEST TRACKER
TRINIDAD ANTREPID 5 C

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|--|---|---|--------------------------------------|---|
| CSEI-MSA-TT-015 (Complete Feb 19/07) | Geopressure Services | Knowledge Systems, Inc. (K.S.I.) Assigned to LGC 05.09.08 Acquired by Halliburton 01.05.08 | Alicia Leonard | Ph: 281-243-4300, Direct: 281-243-4309, Fax: 281-243-4399. Email: leonard@knowsys.com Alekander@kyc.com gerard.pichery@halliburton.com |
| CSEI-MSA-TT-016 (Complete Dec 20/06) | Rig Inspection Services | Aberdeen Drilling Consultants Ltd. | Douglas G. Hay | Ph: +44(0) 1224 209123, Fax: +44(0) 1224 209579, Email: dhay@adc-engineering.com |
| CSEI-MSA-TT-017 (Complete Nov 9/06) | Shorebase and Related Services | CSM T&T Ltd. via ASCO Casing & Thread Inspection via PTSL or TUBOSCOPE | John Gransauil | Cell: 868-878 7853 Off: 868-651-1885 Email: John.Gransauil@scoworld.com susanm@cm-trinidad.com |
| CSEI-MSA-TT-018 (Complete Nov 29/06) | Mudlogging Services | PETROLEUM TUBULAR SERVICES International Logging, S.A. Acquired by WEATHERFORD | Hammond Fahey | Email: hfahey@scobh.hok.com Ph: 868-665-7152 / 672-9212 Cell: 735 - 0290 / 353 - 3364 |
| CSEI-MSA-TT-020 (Complete Dec 06) | QA & QC | Fernley Procter Trinidad Ltd. | George Porter Lee | Email: pulchran@inter-log.com Ph: 868-662-7205, Fax: 868-1739, Cell: 682 - 9067 George.Porter-Lee@fernleyproctertrinidad.com |
| CSEI-MSA-TT-021 (Complete Nov 29/06) | Underreaming Services Drilling Jars/ & Cement Accessories | Tucker Energy Services Ltd. | Roger Packer | Ph: 868-625-5795, Cell: 868-684-9272; Email: rpacker@tuckerenergy.com |
| CSEI-MSA-TT-022 (Complete July 13/07) | Surface Well Testing Services | EXPRO Trinidad Ltd. | Labeed Hosein | Cell: 868-688-9518/ 868-677-3026 Ph: + 1 281-649-1439 (Houston) Email: benny.wynne@expogroup.com labeed.hosein@expogroup.com eric.nelson@expogroup.com |
| CSEI-MSA-TT-023 (Complete 21 Feb/07) | Baker Oil Tools Fishing Tool Rental | Baker Hughes (Trinidad) Ltd. | Mark Henley/ Jerry Davis | Cell: 868-735-6470 Ph: 868-622-3962 Email: mark.henley@bakerhughes.com jerry.davis@bakerhughes.com |
| CSEI-MSA-TT-024 (Complete Sept) | Engineering Services | Waterford Energy Services Inc. | Blair MacDougall | Ph: 905-404-3052 Cell: 902-450-0691 Email: blair.macdougall@wesl.ca sesidms@hotmail.com |
| CSEI-MSA-TT-025 (Complete May 10/07) | Wellsite Geologists | Professional Petroleum Services Ltd. | Derek Smith Steve Watley | Cell: 868-690-0937 / Ph: 657-2080/ 652-9316 Watley Cell: 868-678-7034 Email: pps@trinidad.net sesidms@hotmail.com |
| CSEI-MSA-TT-026 (Complete June 05/07) | Oil Spill Response | SEACOR Environmental Services via Delitalogistics Ltd. (T'ad) | John Allen Derek Walcott | Ph: 694-2067 / Cell: 680 - 1043 Email: jallen@seacor.com dwalcott@northwestmaritimefd.com |
| CSEI-MSA-TT-027 (Complete Sept 07/07) | Vessel Survey | Taylor Engineering Agencies Ltd. | Paul Taylor | Ph: 632 -0506/ Fax: 633 - 1688 Cell: 678-8518 Email: mail@tayeng.com |
| CSEI-MSA-TT-028 (Complete Oct 30/ 07) | Emergency Response Services | FALCK Nuteck Ltd. | Kenny Mohammed | Ph: 868 662 6278 / Fax: 868 662 8957 Cell: 868 740 4286 E-mail: kenny.mohammed@falck.com |
| CSEI-MSA-TT-029 (Complete Nov/07) | Well Testing Services Multiple Service provider | IAL Engineering Services Ltd. | Lennard Henry or Blaine DeFreitas | Ph: 868-657-9561, Fax : 868-653-2326 Email : lhenny@ial-trinidad.com Cell : 868-680-5285 |
| CSEI-MSA-TT-030 (Complete Apr/02/08) | Downhole Gauges Well Testing | Consolidated Testing Services Inc. registered as a USA company. via METROL (UK Parent Co.) | Compton Ross | Ph: (UK) +1224 772771, Fax +44 1224 772650 Email: crosse@metrol.co.uk |
| CSEI-MSA-TT-031 (Complete Jan / 08) | Environmental Services | COASTAL Dynamics | Frank Teelucksingh | Ph: 868 622-9638, Fax: 622 - 5676, Cell: 868 683-3416 Email: fst@coastaldynamics.com |
| CSEI-MSA-TT-032 (Complete March 08) | Well Performance Improvement | The REACH Group | Dave Massey President | Ph: + 281-579-1502, Fax: 281-579-0122 Cell: + 832 236 3641 Email: dmassey@thereachgroup.com |

