

INDEMNITY

Her Majesty the Queen in right of the Province of British Columbia as represented by the Minister of Finance and Corporate Relations (the “Government”) hereby indemnifies Premier Glen Clark (the “Premier”) with respect to the payment of legal fees incurred by the Premier in association with the government’s decision to grant approval in principle for a charity casino license to 545738 B.C. Ltd. as follows:

1. Conflict of Interest Investigation

The Government will pay for reasonable legal fees incurred by the Premier to obtain advice and representation in any conflict of interest investigation commenced in relation to the above matter. If the Premier is found to have committed a breach of the *Members’ Conflict of Interest Act*, the Conflict of Interest Commissioner will be asked to make a recommendation, taking into account the seriousness of the breach, as to whether the Premier should be required to reimburse the Government for the legal fees paid on his behalf. If the Commissioner recommends repayment of some or all of the fees (the “Amount”) and this recommendation is accepted by the Government, the Premier will be required to reimburse the Government for the Amount and the Amount of the fees will immediately become a debt owing to the Government.

2. Criminal Investigation

The Government will pay for reasonable legal fees incurred by the Premier in relation to the ongoing criminal investigation into the above matter unless or until the Premier is convicted of an offence relating to this matter.

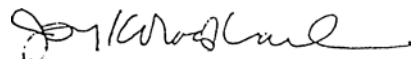
In the event that the Premier is convicted of an offence, payment of his legal fees will be discontinued and, if the Premier does not appeal, the Premier will be required to reimburse the government for any legal fees it has paid on his behalf in relation to these proceedings and the amount of the fees paid will immediately become a debt owing to the Government.

If the Premier appeals and after all appeals have been exhausted and the Premier is acquitted, reasonable legal fees incurred during the appeal proceedings will be paid by the Government.

If the Premier appeals and after all appeals have been exhausted, the conviction is upheld, the Premier will be required to reimburse the government for any legal fees it has paid on the Premier’s behalf in relation to these proceedings and the

amount of the fees paid will immediately become a debt owing to the Government.

This Indemnity is given this 5th day of March, 1999.



Joy K. MacPhail
Minister of Finance and
Corporate Relations