

District of: Saskatchewan
 Division No. 01 - Regina
 Court No.
 Estate No. 22-2556909

Original Amended

Form 78
 Statement of Affairs (Business Proposal) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the matter of the proposal of
 Waterflood Production Systems Ltd.
 of the City of Estevan
 in the Province of Saskatchewan

To the debtor:

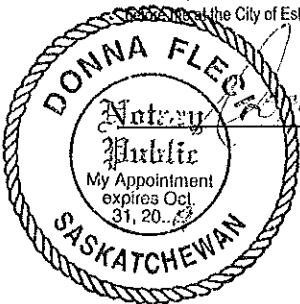
You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the filing of your proposal (or notice of intention, if applicable), on the 12th day of September 2019. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)		ASSETS (as stated and estimated by the officer)	
1. Unsecured creditors as per list "A"	11,556,164.99	1. Inventory	440,000.00
Balance of secured claims as per list "B"	0.00	2. Trade fixtures, etc.	0.00
Total unsecured creditors	11,556,164.99	3. Accounts receivable and other receivables, as per list "E"	
2. Secured creditors as per list "B"	759,470.00	Good	100,000.00
3. Preferred creditors as per list "C"	0.00	Doubtful	0.00
4. Contingent, trust claims or other liabilities as per list "D"	0.00	Bad	0.00
estimated to be reclaimable for		Estimated to produce	100,000.00
Total liabilities	12,315,634.99	4. Bills of exchange, promissory note, etc., as per list "F" ...	0.00
Surplus	NIL	5. Deposits in financial institutions	0.00
		6. Cash	0.00
		7. Livestock	0.00
		8. Machinery, equipment and plant	520,900.00
		9. Real property or immovable as per list "G"	0.00
		10. Furniture	0.00
		11. RRSPs, RRRIFs, life insurance, etc.	0.00
		12. Securities (shares, bonds, debentures, etc.)	0.00
		13. Interests under wills	0.00
		14. Vehicles	0.00
		15. Other property, as per list "H"	0.00
		If debtor is a corporation, add:	
		Amount of subscribed capital	0.00
		Amount paid on capital	0.00
		Balance subscribed and unpaid	0.00
		Estimated to produce	0.00
		Total assets	1,060,900.00
		Deficiency	11,254,734.99

I, Harvey King, of the City of Estevan in the Province of Saskatchewan, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 11th day of October 2019 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)

at the City of Estevan in the Province of Saskatchewan, on this 11th day of October 2019.



[Signature]

[Signature]
 Harvey King

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List "A"
 Unsecured Creditors

Waterflood Production Systems Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	660816 Albert Ltd.	PO Box 10749 RPO 10 Lloydminster AB T9V 3A8	146,647.32	0.00	146,647.32
2	ABSA	9410- 20th Ave Edmonton AB T6N 0A4	420.00	0.00	420.00
3	Apax	550, 407-2nd St SW Calgary AB T2P 2Y3	32,564.35	0.00	32,564.35
4	Applied Industrial	Box 307 Stn Main Saskatoon SK S7K 3L3	1,744.81	0.00	1,744.81
5	Assiniboine Coating Systems	1950 49th St E Brandon MB R7A 7R2	782.25	0.00	782.25
6	Auto Electric	1115 - 5th Street Estevan SK S4A 0Z3	223.23	0.00	223.23
7	Big Foot Metal Systems	Box 2013 Brooks AB T1R 1C7	367.50	0.00	367.50
8	Buffalo Inspection Services	3867 Roper Rd Edmonton AB T6B 3S5	3,901.28	0.00	3,901.28
9	Canadian Linen & Uniform Service - Regina	Box 1366 Regina SK S4P 3B8	2,406.38	0.00	2,406.38
10	Carlyle Collision & Painting	109 Railway Ave E Carlyle SK S0C 0R0	10,608.76	0.00	10,608.76
11	CVS Controls Ltd	3900 101 Street Edmonton AB T6E 0A5	7,509.00	0.00	7,509.00
12	Dave Heier C/O PSM Lawyers LLP	5009-47 Street Lloydminster SK S9V 0X9	6,296.47	0.00	6,296.47
13	David Heister	725 Sun Valley Drive Estevan SK S4A 2K1	6,296.47	0.00	6,296.47
14	Direct Energy Regulated Services	Box 2427 Edmonton AB T5J 2R4	1,937.10	0.00	1,937.10
15	Discovery Solutions	33, 3030 Sunridge Way NE Calgary AB T1Y 7K4	17,858.40	0.00	17,858.40
16	Enverus Business Automation	3404 25th St N.E Calgary AB T1Y 6C1	9.45	0.00	9.45
17	Esso Petroleum	Box 1700 Don Mills ON M3C 4J4	4,423.03	0.00	4,423.03
18	Estevan Meter Services	Box 355 Estevan SK S4A 2A4	1,006.08	0.00	1,006.08
19	Ferrey Group Holdings	Box 7138 Drayton Valley AB T7A 1S4	4,600.00	0.00	4,600.00
20	Fil-Trek	Bay #5, 7476 - 49th Avenue Red Deer AB T4P 1M2	30,030.00	0.00	30,030.00
21	Fountain Tire Ltd.- Edmonton Attn: Credit Department	301 1006 103A St West Edmonton AB T6W 2P6	1,614.58	0.00	1,614.58
22	Gardner Denver	Box 4488, Stn A Toronto ON M5W 4H1	164.28	0.00	164.28
23	GB Contract Inspection	Box 66 Estevan SK S4A 2A2	11,787.80	0.00	11,787.80
24	GFL Environmental	Box 1163 Estevan SK S4A 2H8	231.00	0.00	231.00

