

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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)  
)

WEDNESDAY, THE 7<sup>TH</sup> DAY OF  
JANUARY, 2015

THE APPLICATION of Arthon Industries Limited, Arthon Equipment Ltd., Coalmont Energy Corp., Robeka Projects Inc. and 0755049 B.C. Ltd. ("**075**" and collectively the "**Remaining Petitioners**") coming on for hearing at Vancouver, British Columbia, on the 7<sup>th</sup> day of January, 2015; AND ON HEARING H. Lance Williams, counsel for the Remaining Petitioners, and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed herein;

THIS COURT ORDERS THAT:

1. The time for service of the Notice of Application herein be and is hereby abridged and the Notice of Application is properly returnable today and service thereof upon any person other than those on the Service List be and is hereby dispensed with.
2. Any capitalized terms not otherwise defined in this Order shall have the meanings given to them in the Claims Procedure Order pronounced in this proceeding October 30, 2014 (the "**Claims Procedure Order**").
3. The determination of Allowed Claims in accordance with the Claims Procedure Order shall be final and binding on 075 and all Affected Creditors.

4. Without limiting the provisions of the Claims Procedure Order, an Affected Creditor that did not file a Proof of Claim by the Claims Bar Date or otherwise in accordance with the provisions of the Claims Procedure Order, whether or not such Affected Creditor received direct notice of the claims process established by the Claims Procedure Order, shall be and is hereby forever barred from making any Claim against 075, and such Affected Creditor's Claim shall be and is hereby forever barred and extinguished.
5. Subject to further order of the Court, the Administration Charge and the DIP Lender's Charge (each as defined in the Initial Order, as amended, and collectively the "**CCAA Charges**") shall continue in effect as against 075 until all obligations secured thereby are either (i) paid in full or (ii) otherwise secured, satisfied or arranged on terms acceptable to 075 and the beneficiaries of the CCAA Charges. The CCAA Charges in relation to the other Petitioners are unaffected by this Order.
6. The Monitor is hereby discharged and released from its duties in relation to 075.
7. The actions and conduct of the Monitor in the CCAA Proceedings in relation to 075 only are hereby approved. In addition to the rights and protections afforded the Monitor under the CCAA, the Initial Order, and as an officer of this Court, the Monitor shall incur no liability or obligation whatsoever as a result of its appointment, the carrying out of its duties or obligations in the CCAA Proceedings in relation to 075, save and except any claim or liability arising out of fraud, willful misconduct or gross negligence on the part of the Monitor.
8. No action or other proceeding shall be commenced against the Monitor in any way arising from or related to its capacity or conduct as Monitor in the CCAA Proceedings in relation to 075 except with prior leave pursuant to an order of this Court made on prior written notice to the Monitor and such further order may provide security for costs, including if the Court so determines, the full costs and disbursements of the Monitor in connection with any proposed action or proceedings.
9. 075 is hereby discharged and released from the CCAA Proceedings.
10. Endorsement of this Order by counsel appearing, other than counsel for the Remaining Petitioners, is hereby dispensed with.

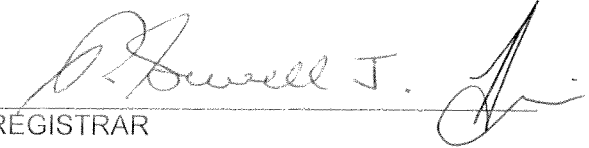

THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunal, regulatory or administrative bodies, including any Court or administrative tribunal of any Federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary 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 075 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 075 and the Monitor and their respective 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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Davis LLP (H. Lance Williams)  
Counsel for the Remaining Petitioners

BY THE COURT

  
\_\_\_\_\_  
REGISTRAR  


## SCHEDULE "A"

Counsel List	
Name	Party Represented
Peter Bychawski	Alvarez & Marsal Canada Inc., the court-appointed Monitor

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