CSEI CONTRACT AND WORK REQUEST TRACKER
TRINIDAD INTREPID 5 C

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|---------------------------------------|---|-------------------------------|-------------------------------------|--|
| CSEI-MSA-TT-033 (Complete Oct/ 08) | Well Bore Cleaning Services | M-J Trinidad Ltd | Terje Vastveit Area Manager | Ph: + 868-679-8200 Cell: + 868 687 - 4777 Email: tvastveit@mtswaco.com |
| CSEI-MSA-TT-034 (Complete Oct/ 08) | Well Testing Supervisor Keith Davies | Axle Well Technology Ltd - UK | Steve Pratt Well Operations Team | Ph: +01224 829200 / 227499 (Direct) Fax: +01224 829201 Mobile: +07805 204358 |
| CSEI-MSA-TT-035 (Complete Dec/ 08) | Engineering Manager Bert voor de Poort | Tabora Consultants | Imogen Craddock | Tel: + 44 (0) 1224 622266 Fax: + 44 (0) 1224 418597 |

CSEI CONTRACT AND WORK REQUEST TRACKER
TRINIDAD ENTREPID 5 C

| MISA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|---|---|--|---|---|
| Contract Awarded through PO | Biostratigraphic Services | BioStratigraphic Associates Ltd. | Barry Carr-Brown | Ph: 625-2084, Fax 624-2823 Cell: 681-0558 Email: biostrat@msell.tt |
| Contract Awarded through PO | | OMNI LABORATORIES Registered through Weatherford | Rooplal Sooknandan | Email: rooplal.sooknandan@weatherford.com |
| PO issued to Award contract | Marine Gas Oil | National Petroleum Marketing Co. Ltd | Allison Khan - Ali or Feeraz Mohammed - Khan | Ph: 625 - 1364 Ext 236 , Fax: 627 - 4028 Cell: 681 - 2444 Email: akali@nmp.co.tt Cell: 735 - 8909 / 625-1364 Ext.241 |
| | Customs Brokerage Services | NATIONWIDE CUSTOMS Brokerage | Sharon Lailan | Ph: 658-2888, Fax 658-2468 Cell: 794 - 9493 Email: ncbel@nwtst.net.tt |
| Blanket PO | OCTG Threading Services | IAL Engineering Services Ltd. | Leonard Henry | Ph: 868-657-9581, Fax: 868-653-2326 Email: lhenry@ial-trinidad.com Cell: 868-680-5285 |
| Blanket PO | Drill Bits (All Letters of Confidentiality complete) | GULF Engineering Services Ltd Hughes Christensen of (Baker Hughes Trinidad Ltd.) Banders Oil Tools Ltd | Vishnu Gopeseingh Mitra R. Ramial Trevor Soames | Cell: 868-680-3857 Email: vgoopeseingh@gulfeng.com Ph: 868 622 3967, Cell: 868-741-0692 Email: Mitra.Ramial@hugheschris.com Ph: 868 652 3826, Cell: 868-774-3137 Email: Trevor@bandersoiltools.com Ph: 868 657 9181/4 Cell: 868-620-6987 Shivanand.Pancham2@hellburton.com |
| Blanket PO | Drill Bits | Hellburton Trinidad Ltd Diamant via local agents Sadhna Petroleum Services Ltd. Smith International Inc. | Roberto Carbonell Richard Pontifex Jennifer Contant | Caracas, V.zuela Ph: 58 212 959 1425 Email: rocarbonel@net-uno.net Ph: 868 657 0546 Cell: 868-690-3364 Email: RPontifex@smith.com Ph: 868-633-5270, Cell: 868-680-5270 Email: subterra@sttt.net.tt |
| Blanket PO | Downhole Tools | H.J.J. Stauble Ltd. | Ian Stauble Jeffrey Stauble | Ph: 868-653-1870, Cell: 868-680-9823 Jeffrey: 868 -678 - 1632 Email: jstauble@sttt.net.tt istauble@sttt.net.tt |
