

Order

**Waterton Precious Metals Bid Corp.,
a company owned by Waterton Precious Metals Fund II Cayman, LP**

and

Chaparral Gold Corp.

Section 161 of the *Securities Act*, RSBC 1996, c. 418

¶ 1 On April 16, 2014, Waterton Precious Metals Bid Corp., a company owned by Waterton Precious Metals Fund II Cayman, LP (Waterton), and Chaparral Gold Corp. (Chaparral), appeared before the Commission requesting an order pursuant to section 161 of the Act that trading cease in respect of any securities issued, or to be issued, under or in connection with the Shareholder Rights Plan Agreement of Chaparral dated February 26, 2014 (Rights Plan).

¶ 2 Having heard Waterton and Chaparral, and considering that:

1. neither party opposes the order, and
2. it is in the public interest to give Chaparral's shareholders the ability to consider Waterton's bid,

the Commission, pursuant to section 161(1)(b) of the Act, orders that effective immediately all persons cease trading in respect of any securities issued, or to be issued, under or in connection with the Rights Plan including, without limitation, in respect of rights issued under the Rights Plan, and any Chaparral shares to be issued upon the exercise of those rights.

¶ 3 April 16, 2014

Nigel P. Cave
Vice Chair

George C. Glover Jr.
Commissioner

Judith Downes
Commissioner

Don Rowlatt
Commissioner