

COURT FILE NUMBER  
**1639 of 2015**  
**COURT OF QUEEN'S BENCH FOR SASKATCHEWAN**

JUDICIAL CENTRE  
**SASKATOON**

PLAINTIFF  
**GOLDEN OPPORTUNITIES FUND INC.**

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 Receiver's Borrowing Charge)**

Before the Honourable Madam Justice A.R. Rothery in Chambers the 30th day of August, 2016.

**UPON THE APPLICATION** of Ryan Zahara, counsel on behalf of the receiver and manager, FTI Consulting Canada Inc. (the "**Receiver**"), **AND UPON** hearing from counsel for the Receiver, counsel for Golden Opportunities Fund Inc. and counsel for Yolbosum Canada Inc., **AND UPON** reading the Notice of Application dated August 22, 2016, the Third Report of the Receiver (the "**Third Report**") dated August 22, 2016, the Confidential Supplement to the Third Report dated August 22, 2016 and the pleadings and proceedings herein;

Capitalized terms used but not defined herein have the meaning ascribed to them in the Third Report.

The Court Orders:

**INCREASE TO THE RECEIVER'S BORROWING CHARGE**

1. All amounts borrowed by the Receiver pursuant to paragraph 23 of the Receivership Order, as of the date of this Order, are approved.
2. The amount the Receiver is permitted to borrow pursuant to paragraph 23 of the Receivership Order shall be hereby increased from \$3,000,000 to \$3,650,000 (the "**Funds**").
3. The Receiver is authorized to drawn down and hold the full amount of the Funds prior to the closing of the Transaction (as defined in the Third Report).

4. The increase to the Receiver's Borrowing Charge contemplated in this Order does not form part of the credit bid submitted by MLD with the SPA.

**MISCELLANEOUS**

5. This Order must be served only upon those interested parties attending or represented at the within application and service may be effected by Facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following the transmission or delivery of such documents.

6. Service of this Order on any party not attending this application is hereby dispensed with.

**ISSUED** at the City of Saskatoon, in the Province of Saskatchewan, this 14<sup>th</sup> day of September, 2016.

  
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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"