

Action No. 1001-02216

IN THE COURT OF QUEEN'S BENCH OF ALBERTA  
JUDICIAL DISTRICT OF CALGARY

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

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

INSTRUMENT OF PROXY

MEETING OF CREDITORS OF DARIAN RESOURCES LTD. AND BOWVIEW  
PETROLEUM INC. (collectively the "Darian Group") to be held pursuant to an Order of the  
Alberta Court of Queen's Bench (the "Court") in connection with the Darian Group's Plan of  
Compromise and Arrangement under the *Companies' Creditors Arrangement Act* (the "Plan") on  
**Monday, June 28, 2010 at 10:00 a.m.** in the offices of:

Borden Ladner Gervais LLP,  
1000, 400 Third Avenue S.W.,  
Calgary, Alberta T2P 4H2

and at any adjournment thereof.

*Before completing this Instrument of Proxy, please read carefully the instructions accompanying  
this Instrument of Proxy for information respecting the proper completion and return of this  
Instrument of Proxy.*

**THIS INSTRUMENT PROXY MUST BE COMPLETED AND SIGNED BY THE  
CREDITOR AND PROVIDED TO THE MONITOR, HARDIE & KELLY INC., BY 5:00  
P.M. (MDT) ON THE COURT DATE PRIOR TO THE MEETING OR WITH THE  
CHAIR PRIOR TO THE COMMENCEMENT OF THE MEETING OR ANY  
ADJOURNMENT THEREOF IF ANY PERSON ON SUCH CREDITOR'S BEHALF IS  
TO ATTEND THE MEETING AND VOTE ON THE PLAN OR IF SUCH CREDITOR  
WISHES TO APPOINT AN OFFICER OF THE MONITOR TO ACT AS SUCH  
INSTRUMENT OF PROXY.**

**THE UNDERSIGNED CREDITOR** hereby revokes all proxies previously given and nominates, constitutes and appoints \_\_\_\_\_ or, if no person is named, Marc Kelly of Hardie & Kelly Inc. in its capacity as Monitor, or such other representative of the Monitor as the Monitor may designate, as nominee of the undersigned Creditor, with full power of substitution, to attend on behalf of and act for the undersigned Creditor at the Meeting of Creditors of the Darian Group to be held in connection with the Plan and at any and all adjournments thereof, and to vote the amount of the undersigned Creditor's Affected Claims for voting purposes as determined pursuant to the Creditors' Meeting Order, the Claims Process, the Plan, the CCAA and any further order of the Court as follows:

A. (mark one only):

**VOTE FOR approval of the Plan; or**

**VOTE AGAINST approval of the Plan**

-and-

B. vote at the nominee's discretion and otherwise act for and on behalf of the undersigned Creditor with respect to any amendments or variations to the Plan and to any other matters that may come before the Meeting of Creditors of the Darian Group any adjournment thereof.

**DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2010.**

\_\_\_\_\_  
Print Name of Creditor

\_\_\_\_\_  
Signature of Creditor (if the Creditor is a corporation,  
signature of an authorized signing officer of the corporation)

\_\_\_\_\_  
Title of the authorized signing officer of the corporation, if applicable

\_\_\_\_\_  
Mailing address of the Creditor

\_\_\_\_\_  
Phone number of the Creditor

## INSTRUCTIONS FOR COMPLETION OF PROXY

1. Each Creditor who has a right to vote at the Creditors' Meeting has the right to appoint a person (who need not be an Creditor) to attend, act and vote for and on behalf of such Creditor and such right may be exercised by inserting in the space provided the name of the person to be appointed. **If no name has been inserted in the space provided, the Creditor will be deemed to have appointed Marc Kelly of the Monitor (or such other representative of the Monitor as the Monitor may designate) as the Creditor's proxy holder.**
2. **If an officer of Hardie & Kelly Inc. is appointed or is deemed to be appointed as proxy holder and the Creditor fails to indicate on this ordinary creditors' proxy a vote for or against approval of the Plan, this instrument of proxy will be voted FOR approval of the Plan.**
3. If this instrument of proxy is not dated in the space provided, it will be deemed to be dated on the date it is received by the Monitor.
4. This instrument of proxy must be signed by the Creditor or by the Creditor's attorney duly authorized in writing or, if the Creditor is a corporation, by a duly authorized officer or attorney of the corporation with an indication of the title of such officer or attorney.
5. Valid proxies bearing or deemed to bear a later date will revoke this ordinary creditors' proxy. If more than one valid proxy for the same Creditor and bearing or deemed to bear the same date are received with conflicting instructions, such proxies will be treated as disputed proxies and will not be counted.
6. This instrument of proxy should be sent to the Monitor by delivery or facsimile at the address set out below so that it is received by the Monitor no later than 5:00 p.m. (MDT) on June 25, 2010.

Hardie & Kelly Inc.  
Court Appointed Monitor  
206, 5800 – 2<sup>nd</sup> Street SW  
Calgary, Alberta T2H 0H2  
Attention: Marc Kelly  
Telephone: (403) 252-1766  
**Fax: (403) 640-0591**