



the Amended DIP Term Sheet attached as Exhibit "A" to the Fifth Haubrich Affidavit, is hereby approved.

3. The Applicant is hereby authorized and empowered to obtain and borrow under the credit facility provided for by the Amended DIP Term Sheet in order to finance the continuation of the Business and the preservation of the Property, provided that borrowings under such credit facility shall not exceed US \$15,000,000 unless otherwise permitted by further Order of this Court.

4. The provisions of the ARIO applicable to the credit facility provided for by the Interim Financing Term Sheet, including but not limited to paragraphs 4(c), 24(c), 24(d), 27, and 32 – 43, shall apply, *mutatis mutandis*, to the Amended DIP Term Sheet.

5. Endorsement of this Order by counsel appearing on this application other than counsel for the Applicant is hereby dispensed with.

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:



Signature of Peter Bychawski  
Lawyer for the Applicant

BY THE COURT.



Registrar



**Schedule "A"**

<b>Counsel Name</b>	<b>Party Represented</b>
Kibben Jackson	KSV Restructuring Inc.
Colin Brousson	Sprott Private Resource Lending II (Collector), LP, Sprott Private Resource Lending II (CO), Inc., and Sprott Resource Lending Corp.

No. S-228723  
Vancouver Registry

IN THE SUPREME COURT  
OF  
BRITISH COLUMBIA

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

AND

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

AND

IN THE MATTER OF THE PLAN OF COMPROMISE  
AND ARRANGEMENT OF  
PURE GOLD MINING INC.

PETITIONER

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**ORDER MADE AFTER APPLICATION**

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