



No. S2110503  
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT  
AGREEMENT ACT*, R.S.C. 1985 c. C-36

AND

IN THE MATTER OF OTSO GOLD CORP. OTSO GOLD OY, OTSO GOLD AB and  
2273265 ALBERTA LTD.

PETITIONERS

### APPLICATION RESPONSE

**Application response of:** Lionsbridge Pty Ltd. ("**Lionsbridge**") and Westech International Pty. Ltd. ("**Westech**", and together with Lionsbridge, the "**Wesson Companies**" or the "**application respondents**")

THIS IS A RESPONSE TO the notice of application of Otso Gold Corp. ("**Otso Gold**"), Otso Gold OY, Otso Gold AB and 2273265 Alberta Ltd. (together, the "**Petitioners**") filed December 8, 2021 (the "**Stay Extension Application**").

#### Part 1: ORDERS CONSENTED TO

The application respondent(s) consent(s) to the granting of the orders set out in the following paragraphs of Part 1 of the notice of application on the following terms: **NONE**

#### Part 2: ORDERS OPPOSED

The application respondent(s) oppose(s) the granting of the orders set out in paragraphs **ALL** of Part 1 of the notice of application.

#### Part 3: ORDERS ON WHICH NO POSITION IS TAKEN

The application respondent(s) take(s) no position on the granting of the orders set out in paragraphs **NONE** of Part 1 of the notice of application.

#### Part 4: FACTUAL BASIS

1. On December 3, 2021, this Court pronounced an initial order (the "**Initial Order**") that provided for, amongst other things, a stay of proceedings (the "**Stay**") in favour of the Petitioners to December 13, 2021.
2. The Wesson Companies are unsecured creditors of the Petitioners.

3. Pursuant to a services agreement dated July 2, 2019, as amended September 26, 2019 and December 13, 2020 (collectively, the “**Services Agreement**”), Lionsbridge and Westech separately contracted with Otso Gold to provide management services and technical services, respectively, to Otso Gold.

Affidavit #1 of V. Koshkin, Ex. C

4. The Petitioners’ application for the Initial Order was supported by Affidavit #1 of Victor Koshkin made December 3, 2021 (the “**First Koshkin Affidavit**”) and Affidavit #2 of Victor Koshkin made December 3, 2021.
5. The Petitioners’ Stay Extension Application is supported by Affidavit #3 of Victor Koshkin made December 8, 2021 (the “**Third Koshkin Affidavit**”). The Stay Extension Application seeks, amongst other relief, an extension of the Stay to January 14, 2021.
6. The First Koshkin Affidavit and the Third Koshkin Affidavit contain numerous misstatements of material facts in this proceeding. The Affidavit #1 of Clyde Wesson made December 12, 2021 (the “**Wesson Affidavit**”) addresses the allegations made against the Wesson Companies and details the numerous material misstatements in the First and Third Koshkin Affidavits.
7. In addition to the Wesson Affidavit, Affidavit #1 of Malcolm Keith Buck made December 12, 2021 (the “**Buck Affidavit**”) details further misstatements made in the First and Third Koshkin Affidavits.

#### **Part 5: LEGAL BASIS**

1. The Wesson Companies adopt and rely on the legal basis set out in Part 5 of the Application Response of Pandion Mine Finance LP.
2. As detailed in the Wesson Affidavit and the Buck Affidavit, the First and Third Koshkin Affidavits relied on by the Petitioners contain numerous misstatements of material facts. It is evident from such misstatements that the Petitioners have not satisfied the threshold of acting in good faith and due diligence in these proceedings.

*Century Services Inc. v. Canada (Attorney General)*, 2010 SCC 60, at para. 69

3. The Stay Extension Application should be dismissed in its entirety.

#### **Part 6: MATERIAL TO BE RELIED ON**

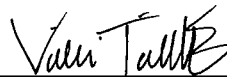
1. Affidavit #1 of Victor Koshkin, made December 3, 2021.
2. Affidavit #2 of Victor Koshkin, made December 3, 2021.
3. Affidavit #3 of Victor Koshkin, made December 3, 2021.

4. Affidavit #1 of Clyde Wesson, made December 12, 2021.
5. Affidavit #1 of Laura Ferguson, made December 8, 2021.
6. Affidavit #1 of Malcolm Keith Buck, made December 12, 2021.
7. The First Report of the Monitor, dated December 11, 2021.
8. Such further and other materials as counsel may advise and this Honourable Court may permit.

The application respondent(s) estimate(s) that the application will take two hours.

- The application respondent has filed in this proceeding a document that contains the application respondent's address for service.
- The application respondent has not filed in this proceeding a document that contains an address for service. The application respondent's ADDRESS FOR SERVICE is: McMillan LLP, 1500-1055 West Georgia Street, P.O. Box 11117, Vancouver, B.C., V6E 4N7, Telephone (604) 689-9111; Fax (604) 685-7084, vicki.tickle@mcmillan.ca / daniel.shouldice@mcmillan.ca.

Date: December 12, 2021



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Signature of lawyer for the application  
respondents  
Vicki Tickle

THIS APPLICATION RESPONSE was prepared by Vicki Tickle of the firm of McMillan LLP, whose place of business and address for delivery is 1500 – 1055 West Georgia Street, Vancouver, BC, V6E 4N7; Telephone: 604.689.9111.