

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL CENTRE 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 *DARIAN RESOURCES LTD.*;**

**AND IN THE MATTER OF *BOWVIEW PETROLEUM INC.***

BEFORE THE HONOURABLE	)	AT THE CALGARY COURT CENTRE,
	)	IN THE CITY OF CALGARY, IN THE
MADAM JUSTICE B.E.C. ROMAINE	)	PROVINCE OF ALBERTA, ON
	)	FRIDAY, THE 4TH DAY OF JUNE, 2010
IN CHAMBERS	)	
	)	
	)	

**APPROVAL AND SEALING ORDER**

**UPON THE APPLICATION** of Darian Resources Ltd. (“Darian”) and Bowview Petroleum Inc. (“Bowview”) (collectively the “Applicants”); **AND UPON** having read the Affidavit of Grant A. Bartlett sworn on June 1, 2010 (the “Bartlett Affidavit”); **AND UPON** having read the Confidential Affidavit of Grant A. Bartlett sworn on June 1, 2010 (the “Confidential Affidavit”); **AND UPON** hearing counsel for the Applicants;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

1. The style of cause of the within action is hereby amended to read as follows:

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

**AND IN THE MATTER OF DARIAN RESOURCES LTD.**

**AND IN THE MATTER OF BOWVIEW PETROLEUM INC.**

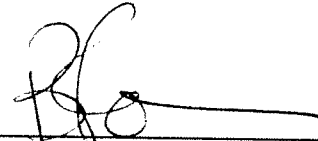
**AND IN THE MATTER OF SECTION 193 OF THE ALBERTA *BUSINESS  
CORPORATIONS ACT*, R.S.A. 2000, c. B-9**

**AND IN THE MATTER OF A PROPOSED ARRANGEMENT INVOLVING  
DARIAN RESOURCES LTD., BOWVIEW PETROLEUM INC., BIDCO, AND  
HOLDERS OF COMMON SHARES OF DARIAN RESOURCES LTD.**

2. The Confidential Affidavit shall immediately be sealed by the Clerk of the Court, kept confidential and not form part of the public record, and shall not be available for public inspection unless and until otherwise ordered by this Court, upon seven days' notice to all interested parties.
3. The Clerk of the Court is hereby directed to place the sealed Confidential Affidavit separate and apart from all other contents of the Court file in a sealed envelope attached to a notice that sets out the title of these proceedings, the aforementioned description of the documents contained therein, and a statement that the contents of this envelope are sealed pursuant to this Order.
4. The Arrangement Agreement dated May 28, 2010 (the "Arrangement Agreement") between Darian and the confidential purchaser ("Bidco") attached as Exhibit "A" to the Confidential Affidavit and the transactions contemplated by the Arrangement Agreement are hereby approved.
5. The payment of liquidated damages to Bidco in the circumstances contemplated by the Arrangement Agreement is hereby approved, and Bidco is granted a charge over all of the assets, property and undertaking of Darian, immediately subordinate in priority to the security held by SJ Capital Corp., S.P.L.H. Investments Ltd., Julmar Holdings Ltd., and Shawna Estates Ltd. and creditors who have proved secured claims in the CCAA process,

and otherwise ranking in priority to all other security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any person, to secure payment of the liquidated damages to Bidco.

6. The Applicants shall serve, by courier, facsimile transmission, electronic or ordinary post, a copy of this Order on all parties present at this application and on all parties who receive notice of this application who are presently on the service list established in these proceedings.



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J.C.C. Q.B.A.

ENTERED this 7 day of  
June, 2010.

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K. MCAUSLAND  
Clerk of the Court

COURT  
SEAL

No: 1001-02216

2010

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IN THE COURT OF QUEEN'S BENCH OF ALBERTA  
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IN THE MATTER OF THE  
*COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF  
DARIAN RESOURCES LTD.;

AND IN THE MATTER OF BOWVIEW  
PETROLEUM INC.

CLERK OF THE COURT  
JUN - 7 2010  
CALGARY, ALBERTA

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**APPROVAL AND SEALING ORDER**

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