



COURT FILE NUMBER 1639 of 2015

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN

JUDICIAL CENTRE SASKATOON

PLAINTIFF GOLDEN OPPORTUNITIES FUND INC.

01 04/18/2016 12:29 045800 PLU
ORDER/JUDGE 20.00
CLERK 1

DEFENDANTS PHENOMENOME DISCOVERIES INC. and
PHENOMENOME LABORATORY SERVICES INC.

IN THE MATTER OF THE RECEIVERSHIP OF PHENOMENOME DISCOVERIES INC. AND
PHENOMENOME LABORATORY SERVICES INC.

ORDER
(Approval of Sales Process, KERP and Receiver's Borrowing Charge)

Before the Honourable Mr. Justice B.J. Scherman in Chambers the 15 day of April, 2016.

Upon the application of Ryan Zahara, counsel on behalf of the receiver and manager, FTI Consulting Canada Inc. (the "**Receiver**"), and on hearing from Ryan Zahara on behalf of the Receiver, Jeff Lee, counsel to Golden Opportunities Fund Inc. and Allen Morris, counsel for Yolbolsum Canada Inc., and on reading the Notice of Application on behalf of the Receiver filed on April 8, 2016, the First Report of the Receiver (the "**First Report**") filed on April 8, 2016, and the pleadings and proceedings herein;

The Court Orders:

THE SALES PROCEDURES

1. The hearing for approval of the sales procedures (the "**Sales Procedures**") outlined in paragraphs 38 to 52 of the First Report is hereby adjourned to Tuesday, April 26 at 1:00 p.m. Counsel for the Receiver is hereby given leave to attend the hearing for approval of the Sales Procedures by teleconference.

KEY EMPLOYEE RETENTION PLAN

2. The key employee retention plan described at paragraphs 54 and 55 of the First Report (the "**KERP**") is hereby approved and given full force and effect in accordance with its terms, and the Receiver is hereby directed to make the payments provided thereunder up to an aggregate amount of \$266,640, when due.

INCREASE TO THE RECEIVER'S BORROWING CHARGE

3. The amount the Receiver is permitted to borrow pursuant to paragraph 23 of the Receivership Order, shall be hereby increased from \$400,000 to \$800,000.

MISCELLANEOUS

4. The actions, conduct and activities of the Receiver to date, as outlined in the First Report are hereby authorized and approved.

5. The Receiver's Interim Statement of Receipts and Disbursements for the period from February 25, 2016 to March 31, 2016 as set out in the First Report is hereby approved.

SEALING

6. The Confidential Appendix I to the First Report shall be sealed on the Court file.

ISSUED at the City of Saskatoon, in the Province of Saskatchewan, this 15 day of April, 2016.



Deputy Local Registrar

This Order was delivered by:

Blake, Cassels & Graydon LLP
Barristers & Solicitors
Unit 3500, 855 2 Street SW
Calgary, AB T2P 4J8

Address for Service: As above
Lawyer: Ryan Zahara
Telephone: 403-260-9628
Facsimile: 403-260-9700

TO: Local Registrar, Judicial Centre of Saskatoon
AND TO: The plaintiff, Golden Opportunities Fund Inc.
AND TO: The defendant, Phenomenome Discoveries Inc.
AND TO: Those parties listed on the Service List attached to the Application as Schedule "A"