| Blanket PO | Petrolink Data Services | Petrolink International Ltd. | Dave Weaver | Tel: +1 713 328 4505 (Direct) Cell: +1 632 643 4058 Email: Dave.Weaver@petrolink.net Claude.Fleury@ise-arub.com Cornado.Rubio@superiorenergy.com |
| | Rental for 6.5/8" drill string Storm Plug System | Superior Energy Services TAM International | Claude Fleury Juan Smith | Email: jaun.smith@tam-trinidad.com |
| | | DRILLING UNIT - KAN TAN IV RUG | | |
| CSEI-TT-01 (Complete Mar 19/06) | Drilling Unit - Kan Tan IV | MAERSK Contractors Services A/S Trinidad & Tobago Branch | Bob Petrie | Tel: + 868 625 9565 Fax: 623 2535 Cell: +868 480 9999 E-mail: RPE021@maersk-contractors.com |
| | | MASTER FLIGHT SERVICE AGREEMENT | | |
| MSFA-CSEI-TT-6C-012 (Complete Aug 30/06) | Helicopter & Flight Services | National Helicopter Services Ltd. | Capt. N.C. Nottingel Capt. D Degannes | Ph: 868-679-2628, Fax: 868-679-2345, Cell: 868-680-6527 De Gannes: 620-4517 Email: natheli@sttt.net.tt |
| | | MARINE SUPPLY VESSELS | | |
| (BIMCO complete) | Supply, Support & Anchor Handling | Secunda Marine Services Ltd. TRINITY SEA | Chris Pitts | Chris Pitts Cell: 902-456-5348 Trinity Sea MMSI # 314-246-000 Cell: 709-693-4920 Mini-M : 870-761-597-920 Email: trinitysea@secunda.com |

CSEI CONTRACT AND WORK REQUEST TRACKER
 TRINIDAD INTREPID 5 C

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|------------------------------------|-----------------------------------|--|-------------------------|---|
| CSEI-TT-SV-001 (BIMCO complete) | Supply, Support & Anchor Handling | Tidewater Marine W.I. Ltd. CARL F. THORNE | Bryan Hupp | Brian Hupp: 868 - 634-2413/14 Cell: 868-620-8357 Email: bhupp@tdw.com |

CSEI CONTRACT AND WORK REQUEST TRACKER
TRINIDAD / ENTREPID 5 C

| MSA NUMBER | SERVICE TYPE | CONTRACTOR OR SUPPLIER NAME | CONTRACTOR CONTACT NAME | CONTRACTOR/SUPPLIER CONTACT INFORMATION |
|------------------|--------------------------------|---|------------------------------|--|
| (BIMCO complete) | PSV Permanent Supply Vessel | Commander Tide Standby Vessel for Carl F. Thorne | Bryan Hupp | Brian Hupp: 868 - 634-2413/14 Cell: 868-520-9357 Email: bhupp@tdw.com |
| (BIMCO complete) | Small Supply Boat | LMCS Ltd. GALLEON ADVENTURER | Faheeda Ali | Faheeda Ali: Ph: 354-9576 Email: faheeda@gmail.com |
| (BIMCO complete) | Small Supply Boat | COUNT TURK VIA Capital Signal | David English / Mark Brousse | Cell: 868-585-4815/ 868-578-2483 Email: csales@capitalsignal.com; englishd@capitalsignal.com / |

CSEI CONSULTANT AGREEMENTS

| | | | | |
|----------------|---------------------------------|---------------------------|---------------|--|
| CSEI-TT-CA-003 | Shorebase Logistics Coordinator | H.M. Trading Company Ltd. | Henri Mendoza | Email: henri.mendoza@yahoo.com Ph: 868-622-3706, Cell: 868-735-3574 |
|----------------|---------------------------------|---------------------------|---------------|--|

