

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,
)	
MADAM JUSTICE B.E.C. ROMAINE)	IN THE CITY OF CALGARY, IN THE
)	
IN CHAMBERS)	PROVINCE OF ALBERTA, ON FRIDAY,
)	
)	THE 19 th DAY OF FEBRUARY, 2010

I hereby certify this to be a true copy of
the original order
Dated this 22 day of Feb 2010
[Signature]
for Clerk of the Court

ORDER

UPON the application of Darian Resources Ltd. ("Darian") and Bowview Petroleum Inc. ("Bowview") (the "Applicants"), **AND UPON** having read the Pleadings and Affidavits filed in this matter; **AND UPON** hearing counsel for the Applicants, Alberta Treasury Branches, the Shaw group, and other counsel present; **IT IS HEREBY ORDERED AND DECLARED THAT:**

SERVICE

1. The time for service of the notice of application for this order is hereby abridged, this application is properly returnable today, and any further service of notice of this application is hereby dispensed with.

STAY EXTENSION

2. The Stay Period, as defined in the Initial Order granted in this action on February 12, 2010 (the "Initial Order"), is hereby extended up to and including March 17, 2010;

MONITOR'S POWERS

3. Paragraph 41 of the Initial Order is hereby expanded to authorize the Monitor to release funds in excess of \$500,000 from the MCC Funds (as defined in paragraph 40 of the Initial Order) at the Applicants' request for payments of any amounts which the Applicants are permitted to pay in accordance with the terms of the Initial Order, including any amounts secured by the Administration Charge, provided the Monitor is satisfied such request is reasonable and appropriate.

RETAINERS

4. The Applicants and the Monitor are hereby authorized to pay from the MCC Funds to the Monitor and its counsel a total retainer in the amount of \$50,000, to the Applicants' counsel a retainer in the amount of \$100,000, and to counsel to the Independent Committee a retainer in the amount of \$50,000.

BANK ACCOUNTS

5. The Applicants are hereby authorized to open a new banking account with Alberta Treasury Branches ("ATB"), ~~provided ATB is prepared to agree not to apply set-off to any funds deposited into such account, or, alternatively, with any chartered Canadian bank~~ (the "New Account"). fr
6. Paragraph 41 of the Initial Order is hereby amended to authorize the Monitor to pay the MCC Funds into the New Account.
7. The Monitor is hereby authorized, until the New Account is operable, to make payments authorized by the Initial Order and by this Order directly from the MCC Funds held by the Monitor.

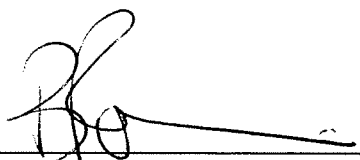
SCOLLARD SHARES

8. Darian is hereby authorized to immediately sell all of the shares of Scollard Energy Inc. (the "Scollard Shares") that it owns, being 2,050,712 shares, for a purchase price of not less than \$2 per share. Darian is directed to offer the Scollard Shares to Darian's shareholders on a pro rata basis provided that unless payment is received from a shareholder within 3 days from the date the offer is made, Darian will be at liberty to sell the remaining Scollard Shares to any of the other shareholders or to one or more investment firms involved in the private placement of the Scollard Shares currently being conducted, provided that, in all cases, the Monitor consents in writing to any such sales.

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9. Darian is hereby authorized and directed to deposit the proceeds of any sale of the Scollard Shares into the New Account. Such proceeds will not be used by the Applicants or otherwise *disbursed* without *further Order* ~~consent~~ of the Court.

BT



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

ENTERED this 22 day of
February, 2010.

K. MCAUSLAND 
Clerk of the Court

No: 1001-02216

2010

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PETROLEUM INC.

ORDER

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