

MAR 12 2015

ENTERED

NO. B-140893  
ESTATE NO.: 11-1879440  
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA  
IN BANKRUPTCY AND INSOLVENCY

IN THE MATTER OF THE PROPOSAL OF  
NEWGEN HARRISON DEVELOPMENT INC.

ORDER MADE AFTER APPLICATION

BEFORE ) THURSDAY, THE 12<sup>TH</sup>  
 )  
*Master MacNaughton* ) DAY OF MARCH, 2015

THE WITHOUT NOTICE APPLICATION The Bowra Group Inc. in its capacity as Proposal Trustee of Newgen Harrison Development Inc. (the “**Proposal Trustee**”) coming on for hearing at Vancouver, British Columbia, on this date; AND ON HEARING Sarah J. Nelligan, counsel for the Trustee and no one appearing on behalf of any other interested parties, AND UPON READING the material filed herein, including the Report of Trustee on Proposal filed herein on February 16, 2015 (the “**Trustee’s Report**”), and Proposal attached as Exhibit “A” to the Trustee’s Report (the “**Proposal**”):

THIS COURT ORDERS and DECLARES that:

1. Paragraph 1 of the Order pronounced Monday March 9, 2014, be amended by deleting after the words “annexed hereto” words “is hereby approved” and replacing those words with “(including the settlements, compromises, arrangements, reorganizations, corporate transaction and releases set out therein) be and is hereby approved pursuant to the provisions of the BIA and, as at the Implementation Date (defined therein), will be effective and will enure to the benefit of and be binding upon Newgen and all other Persons (defined therein) named or referred to therein or in the Approval Order (defined therein)”, so that Paragraph 1 reads as follows:
  - (a) “The said Proposal contained in the paper writing marked as Schedule “A” annexed hereto, (including the settlements, compromises, arrangements, reorganizations,

corporate transaction and releases set out therein) be and is hereby approved pursuant to the provisions of the BIA and, as at the Implementation Date (defined therein), will be effective and will enure to the benefit of and be binding upon Newgen and all other Persons (defined therein) named or referred to therein or in the Approval Order (defined therein).”

2. The Order pronounced Monday March 9, 2014, be amended by adding the following paragraphs after Paragraph 1:

“2. The Proposal Trustee is hereby authorized and directed to take all actions and steps necessary or appropriate to implement and complete the Proposal including making all payments and distributions required to be made pursuant to the Proposal.

3. The releases contemplated by Section 6.3 of the Proposal be and are hereby confirmed.

4. The bankruptcy of Newgen shall be annulled as of, but not before, the Annulment Date (as defined in the Proposal).

5. Any transfers, assignments or other conveyances in respect of the Proposal to be registered at any Land Title Office or any other government agency shall be deemed to be validly executed if signed in the following manner:

The Bowra Group Inc. in its  
capacity as Proposal Trustee of  
Newgen Harrison Development  
Inc.

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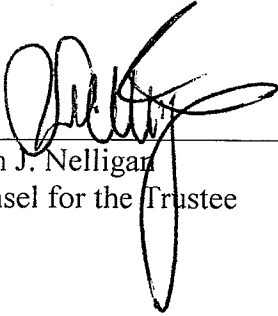
Per: Authorized Signatory

6. Nothing herein or in the Proposal shall affect the statutory duties or powers of the Minister of National Revenue pursuant to any statute.

7. THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunal, regulatory or administrative bodies to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, regulatory and administrative bodies are hereby respectfully

requested to make such orders and to provide such assistance to the Proposal Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Proposal Trustee in any foreign proceeding, or to assist the Proposal Trustee and its agents in carrying out the terms of this Order.”

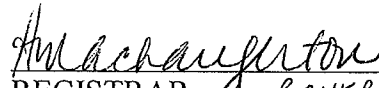
THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



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Sarah J. Nelligan  
Counsel for the Trustee

BY THE COURT



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REGISTRAR IN BANKRUPTCY



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Attention: Sarah J. Nelligan