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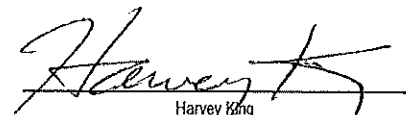
List "A"
 Unsecured Creditors

Waterflood Production Systems Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
25	Government of Finance - Manitoba	508 - 401 York Avenue Winnipeg MB R3C 0P8	130.00	0.00	130.00
26	House of Stationery	1217 - 4th Street Estevan SK S4A 0W8	236.67	0.00	236.67
27	Johnson Plumbing & Heating	1037 5th Street Estevan SK S4A 0Z3	459.90	0.00	459.90
28	K5 Water Supply	906 - 5th Street Estevan SK S4A 0Y9	142.50	0.00	142.50
29	Kendall's Auto Electric	Box 186 Estevan SK S4A 2A3	3,463.37	0.00	3,463.37
30	Kerr Machine Co.	Box 735 Sulphur OK 73086 USA	26,121.18	0.00	26,121.18
31	Kim Morrissey	Box 281 Beinfalt SK S0C 0M0	7,694.89	0.00	7,694.89
32	Kohaly, Elash & Ludwig	1312 - 4th Street Estevan SK S4A 0X2	1,395.00	0.00	1,395.00
33	L & L Engine & Compressor	Box 94596 Oklahoma City OK 73143 USA	344.38	0.00	344.38
34	Maniloulin Transport	1849 - 30th Street SW Medicine Hat AB T1B 4N6	140.47	0.00	140.47
35	McComb's Automotive	342 - 5th Street Estevan SK S4A 0X9	25,775.80	0.00	25,775.80
36	Midway Distributors	5402 - 44th Street Lloydminster AB T9V 0B4	367.30	0.00	367.30
37	Mr. G's Lock & Key	Box 148 Estevan SK S4A 2A2	134.98	0.00	134.98
38	Noble Design Group	2423 E Strathmore Place Regina SK S4V 0Z1	303.31	0.00	303.31
39	Percy H. Davis Ltd.	Box 90 North Portal SK S0C 1W0	53.33	0.00	53.33
40	Performance Pump Service	Box 250 Estevan SK S4A 2A3	1,935.12	0.00	1,935.12
41	Pinacle Stainless Steel	4665 Cousens St. Laurent QC H4S 1X5	9,824.97	0.00	9,824.97
42	PS Electric	Box 848 Estevan SK S4A 2A7	59,481.08	0.00	59,481.08
43	PS Electric	Box 848 Estevan SK S4A 2A7	10,707,000.00	0.00	10,707,000.00
44	Puroator Courier Ltd.	Box 4800 Station M Concord ON L4K 0K1	184.33	0.00	184.33
45	Quality Cutting Tools Inc.	620 56th St E Saskatoon SK S7K 8G5	9,043.32	0.00	9,043.32
46	Quik Pick Waste Disposal	Box 710 Lloydminster AB S9V 0Y7	126.79	0.00	126.79
47	Redneck Chain & Rigging	410 5th Ave Estevan SK S4A 1E4	139.61	0.00	139.61
48	Saskatchewan Workers' Compensation Board Attn: Manager- Administrative Services	200 - 1881 Scarth Street Regina SK S4P 4L1	1,260.00	0.00	1,260.00

