

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re: : Chapter 11  
: :  
TRIDENT RESOURCES CORP., et al., : Case No. 09-13150 (MFW)  
: :  
: (Jointly Administered)  
Debtors. :  
: **Re: Docket No. 5**  
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**ORDER PURSUANT TO SECTIONS 105(a), 363(b), AND 541  
OF THE BANKRUPTCY CODE (I) AUTHORIZING DEBTORS TO  
PAY CERTAIN PRE-PETITION TAXES AND LICENSING FEES AND  
(II) AUTHORIZING AND DIRECTING FINANCIAL INSTITUTIONS TO  
HONOR AND PROCESS RELATED ELECTRONIC TRANSFERS AND CHECKS**

Upon the Debtors’<sup>1</sup> Motion Pursuant to Sections 105(a), 363(b) and 541 of the Bankruptcy Code for an Order (I) Authorizing Debtors to Pay Pre-Petition Taxes and Licensing Fees and (II) Authorizing and Directing Financial Institutions to Honor and Process Related Electronic Transfers and Checks (the “Motion”);<sup>2</sup> and the Court having jurisdiction pursuant to sections 157 and 1334 of Title 28 of the United States Code to consider the Motion; and the relief requested therein being a core proceeding pursuant to section 157(b) of Title 28 of the United States Code; and venue being proper in this court pursuant to sections 1408 and 1409 of Title 28 of the United States Code; and the Debtors having properly provided notice to (i) the United States Trustee for the District of Delaware; (ii) the largest unsecured creditors in these cases (on a consolidated basis); (iii) each of the agents, or their counsel, if known, under the Debtors’ prepetition credit facilities; (iv) the office of the United States Attorney for the District of

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with each Debtor’s place of incorporation and the last four digits of its federal tax identification number, where applicable, are: Trident Resources Corp. (*Delaware*) (2788), Aurora Energy LLC (*Utah*) (6650), NexGen Energy Canada, Inc. (*Colorado*) (9277), Trident CBM Corp. (*California*) (3534), and Trident USA Corp. (*Delaware*) (6451).

<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

Delaware; (v) the Internal Revenue Service; and (vi) the parties listed on **Exhibits A and B** attached hereto, and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having heard the evidence and statements of counsel regarding the Motion and having determined that the legal and factual bases set forth in the Motion and in the affidavit of Todd A. Dillabough in Support of the Debtors' Chapter 11 Petitions and Request for First Day Relief (the "Dillabough Affidavit") establish just cause for the relief granted herein, it is therefore

**ORDERED**, that the Motion is GRANTED; and it is further

**ORDERED**, that the Debtors are authorized, but not required, in their sole discretion to pay all pre-petition Taxes and Licensing Fees up to a maximum of \$50,000 (without prejudice to the Debtors from seeking Court approval of additional amounts if needed), including any penalties and interest thereon, due and owing to, but not limited to, those entities listed on **Exhibit A and Exhibit B** annexed hereto (the "Taxing Authorities") consistent with the practices and policies in effect as of the commencement of the Debtors' Chapter 11 Cases, as well as all Taxes and Licensing Fees subsequently determined upon audit to be owed for periods prior to the Petition Date, including, without limitation, through the issuance of post-petition checks; and it is further

**ORDERED**, that, when requested by the Debtors and in the Debtors' sole discretion, the Banks are authorized to receive, process, honor, and pay all checks drawn on or direct deposit and funds transfer instructions relating to the Debtors' accounts and any other transfers that are related to the Taxes and Licensing Fees and the costs and expenses incident thereto; provided that sufficient funds are available in the accounts to make such payments; provided further, that

(i) the Banks may rely on the representations of the Debtors regarding which checks that were drawn or instructions that were issued by the Debtors before the Petition Date should be honored post-petition pursuant to an Order of this Court and (ii) that any such Bank or financial institution shall not have any liability to any party for relying on the representations of the Debtors as provided herein; and it is further

**ORDERED**, that the Debtors are authorized to issue post-petition checks, or to effect post-petition funds transfer requests, in replacement of any checks or funds transfer requests in respect of pre-petition obligations relating to the Taxes and Licensing Fees that are dishonored or rejected as of the commencement of these Chapter 11 Cases; and it is further

**ORDERED**, that nothing in this Order or the Motion waives or releases any rights the Debtors have to contest the amount or basis for any of the Taxes or Licensing Fees allegedly due to any Taxing Authority; and it is further

**ORDERED**, that Bankruptcy Rule 6003 has been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors; and it is further

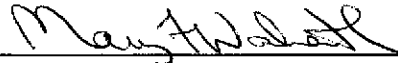
**ORDERED**, that all time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a); and it is further

**ORDERED**, that notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rules 4001(d) and 6004(a) are waived; and it is further

**ORDERED**, that notwithstanding any applicability of Bankruptcy Rules 6004(h), 7062, or 9014, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

**ORDERED**, that this Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

Dated: September 10, 2009  
Wilmington, Delaware



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THE HONORABLE MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE