



This is Affidavit #2 of Jennifer Pepper in this proceeding and was made on April 14, 2022.

No. S-220231
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE RECEIVERSHIP OF
OTSO GOLD CORP.**

BETWEEN:

PANDION MINE FINANCE LP, RIVERMET RESOURCE CAPITAL LP
AND PFL RAAHE HOLDINGS LP

PETITIONERS

AND:

OTSO GOLD CORP.

RESPONDENT

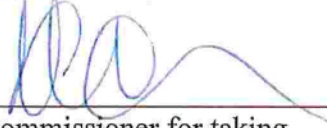
AFFIDAVIT #2 OF JENNIFER PEPPER

I, Jennifer Pepper, of 1200 – 200 Burrard Street, Vancouver, British Columbia, V7X 1T2,
HEREBY SWEAR THAT:

1. I am an Associate at Borden Ladner Gervais LLP (“BLG”), lawyers for Deloitte Restructuring Inc., court-appointed receiver and manager of Otso Gold Corp. (“Otso”), the Respondent herein, and as such, I have personal knowledge of the facts deposed to in this Affidavit, except where stated to be based on information and belief, in which case, I believe that such information is true and accurate.
2. Attached and marked as **Exhibit “A”** is a true copy of an email from Lisa Hiebert (with attachments) dated April 13, 2022.

3. Attached and marked as **Exhibit "B"** is a true copy of an email from Tim Louman-Gardiner dated April 13, 2022.
4. Attached and marked as **Exhibit "C"** is a true copy of an email from Mary Buttery dated April 13, 2022.
5. Attached and marked as **Exhibit "D"** is a true copy of an email from Kathryn Esaw dated April 13, 2022.

SWORN BEFORE ME at the City of
Vancouver in the Province of
British Columbia, this 14th day of April,
2022.



A Commissioner for taking
Affidavits for British Columbia

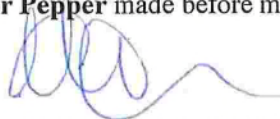
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JENNIFER PEPPER

LISA C. HIEBERT
Barrister & Solicitor
BORDEN LADNER GERVAIS LLP
1200 Waterfront Centre, 200 Burrard Street
P.O. Box 48600, Vancouver, Canada V7X 1T2
604-632-3425

This is **Exhibit "A"** referred to in **Affidavit #1** of
Jennifer Pepper made before me on April 14, 2022

A handwritten signature in blue ink, consisting of several loops and a long tail, positioned above a horizontal line.

A Commissioner for taking Affidavits
for British Columbia

Pepper, Jennifer

From: Hiebert, Lisa
Sent: April 13, 2022 4:11 PM
To: mbuttery@cassels.com; Tim Louman-Gardiner; Esaw, Kathryn
Cc: Pepper, Jennifer
Subject: Otso - Vesting Order
Attachments: BC Mineral Titles - Final Version.pdf; Order Made after Application.pdf

Mary, Tim, Kathryn,

We've received the entered Vesting Order back from the Court, but Schedule D, which lists the mineral titles to be transferred, refers to a table of mineral titles which was inadvertently omitted from the executed copy of the Order. Unfortunately, this was not caught prior to the order being entered.

If the parties consent, we can submit this for correction by requisition, relying on the slip rule (13-1(17)). We would request that this be processed on an expedited basis so that it would not delay the transaction.

There's no ambiguity on the claims intended to be listed, so I don't expect this will be controversial. Since you were counsel appearing on the application, please let me know if you consent to this correction pursuant to the slip rule. The order being submitted will be in the form attached, except that it will include the final page listing the mineral claims, which are in the PDF titled "BC Mineral Titles – Final Version".

Best,
Lisa

Lisa Hiebert

Partner

Pronouns: she/her/hers

T 604.632.3425 | lhiebert@blg.com

1200 Waterfront Centre, 200 Burrard St., P.O. Box 48600, Vancouver, BC, Canada V7X 1T2

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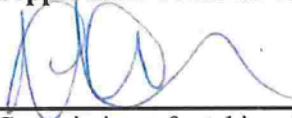
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Borden Ladner Gervais LLP

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This is **Exhibit "B"** referred to in **Affidavit #1** of
Jennifer Pepper made before me on April 14, 2022

A handwritten signature in blue ink, consisting of several loops and a long horizontal stroke at the end.

A Commissioner for taking Affidavits
for British Columbia

Hiebert, Lisa

From: Tim Louman-Gardiner <tlouman-gardiner@farris.com>
Sent: April 13, 2022 4:13 PM
To: Hiebert, Lisa
Subject: RE: Otso - Vesting Order

[External / Externe]

Yes of course.