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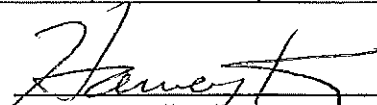
List "A"
 Unsecured Creditors

Waterflood Production Systems Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
49	SaskEnergy Incorporated Attn: Collections	900-1777 Victoria Ave Regina SK S4P 4K5	-5,081.05	0.00	-5,081.05
50	SaskPower Attn: Legal Desk	2025 Victoria Ave Regina SK S4P 0S1	153.64	0.00	153.64
51	Savvy Tech Computer	1110 Sinclair Bay Eslevan SK S4A 2M8	908.52	0.00	908.52
52	Signal Direct Communications	1-1254 7th St Eslevan SK S4A 2T3	120.99	0.00	120.99
53	Skylift Services Inc.	Box 1637 Eslevan SK S4A 2L7	12,997.77	0.00	12,997.77
54	Southern Bolt Supply	410 5th Ave Eslevan SK S4A 1E4	1,052.84	0.00	1,052.84
55	Southern Plains Co-Operative	826 4th St Eslevan SK S4A 0W1	471.83	0.00	471.83
56	Spartan Controls Ltd.	305 27th St SE Calgary AB T2A 7V2	14,507.17	0.00	14,507.17
57	Steam Est Industries	Box 127 Eslevan SK S4A 2A2	1,379.60	0.00	1,379.60
58	Swift Oilfield Supply	6205 97th St Edmonton AB T6E 3J5	55,150.23	0.00	55,150.23
59	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 1034-Marvin	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	9,713.72	0.00	9,713.72
60	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 2338 Brian	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	4,241.29	0.00	4,241.29
61	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 3293 Darla	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	1,631.10	0.00	1,631.10
62	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 3433 Dave	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	589.87	0.00	589.87
63	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 6695 Volker	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	9,763.02	0.00	9,763.02
64	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 6703 Darren	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	13,892.24	0.00	13,892.24
65	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 6794 Kelly	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	8,263.10	0.00	8,263.10
66	TD Canada Trust Visa Attn: CC&R Insolvency and Credit Counselling 6794 Kresten	4720 Tahoe Blvd, 3rd Flr, Bldg 1 Mississauga ON L4W 5P2	8,263.10	0.00	8,263.10
67	Technical Safety Authority Attn: Nasra Abdalla	Unit A - 2210 2nd Ave Regina SK S4R 8T3	1,402.82	0.00	1,402.82
68	Telus Communication	Box 7575 Vancouver BC V6B 8N9	175.24	0.00	175.24
69	Telus Mobility Services Attn: Rick Wen	8th Fl - 3777 Kingsway Burnaby BC V5H 3Z7	90.34	0.00	90.34

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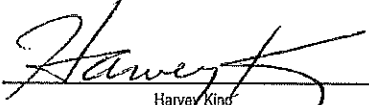
List "A"
 Unsecured Creditors

