

NO. S091670
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

- AND -

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985 c. C-44

- AND -

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

- AND -

IN THE MATTER OF
REDCORP VENTURES LTD.
and REDFERN RESOURCES LTD.

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
MR JUSTICE BURNYEAT) THURSDAY, THE 17TH DAY
) OF NOVEMBER, 2016
)

ON THE APPLICATION of Alvarez & Marsal Canada Inc., in its capacity as Court-appointed Interim Receiver and Receiver (the "Receiver") of the assets, undertakings and properties of Redcorp Ventures Ltd. ("Redcorp") and Redfern Resources Ltd. ("Redfern" and collectively with Redcorp, the "Companies") coming on for hearing at 800 Smithe Street, Vancouver, British Columbia, on Monday, December 14, 2015; AND ON HEARING Mary I.A. Buttery, counsel for the Receiver, and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed herein including the Eleventh Report of the Receiver dated October 5, 2016 (the "**Eleventh Report**");

THIS COURT ORDERS THAT:

1. the Receiver is authorized to pay the sum of \$122,000, in addition to what other amounts it may have in its possession for distribution upon the completion of its mandate herein, to CIBC Mellon Trust Company in partial satisfaction of the security held by the Note Holders (as defined in the Eleventh Report) in respect of assets being administered by the Receiver.

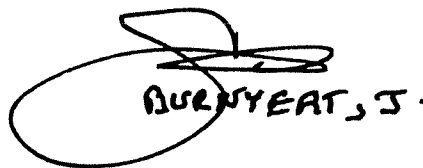
2. The fees and disbursements of the Receiver and its counsel, as set out in the Eleventh Report, are approved.
3. Approval of this Order by counsel appearing, other than counsel for the Receiver, is hereby dispensed with.

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, including without limitation the United States Bankruptcy Court for the Western District of Washington, 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 Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order and to assist the Receiver 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:



DLA Piper (Canada) LLP (Mary I.A. Buttery)
Counsel for Alvarez & Marsal Canada Inc.,
Receiver of Redcorp Ventures Ltd. and
Redfern Resources Ltd.



BURNEYEAT, J.

BY THE COURT



REGISTRAR

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SCHEDULE "A"

LIST OF COUNSEL

NAME	PARTY REPRESENTED
Natalie Renner	GMP Investment Management LP, Sandelman Partners, LP, Whitebox Advisors, LLC and VR Global Partners, LP