From: Hiebert, Lisa <LHiebert@blg.com>
Sent: April 13, 2022 4:11 PM
To: mbuttery@cassels.com; Tim Louman-Gardiner <tlouman-gardiner@farris.com>; Esaw, Kathryn <kesaw@osler.com>
Cc: Pepper, Jennifer <JPepper@blg.com>
Subject: [EXT] Otso - Vesting Order

Mary, Tim, Kathryn,

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Best,
Lisa

Lisa Hiebert

Partner

Pronouns: she/her/hers

T 604.632.3425 | lhiebert@blg.com

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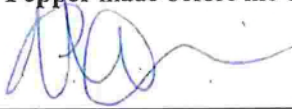
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This is **Exhibit "C"** referred to in **Affidavit #1** of
Jennifer Pepper made before me on April 14, 2022

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A Commissioner for taking Affidavits
for British Columbia

Pepper, Jennifer

From: Buttery, Mary I.A. <mbuttery@cassels.com>
Sent: April 13, 2022 4:13 PM
To: Hiebert, Lisa; Tim Louman-Gardiner; Esaw, Kathryn
Cc: Pepper, Jennifer
Subject: RE: Otso - Vesting Order

[External / Externe]

Yes I consent.

Cassels | **MARY I.A. BUTTERY, Q.C.** (*she/her/hers*)
t: +1 604 691 6118
e: mbuttery@cassels.com

Cassels Brock & Blackwell LLP | cassels.com
Suite 2200, HSBC Building, 885 West Georgia St.
Vancouver, BC V6C 3E8 Canada

From: Hiebert, Lisa <LHiebert@blg.com>
Sent: Wednesday, April 13, 2022 4:11 PM
To: Buttery, Mary I.A. <mbuttery@cassels.com>; Tim Louman-Gardiner <tlouman-gardiner@farris.com>; Esaw, Kathryn <kesaw@osler.com>
Cc: Pepper, Jennifer <JPepper@blg.com>
Subject: Otso - Vesting Order

Mary, Tim, Kathryn,

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Best,
Lisa

Lisa Hiebert

Partner

Pronouns: she/her/hers

T 604.632.3425 | lhiebert@blg.com

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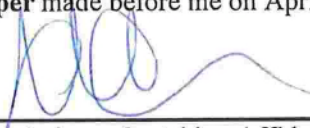
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This is **Exhibit "D"** referred to in **Affidavit #1** of
Jennifer Pepper made before me on April 14, 2022

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A Commissioner for taking Affidavits
for British Columbia

Pepper, Jennifer

From: Esaw, Kathryn <kesaw@osler.com>
Sent: April 13, 2022 4:23 PM
To: Buttery, Mary I.A.
Cc: Hiebert, Lisa; Tim Louman-Gardiner; Pepper, Jennifer; Wasserman, Marc
Subject: Re: Otso - Vesting Order

[External / Externe]

We consent.

Kathryn Esaw

On Apr 13, 2022, at 7:13 PM, Buttery, Mary I.A. <mbuttery@cassels.com> wrote:

Yes I consent.

Cassels

MARY I.A. BUTTERY, Q.C. *(she/her/hers)*

t: +1 604 691 6118

e: mbuttery@cassels.com

Cassels Brock & Blackwell LLP | cassels.com
Suite 2200, HSBC Building, 885 West Georgia St.
Vancouver, BC V6C 3E8 Canada

From: Hiebert, Lisa <LHiebert@blg.com>
Sent: Wednesday, April 13, 2022 4:11 PM
To: Buttery, Mary I.A. <mbuttery@cassels.com>; Tim Louman-Gardiner <tlouman-gardiner@farris.com>; Esaw, Kathryn <kesaw@osler.com>
Cc: Pepper, Jennifer <JPepper@blg.com>
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Best,
Lisa

Lisa Hiebert

Partner

Pronouns: she/her/hers

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No. S-220231
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IN BANKRUPTCY AND INSOLVENCY

IN THE MATTER OF THE RECEIVERSHIP OF
OTSO GOLD CORP.

BETWEEN:

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AND PFL RAAHE HOLDINGS LP

PETITIONERS

AND:

OTSO GOLD CORP.

RESPONDENT

AFFIDAVIT #2 OF JENNIFER PEPPER

BORDEN LADNER GERVAIS LLP
1200 Waterfront Centre - 200 Burrard Street
P.O. Box 48600
Vancouver, B.C., V7X 1T2
Telephone: (604) 632-3425
Client/Matter: 560836/00013
Attn: Lisa Hiebert