

**IN THE COURT OF QUEEN'S BENCH OF ALBERTA
JUDICIAL CENTER OF CALGARY**

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

*I hereby certify this to be a true copy of
the original Order
Dated this 2 day of July, 2010
B. E. C. Romaine
for Clerk of the Court*

**AND IN THE MATTER OF DARIAN RESOURCES LTD.;
AND IN THE MATTER OF BOWVIEW PETROLEUM INC.**

**AND IN THE MATTER OF SECTION 193 OF THE
ALBERTA BUSINESS CORPORATIONS ACT, R.S.A. 2000, c. B-9**

**AND IN THE MATTER OF A PROPOSED ARRANGEMENT INVOLVING DARIAN
RESOURCES LTD., BOWVIEW PETROLEUM INC., BIDCO, AND HOLDERS OF
COMMON SHARES OF DARIAN RESOURCES LTD.**

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 2ND DAY OF JULY, 2010
)
)
)

FINAL ORDER

UPON THE APPLICATION (the "Application") of Darian Resources Ltd. ("Darian") and Bowview Petroleum Inc. ("Bowview") (collectively the "Darian Group") for an order that the proposed arrangement (the "Arrangement") pursuant to the Arrangement Agreement (the "Arrangement Agreement") dated May 28, 2010 (being Exhibit "A" to the Confidential Affidavit of Grant A. Bartlett sworn June 7, 2010), involving the Darian Group, the Security Holders of Darian and a confidential bidder ("Bidco"), be approved by this Court pursuant to section 193(9) of the Alberta *Business Corporations Act* (the "ABCA"); **AND UPON** reading the Notice of Motion (Approving Arrangement Agreement) filed June 1, 2010 by the Darian Group, the Affidavit of Grant Aulden Bartlett sworn June 1, 2010, the Interim Order of this Honourable Court dated June 4, 2010 (the "Interim Order"), the Affidavit of Grant Aulden Bartlett sworn

June 29, 2010 and the affidavit of Kelly A. Rigeby sworn June 29, 2010; **AND UPON** hearing counsel for the Darian Group, the Monitor, and counsel present for other interested parties; **AND UPON** being satisfied that the Darian Group has substantially complied with the provisions of the Interim Order; **AND UPON** being advised that no Notices of Intention to Appear have been filed with respect to the Application; **AND UPON** being satisfied that all the shareholders of Darian have executed the Arrangement Resolution and that the Option Holders of Darian have consented to either exercise or cancel their Options;

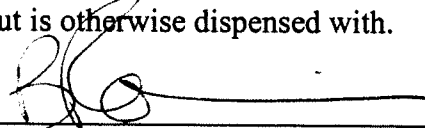
AND UPON IT APPEARING that it is impracticable to effect the transactions contemplated by the Arrangement under any other provision of the ABCA;

AND UPON BEING satisfied based upon evidence presented that the terms and conditions of the Arrangement and the procedures relating thereto are fair and reasonable to the security holders of Darian and that the Arrangement ought to be approved:

IT IS HEREBY ORDERED AND DIRECTED THAT:

1. The Plan of Arrangement proposed by Darian and Bidco, in the form attached as Schedule "A" to the Arrangement Agreement, is hereby approved under Section 193 of the ABCA and the Arrangement will, upon filing of the Articles of Arrangement under the ABCA, become effective in accordance with its terms and be binding on the shareholders of Darian, the Darian Group, Bidco and all other affected persons on and after the Effective Date as defined in the Arrangement Agreement;
2. The terms and conditions of the Arrangement, and the procedures relating thereto, are fair and reasonable, substantively and procedurally, to the shareholders of Darian and to all other affected parties;
3. The Articles of Arrangement in respect of the Arrangement shall be filed pursuant to the provisions of Section 193 of the ABCA and of the Arrangement Agreement, provided that if they are not filed and the Effective Date has therefore not occurred on or before July 31, 2010, subject to any permitted extensions under the Arrangement Agreement, Darian and Bidco are entitled to terminate the Arrangement;

4. Service of notice of the Application, the Notice in respect of the Meeting, and the Interim Order is hereby deemed good and sufficient;
5. Service of this Final Order shall be made on all such persons who appeared on the Application, either by counsel or in person, but is otherwise dispensed with.



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

ENTERED this 2 day of
July, 2010. K. MCAUSLAND



Clerk of the Court

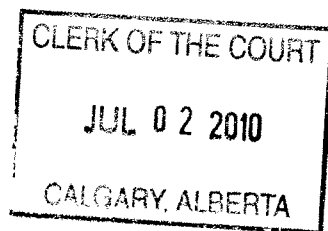
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FINAL ORDER



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