



NO. S-138873
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT
OF ARTHON INDUSTRIES LIMITED, ARTHON CONTRACTORS INC.,
ARTHON EQUIPMENT LTD., COALMONT ENERGY CORP.,
ROBEKA PROJECTS INC. AND 0755049 B.C. LTD.

PETITIONERS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE
MR. JUSTICE SEWELL

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THURSDAY, THE 8TH DAY OF
MAY, 2014

THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia, on the 8th day of May, 2014; AND ON HEARING Mary I.A. Buttery and H. Lance Williams, counsel for the Petitioners, and those other counsel listed on Schedule "A" hereto; AND UPON READING the material filed herein;

THIS COURT ORDERS THAT:

1. The Settlement Agreement and Mutual Release dated May 7, 2014 (the "**Agreement**") among Coalmont Energy Corp. ("**Coalmont**"), Arthon Industries Limited ("**Industries**") and Vitol Inc. ("**Vitol**") be and is hereby approved. Coalmont and Industries are hereby authorized and directed to enter into the Agreement and perform their obligations thereunder.
2. The stay of proceedings granted in the within proceedings (the "**Stay**") pursuant to the Initial Order made November 29, 2013 (as subsequently extended and amended) (the "**Initial Order**") is lifted solely to permit:

- (a) the termination of the Coal PSA (as defined in the Agreement);
 - (b) the settlement and release of claims among the parties as contemplated in the Agreement; and
 - (c) such other steps as may be necessary by Coalmont and Industries to complete their obligations pursuant to the Agreement.
3. Other than as set out in paragraph 2 above, the Stay and all relief granted in the Initial Order remains in effect, unamended.
4. THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunal, regulatory or administrative bodies, including any Court or administrative tribunal of any Federal or State Court or administrative body in the United States of America, 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 Petitioners and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Petitioners and the Monitor and their respective agents in carrying out the terms of this Order.
5. Endorsement of this Order by counsel appearing, other than counsel for the Petitioners, is hereby dispensed with.

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:



Davis LLP (Mary I.A. Buttery and H. Lance Williams)
Counsel for the Petitioners

BY THE COURT



REGISTRAR



SCHEDULE "A"

Counsel List	
Name	Party Represented
John Sandrelli and Jordan Schultz	Vitol Inc.
Magnus Verbrugge	Callidus Capital Corporation
John Grieve	HSBC Bank Canada
Aaron Welch and Kevin Gillese	Her Majesty the Queen in Right of British Columbia
Neva Beckie & DARREN McLEOD	Her Majesty the Queen in Right of Canada
Doug Harrison	Canvest Communications and S. Dimond
Scott Turner	Guy Ferrari
John Fiddick	Intact Insurance
Peter Rubin	Alvarez & Marsal Canada Inc., the Monitor

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