

THE SECURITIES ACT ) Order No. 5860  
)  
Section 148 ) February 6, 2009

**Lions Petroleum Inc.**

**WHEREAS:**

(A) By Order No. 5852 (the "Order") of The Manitoba Securities Commission (the "Commission") dated January 23, 2009, issued under section 148(1) of The Securities Act (Manitoba) (the "Act"), trading in the securities of Lions Petroleum Inc. (the "Issuer") was directed to cease forthwith for a period of fifteen days from January 23, 2009 until February 6, 2009 for the failure of the Issuer to file with the Commission its Interim Financial Statements and Interim MD&A for the Period ended March 31, 2008 as required by Part XII of the Act and National Instrument 51-102 Continuous Disclosure Obligations (the "Required Filings");

(B) The Required Filings have not yet been filed with the Commission;

(C) On the basis of the foregoing, I am of the opinion that it is in the public interest that the direction to cease trading in the securities of the Issuer set out in the Order should be extended until such time as the Issuer complies with the requirements of National Instrument 51-102 Continuous Disclosure Obligations ("NI 51-102").

**I HEREBY ORDER** under a delegation to me by the Commission under subsection 4(1) of the Act of the powers in that behalf:

**1. THAT**, under sections 147.1(1) and 148(1) of the Act, the direction to cease trading in the securities of the Issuer set out in the Order is hereby extended until such time as:

(a) the Issuer becomes current in its filings with the Commission under NI 51-102 and pays all outstanding filing fees, if any, to the Commission; and

(b) the Issuer submits a written application to the Commission in accordance with National Policy 12-202 Revocation of a Compliance-related Cease Trade Order to have this order revoked.

"Bob Bouchard"  
**DIRECTOR**