SECONDMENT AGREEMENTS

| | | | | |
|----------------|--|------------------------------|-----------------|--|
| CSEI-SC-TT-001 | Logistics Consultant James MacDougall | Secunda Marine Services Ltd. | Steve Widemeyer | Phone 902-465-3400 Email: SGWidemeyer@mcdermott.com |
|----------------|--|------------------------------|-----------------|--|

NOVA SCOTIA COMPANIES WITH MSA'S FOR WORK IN TRINIDAD

| | | | | |
|--|--|--|---|---|
| CSEI-06-MSA-001 | Environmental Services | Conestoga-Rovers Associates | Sue Belford | Ph: 909-468-1248, Fax: 902-468-2207 Email: abelford@cra-world.com |
| CSEI-NS-MSA-002 | Engineering Services & Drilling Supervisor Personnel: | Waterford Energy Services Inc. (WESI) Supply: Pecy-Luffy—Drilling-Supervisor- 15.12.08 Glen Stratford - Logistics Supervisor Fred R. Helisek—Engineering- Manager Jernee-Blecken—Drilling-Supervisor Doug-Hurt—Respiece for Luffy | Blair MacDougall | Ph: 905-404-3052 Cell: 902-450-0691 Cell: 902-930-5495 Email: blair.macdougall@vest.ca |
| CSEI-MSA-NS-003 | Casing Communications Horizon's Eddy Watch Analyst | HNS TUBULARS Elab Inc Horizon Marine | Carl O'Neil Reid Broome Holly Ainslie | Email : conell@hns tubulars.com Ph: 902-445-2065, Fax: 902-484-6805 Email: rbroome@elab-canada.com Email: holly@horizonmarine.com Tel: (908) 748-1860 |
| CSEI-NS-MSA-019 (Complete Sept 27 '07) | Engineering Services & Drilling Supervisor & Well Testing Supervisor | PAJAK Engineering Supply -Mike Dillon Erm MacDonald Harley Dalke 24.09.08 Alex Bondarchuk Ivy Schneider | George Myette / Ted Cutlan | Ph: 403-264-1197 Fax 403-264-1584 Cell: 403-928-2620 Email: g.myette@pajakeng.com |
| CSEI-NS-MSA-029 (Complete Oct 15 '07) | Geological Consultant: Denis Briere | Chapman Petroleum Engineering | Charlie Chapman | Ph: (403) 266-4141 Fx: (403) 266-4259 Cell: (403) 708-1487 Email: cwchap@chapeng.ab.ca |
| CSEI-NS-MSA-030 (Complete Sept 30 '07) | Completions & Production Specialist | RPS - APA Petroleum Engineering Inc. (RPS Energy) | Steve Hancock | Ph: 403 265 7226, Fax: 403 269 3175 Cell: 403 403 909-1233 Email: hancockS@rpsgroup.com |

**NOTICE OF INTENTION TO ENFORCE SECURITY
(Subsection 244(1))**

To: Canadian Superior Energy Inc.

Take notice that:

1. Canadian Western Bank (the "Bank"), a secured creditor, intends to enforce its security on the property of the above insolvent person which encompasses all of its property and assets;
2. The security that is to be enforced includes security granted by the insolvent person in favour of the Bank as set out in Schedule "A" attached hereto;
3. The total amount of the indebtedness secured by the security (as at February 12, 2009) is approximately \$44,168,000.00 plus costs and interest accruing from the date of this notice plus \$10,312,500.00 related to outstanding letters of credit plus any outstanding under the MasterCard accounts;
4. The secured creditor (the Bank) will not have the right to enforce the security until after the expiry of the 10 day period following the sending of this notice unless the insolvent person consents to an earlier enforcement.

Dated at Calgary, Alberta, this 12th day of February, 2009.

CANADIAN WESTERN BANK
by its solicitors and agents, Macleod
Dixon LLP

Per: _____

Howard A. Gorman

THIS IS EXHIBIT "E" REFERRED TO IN
THE AFFIDAVIT OF

Michael Coolen

SWORN BEFORE ME THIS 22 DAY
OF February A.D., 2009

Clay Purves
A COMMISSIONER FOR OATHS IN
AND FOR THE PROVINCE OF ALBERTA

CLAY PURVES
Barrister and Solicitor

CANADIAN SUPERIOR ENERGY INC. hereby:

- (a) consents to the enforcement by the Bank as a secured party of the security described in paragraph 2 above pursuant to Section 244(2) of the ***Bankruptcy and Insolvency Act*** (Canada);
- (b) consents to the secured party's (the Bank's) disposition of any or all collateral subject to the secured party's security immediately or otherwise as the secured party may determine in its sole discretion, without notice as required by the ***Personal Property Security Act*** (Alberta);

**CANADIAN SUPERIOR ENERGY INC. by
its duly authorized officer**

c/s

Per: _____
Authorized Signatory

SCHEDULE "A"

1. Demand Debenture
2. Guarantee
3. CWB GIC Collateral in support of the outstanding letters of credit

THIS IS EXHIBIT "F" REFERRED TO IN
THE AFFIDAVIT OF

Michael Coolen

SWORN BEFORE ME THIS 17 DAY

OF February 2009

OF _____ A.D.

A COMMISSIONER FOR OATHS IN
AND FIELD OFFICER ALBERTA

CLAY PURVES
Barrister and Solicitor



CANADIAN SUPERIOR
ENERGY INC.

For Immediate Release

February 17, 2009

Canadian Superior Receives Demand

CALGARY, ALBERTA, CANADA--(Marketwire – February 17, 2009) - - Canadian Superior Energy Inc. ("Canadian Superior", the "Company") (TSX:SNG) (NYSE Alternext US:SNG) advises that it has received a demand letter from the Canadian Western Bank ("Bank") for repayment of all amounts outstanding under Canadian Superior's \$45 million credit facility with the Bank by February 23, 2009. Canadian Superior is in discussions with the Bank to extend the time for repayment in order to provide for the orderly and timely repayment of the full credit facility to take advantage of approximately \$9 million of Western Canada minor asset sales scheduled for closing, \$9 million of tax refunds due to the Company, some of the proceeds of the recently announced major asset sale of interests in Trinidad and receipt of receivables. The Company is also in discussions with alternative lenders.

Canadian Superior Energy Inc. is a Calgary, Alberta, Canada based diversified global energy company engaged in the exploration and production of oil and natural gas, and liquefied natural gas ("LNG") projects, with operations offshore Trinidad and Tobago, offshore Nova Scotia, Canada, in Western Canada, in the United States and in North Africa. See Canadian Superior's website at www.cansup.com to review Canadian Superior's operations in Western Canada, offshore Trinidad and Tobago, Offshore Nova Scotia interests, in the USA and its North Africa interests. Canadian Superior has approximately 20,000 shareholders worldwide, including some of the top institutional shareholders in North America.

This news release contains forward-looking information, including estimates, projections, interpretations, prognoses and other information that may or relates to future production, resource potential and/or reserves, project start-ups and future capital spending. Forward-looking information contained in this news release is as of the date of this news release. The Company assumes no obligation to update and/or revise this forward-looking information "except as required by law". Actual results, estimates, projections, resource potential and/or reserves, interpretations, prognoses and/or estimated results could differ materially due to changes in project schedules, operating performance, demand for oil and gas, commercial negotiations or other technical and economic factors or revisions. This news release may contain the reference to the term "undiscovered natural gas resources", which are those quantities of natural gas estimated to be contained in accumulations yet to be discovered. There is no certainty that any portion of undiscovered resources (oil, natural gas, natural gas liquids or other hydrocarbons) will be discovered and that, if discovered, in this or any other discovery, the discovered resource may not be economically viable or technically feasible to produce.

Statements contained in this news release relating to future results, events and expectations are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements involve known and unknown risks, uncertainties, scheduling, re-scheduling and other factors which may cause the actual results, performance, estimates, projections, resource potential and/or reserves, interpretations, prognoses, schedules or achievements of the Corporation, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such statements. Such factors include, among others, those described in the Corporations' annual reports on Form 40-F or Form 20-F on file with the U.S. Securities and Exchange Commission.

