



**SUNORCA DEVELOPMENT CORP.**  
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**Canadian National Stock Exchange-CNSX:SUN**

**Vancouver, British Columbia – December 1, 2009**

**Re: Letter Agreement entered into by minority owned subsidiary of the Company**

The Company is pleased to announce that Suntech Energy Inc. (“Suntech”), 25% owned by Sunorca, has entered into a letter agreement to sell its rights to certain licensed technology.

The licensed technology utilizes a process specific algae strain with favorable combination of biomass and algae constituents for high energy content, a series of process specific photo-bioreactor “pods” designed for high algae production with low energy consumption, and a series of settling tanks, nutrient recovery tanks and purified water storage tanks for efficient extraction of mature algae and recovery of nutrients and water “nutrient broth”, and lastly a centrifuge for separation of mature algae from the entrained nutrient broth. The primary “product” and revenue stream will be a mature algae byproduct with high energy content which can then be used as a fuel in a fluidized bed boiler.

Suntech has been reviewing various business arrangements for its technology for the past few months and has entered into an agreement whereby an OTC company (“OTCC”) will provide up to \$50,000 to fund the manufacturing of a prototype photo-bioreactor pod to establish proof of concept at Canadian Fertilizers Limited operations in Medicine Hat, Alberta. US\$24,000 has already been advanced and work is currently underway. Provided \$50,000 is advanced and proof of concept established by March 31, 2010, Suntech will receive 19,200,000 shares of OTCC (currently 6,250,000 shares outstanding with no bids, asks or trades), \$50,000 by March 31, 2010 and a debenture secured against the licensed technology for \$300,000 payable on or before March 31, 2012. Additional funds will be provided, up to \$50,000, to pay the outstanding liabilities of Suntech. OTCC intends to raise additional funds to finance further development of the licensed technology once proof of concept is established.

The future cash payments to Suntech, other than those to pay outstanding liabilities, estimated at \$40,000, will be used to repay the interest free loan from Sunorca to Suntech. The OTCC shares will be distributed pro rata to Suntech shareholders entitling Sunorca to approximately 4,800,000 shares. This transaction is subject to the unanimous approval of Suntech shareholders and the execution of a more formal agreement. OTCC is independent to Sunorca and its directors and officers. Management has been advised that OTCC is independent to the developers of the licensed technology and any related parties to the developers.

Nash Meghji, President of Sunorca stated that *“This agreement provides immediate capital necessary to complete the building of the photo-bioreactor prototype to evaluate Suntech’s licensed technology. While much work is required to fully develop the potential for this technology and its applications, we are very*

*excited having such a strong partner as Canadian Fertilizers and a new financing group involved. This agreement combined with the \$400,000 cash and \$600,000 share consideration for terminating Sunorca's royalty on the Mnazai Bay property completed last week will provide Sunorca with resources to seek out new investment opportunities while at the same time maintaining a significant share position to participate in any future upside of these projects we helped advance".*

**On Behalf of the Board of Directors**

*"Nashirudeen Meghji"*

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**Nashirudeen Meghji.**  
**Director and CEO**