Waterflood Production Systems Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
70	Thirsty Bird Pumpjack	Box 1766 Estevan SK S4A 1C8	4,269.71	0.00	4,269.71
71	TS&M Supply	Box 28 Estevan SK S4A 2A2	230.01	0.00	230.01
72	Turnbull's Excavating	Box 788 Estevan SK S4A 2A6	357.98	0.00	357.98
73	Utex Industries Inc.	Box 901 Weimar TX 78962 USA	666.29	0.00	666.29
74	Varsteel	Box 1337 Estevan SK S4A 2K9	58,438.34	0.00	58,438.34
75	Wanner Holdings Ltd. Attn: Dorothy Wanner	Box 1460, #36 Highway 39E Estevan SK S4A 2L7	128,737.77	0.00	128,737.77
76	Waterflood Group Insurance		61,761.10	0.00	61,761.10
77	WCB Workers Compensation Board of Alberta Attn: Collection Department	PO Box 2415 Edmonton AB T5J 2S5	800.00	0.00	800.00
78	Wastron Pumps, Compressors	Bay3, 3600 21st Street NE Calgary AB T2E 6V6	2,604.85	0.00	2,604.85
79	Wolseley Canada Attn: Tax Department	880 Laurentian Drive Burlington ON L7N 3V6	9,021.23	0.00	9,021.23
80	Xerox Canada Attn: Chantal Maillet	Box 4539 Postal Station A Toronto ON M5W 4P5	402.49	0.00	402.49
Total:			11,556,164.99	0.00	11,556,164.99

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List "B"
 Secured Creditors

Waterflood Production Systems Ltd.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	CRA - Tax - Pacific	Surrey National Verification and Collection Centre 9755 King George Blvd Surrey BC V3T 5E1	603,470.00	Business Assets - Stock In Trade - Inventory Debts Due - Business - Accounts Receivable. Business Assets - Machinery - Computer Equipment Business Assets - Machinery - Construction Equipment Business Assets - Machinery - Manufacturing Equipment Business Assets - Machinery - Office Equipment Business Assets - Machinery - Rental Equipment Business Assets - Machinery - Safety Equipment Business Assets - Machinery - Shop Equipment Business Assets - Machinery - Vehicles		503,470.00 100,000.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00		
2	Davey Crocket Investments	Box 1490 Estevan SK S4A 2L7	156,000.00	Business Assets - Stock In Trade - Inventory Business Assets - Machinery - Manufacturing Equipment Business Assets - Machinery - Rental Equipment Business Assets - Machinery - Construction Equipment Business Assets - Machinery - Shop Equipment Business Assets - Machinery - Vehicles Business Assets - Machinery - Office Equipment Business Assets - Machinery - Computer Equipment Business Assets - Machinery - Safety Equipment Debts Due - Business - Accounts Receivable.		156,000.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00	808,153.55 187,602.46 130,904.96 78,223.83 73,285.36 47,657.09 5,356.47 3,213.39 1,923.93	
Total:			759,470.00			759,470.00	1,336,321.04	0.00

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List "C"
Preferred Creditors for Wages, Rent, etc.

Waterflood Production Systems Ltd.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

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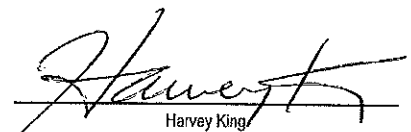
List "D"
Contingent or Other Liabilities

Waterflood Production Systems Ltd.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
			Total:	0.00	0.00	

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List "E"
 Debts Due to the Debtor

Waterflood Production Systems Ltd.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1	Accounts Receivable.			100,000.00 0.00 0.00			100,000.00	
Total:				100,000.00 0.00 0.00			100,000.00	

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List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

Waterflood Production Systems Ltd.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
				Total: 0.00		0.00	

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List "G"
Real Property or Immovables Owned by Debtor

Waterflood Production Systems Ltd.

Description of property	Nature of debtor interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total:			0.00		0.00

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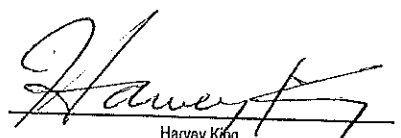
List "H"
 Property

Waterflood Production Systems Ltd.
 FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade		Inventory	1,467,623.65	440,000.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant		Manufacturing Equipment	167,602.46	185,000.00
		Shop Equipment	73,285.36	73,000.00
		Construction Equipment	78,223.63	78,000.00
		Safety Equipment	1,923.93	1,900.00
		Vehicles	47,657.09	47,000.00
		Rental Equipment	130,904.96	130,000.00
		Computer Equipment	3,213.39	1,000.00
		Office Equipment	5,356.47	5,000.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other			0.00	0.00
		Leasehold Improvements	94,865.77	0.00
Total:				960,900.00

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