



COURT NO. B131552
ESTATE NO. 11-1820752
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY**

**IN THE MATTER OF THE BANKRUPTCY OF
0409725 B.C. LTD.**

ORDER MADE AFTER APPLICATION

BEFORE)
) THE HONOURABLE)
) MR. JUSTICE GRAUER) 16/JULY/2015
)


ON THE APPLICATION OF G. Powroznik Group Inc. of G-Force Group, the Court appointed claims administrator (the "Claims Administrator"), coming on for hearing at Vancouver, British Columbia on June 20, 2014, March 18, 2015 and July 10, 2015 and on hearing Geoffrey Dabbs, counsel for the Claims Administrator; Magnus Verbrugge and Matthew Swanson, counsel for G. Powroznik Group Inc. of G-Force Group, trustee in bankruptcy of 0409725 B.C. Ltd. (the "Trustee") (appearing on June 20, 2014 only) and Jeremy West, counsel for Joseph Mergens and Victoria Mergens; AND ON JUDGMENT BEING RESERVED TO TODAY'S DATE:

THIS COURT ORDERS, DIRECTS AND DECLARES that:

1. For the purposes of this Order, the terms: "Holdback Only Claimants", "Holdbacks", "Initial Cash Balance", "Owner", "Owners", "Project", "Potential Trust Funds", "TCSP Order", and "Trust and Lien Claimants" are as defined in the Claims Administrator's Second Report dated June 6, 2014 (the "Second Report").
2. The Initial Cash Balance, being the sum of \$527,506.22, is comprised of funds that were held in trust by 0409725 B.C. Ltd. ("Odenza") at the date of bankruptcy and form no part of the estate of Odenza in Bankruptcy (the "Bankrupt Estate").
3. The Owners have no trust claim in respect of the Initial Cash Balance.
4. The Potential Trust Funds that have been, or may be, received by the Claims Administrator from an Owner in respect of a Project are trust funds and form no part of the Bankrupt Estate.
5. The Holdbacks that have been, or may be, received by the Claims Administrator from an Owner in respect of a Project are trust funds and form no part of the Bankrupt Estate.

6. Subject to the charges granted pursuant to the TCSP Order herein in favour of the Claims Administrator and its counsel, and the Trustee and its counsel (collectively the "Charges"), in respect of the Initial Cash Balance, and subject to the provisions of section 4(1) of the *Builders Lien Act*, S.B.C. 1997, c. 45 (the "BLA"), the Claims Administrator shall distribute the Initial Cash Balance on a pro rata basis to those Trust and Lien Claimants whose claims have been accepted by the Claims Administrator.
7. Subject to the Charges in respect of the Potential Trust Funds, and subject to the provisions of section 4(1) of the BLA, the Claims Administrator shall distribute the Potential Trust Funds received in respect of a Project on a pro rata basis to those Trust and Lien Claimants in respect of that Project. Any surplus funds available after payment of all Trust and Lien Claimants in respect of the Project shall be paid over to the Trustee for distribution to the general body of creditors in the Bankrupt Estate.
8. Subject to the Charges in respect of the Holdbacks, and subject to the provisions of the BLA, the Claims Administrator shall distribute the Holdbacks received in respect of a Project in accordance with the priorities of the BLA to the Trust and Lien Claimants, the Holdback Only Claimants, and Odenza to the extent that it remains unpaid on the Project, in respect of that Project. Any monies that would be distributed to Odenza shall form part of the Potential Trust Funds in respect of the Project. Any surplus funds available after payment of all Trust and Lien Claimants and Holdback Only Claimants in respect of the Project shall be paid over to the Trustee for distribution to the general body of creditors in the Bankrupt Estate.
9. The proposed method for allocation of the costs in respect of administration of Initial Cash Balance, the Potential Trust Funds and the Holdbacks pursuant to the TCSP Order as provided in paragraphs 38 to 40 of the Second Report be and is hereby approved.

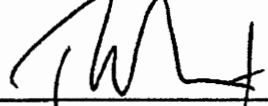
THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature of Geoffrey Dabbs,
Lawyer for the Claims Administrator



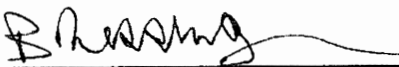
Signature of Matthew Swanson,
Lawyer for the Trustee



Signature of Jeremy West,
Lawyer for Joseph Mergens and
Victoria Mergens

Digitally signed by
Grauer, J

By the Court



Registrar in Bankruptcy