

ALBERTA SECURITIES COMMISSION

ORDER

Royal Lifescience Inc.

**Background**

Royal Lifescience Inc. (the **Filer**) has applied to the Alberta Securities Commission (the **Commission**) for an order (the **Order**) pursuant to section 153 of the *Securities Act* (Alberta) (the **Act**) to be deemed to have ceased to be a reporting issuer.

**Representations**

This Order is based on the following facts represented by the Filer:

1. The Filer was incorporated on December 7, 2007 under the *Business Corporations Act* (British Columbia).
2. The head office of the Filer is located in Vancouver, British Columbia.
3. The Filer is a Capital Pool Company (**CPC**), as defined in Policy 2.4 of the TSX Venture Exchange Corporate Finance Manual.
4. The Filer received a receipt of the British Columbia Securities Commission for its CPC prospectus on February 9, 2009 (the **Receipt**).
5. The Filer's initial public offering was conditional upon receiving a minimum subscription of 2,000,000 common shares in the capital of the Filer (the **Minimum Subscription Amount**) within 90 days of the issuance of the Receipt. The Filer did not complete its initial public offering within the 90 day timeframe, as the Minimum Subscription Amount was not met.
6. No securities of the Filer were ever listed on any stock exchange.
7. At this time, the Filer has no intention to seek public financing by way of an offering of its securities.
8. The outstanding securities of the Filer, including debt securities, are beneficially owned, directly or indirectly, by less than 15 security holders in each of the jurisdictions in Canada and less than 51 security holders in total in Canada.
9. No securities of the Filer are traded on a marketplace as defined in National Instrument 21-101 *Marketplace Operation*.

10. The Filer has applied for relief to cease to be a reporting issuer in all of the jurisdictions in Canada in which it is currently a reporting issuer.
11. The Filer is not in default of any of its obligations under applicable securities legislation as a reporting issuer, except for the obligation to file its annual financial statements for the period ended December 31, 2008, its management discussion and analysis in respect of such financial statements, as required under National Instrument 51-102 *Continuous Disclosure Obligations* (NI 51-102), and related certification of such financial statements, as required under National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings* (NI 52-109), all of which became due on April 30, 2009, as well as its obligation to file its interim financial statements and related management discussion and analysis for the interim period ended March 31, 2009, as required under NI 51-102, and related certification of such financial statements, as required under NI 52-109, all of which became due on June 1, 2009.

**Decision**

The Associate Director, Corporate Finance is satisfied that to grant this Order would not be prejudicial to the public interest.

It is ordered pursuant to section 153 of the Act, that the Filer is deemed to have ceased to be a reporting issuer under the Act as of the date of this Order.

*“original signed by”*

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Blaine Young  
Associate Director, Corporate Finance