For Further Information, please Contact:

Canadian Superior Energy Inc.
Suite 3200, 500 – 4th Avenue S.W.
Calgary, Alberta, Canada T2P 2V6
Investor Relations
Phone: (403) 294-1411
Fax: (403) 216-2374
www.cansup.com



THIS IS EXHIBIT "A" REFERRED TO IN THE AFFIDAVIT OF

Michael Coolen

SWORN BEFORE ME THIS 22 DAY

OF February A.D. 2009

Clay Purves
A COMMISSIONER FOR OATHS IN AND FOR THE PROVINCE OF ALBERTA

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Canadian Superior Energy Inc. (SNG-T)

Last: **0.460** Change: **0.000 (0.00%)** Volume: **301,403** 3:58 PM ET February 20, 2009

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CLAY PURVES
Barrister and Solicitor

[Quote](#) [Charting](#) [News](#) [Company Information](#) [Financials](#) [Price History](#)

30 Day Price History For SNG

Enter date to view previous 30 days of price history (mm/dd/yyyy):

| Date | Close | High | Low | Volume |
|-----------|-------|-------|-------|-----------|
| 2/20/2009 | 0.460 | 0.460 | 0.415 | 301,500 |
| 2/19/2009 | 0.460 | 0.465 | 0.370 | 773,400 |
| 2/18/2009 | 0.350 | 0.480 | 0.350 | 774,900 |
| 2/17/2009 | 0.470 | 0.650 | 0.450 | 1,106,600 |
| 2/13/2009 | 0.670 | 0.740 | 0.630 | 466,100 |
| 2/12/2009 | 0.640 | 1.050 | 0.510 | 1,742,200 |
| 2/11/2009 | 1.110 | 1.200 | 1.110 | 99,000 |
| 2/10/2009 | 1.180 | 1.250 | 1.150 | 50,800 |
| 2/9/2009 | 1.190 | 1.220 | 1.170 | 84,300 |
| 2/6/2009 | 1.190 | 1.190 | 1.130 | 47,700 |
| 2/5/2009 | 1.150 | 1.170 | 1.110 | 78,300 |
| 2/4/2009 | 1.160 | 1.190 | 1.140 | 202,400 |
| 2/3/2009 | 1.190 | 1.230 | 1.170 | 33,200 |
| 2/2/2009 | 1.180 | 1.180 | 1.160 | 67,800 |
| 1/30/2009 | 1.180 | 1.200 | 1.170 | 100,400 |
| 1/29/2009 | 1.180 | 1.200 | 1.160 | 79,800 |
| 1/28/2009 | 1.200 | 1.300 | 1.170 | 70,600 |
| 1/27/2009 | 1.180 | 1.240 | 1.180 | 11,500 |
| 1/26/2009 | 1.230 | 1.340 | 1.200 | 41,500 |
| 1/23/2009 | 1.210 | 1.360 | 1.210 | 79,400 |
| 1/22/2009 | 1.200 | 1.210 | 1.170 | 24,800 |
| 1/21/2009 | 1.180 | 1.220 | 1.150 | 37,600 |
| 1/20/2009 | 1.200 | 1.270 | 1.180 | 45,300 |
| 1/19/2009 | 1.300 | 1.300 | 1.180 | 20,100 |
| 1/16/2009 | 1.250 | 1.270 | 1.170 | 40,500 |
| 1/15/2009 | 1.220 | 1.300 | 1.190 | 69,300 |

| | | | | |
|-----------|-------|-------|-------|--------|
| 1/14/2009 | 1.250 | 1.280 | 1.250 | 28,800 |
| 1/13/2009 | 1.260 | 1.270 | 1.220 | 21,600 |
| 1/12/2009 | 1.280 | 1.350 | 1.230 | 46,800 |
| 1/9/2009 | 1.300 | 1.380 | 1.300 | 20,800 |

Historical Quote For SNG

Enter Date (mm/dd/yyyy):

02/20/2009

Get Quote

Friday, February 20, 2009

| | |
|----------------------|-----------|
| Closing Price | 0.460 |
| Open | 0.455 |
| High | 0.460 |
| Low | 0.415 |
| Volume | 301,500 |
| Split Adjusted Price | No splits |
| Adjustment Factor | No splits |

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QB Action No. 0901-02012
Appeal No. 0901-0048AC

**IN THE COURT OF APPEAL OF
ALBERTA**

BETWEEN:

BG INTERNATIONAL LIMITED

Plaintiff
(Respondent)

- and -

**CANADIAN SUPERIOR ENERGY
INC.**

Defendant
(Appellant)

AFFIDAVIT

Deponent: Michael Coolen
Date Sworn: February 22, 2009

BROWNLEE LLP
Barristers & Solicitors
2000 Watermark Tower
530 – 8th Avenue S.W.
Calgary, AB T2P 3S8

V. Philippe Lalonde
Phone: (403) 260-1465
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E-Mail: plalonde@brownleelaw.com

File No.: 76345.0023