

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR.	)	MONDAY, THE 8 <sup>th</sup>
	)	
JUSTICE McEWEN	)	DAY OF MARCH, 2021

IN THE MATTER OF THE *COMPANIES' CREDITORS  
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED  
(the "**CCAA**")

AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF EXPRESS GOLD REFINING LTD.  
(the "**Applicant**")

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**ORDER**  
**(extension of stay period, approval and sealing of amended monitoring protocol,  
approval of monitor's fees and activities)**

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THIS MOTION by the Applicant pursuant to the CCAA was heard before me on March 8, 2021 at 330 University Avenue, Toronto, by videoconference due to the COVID-19 pandemic.

ON READING the materials filed including the affidavit of Atef Salama sworn March 3, 2021 and the exhibits thereto (the "**Salama Affidavit**"), and on reading the third report (the "**Third Report**") of Deloitte Restructuring Inc. in its capacity as court-appointed monitor (in such capacity, the "**Monitor**"), and on hearing the submissions of counsel for the Applicant, the Monitor, and such other counsel as were present as may be indicated on the counsel slip, no one else appearing despite being served as further appears from the affidavit of service, filed:

**SERVICE**

1. THIS COURT ORDERS that the time for service of the motion record in respect of this motion and the Third Report is hereby abridged and validated so that the motion is properly returnable today, and that further service thereof is hereby dispensed with.

## **EXTENSION**

2. THIS COURT ORDERS that the “Stay Period” defined in the Second Amended and Restated Initial Order made by this Court on October 27, 2020 in this file is hereby extended to and including June 11, 2021.

## **PROTOCOL**

3. THIS COURT ORDERS that the amended protocol (the “**Amended Monitoring Protocol**”) agreed to on March 1, 2021 among the Applicant, the Canada Revenue Agency and the Monitor and appended to the confidential supplement (the “**Confidential Supplement**”) to the Third Report is hereby approved.

4. THIS COURT ORDERS that the Confidential Supplement and the Amended Monitoring Protocol are hereby sealed from the public record until further court order and that paragraphs 16, 17 and 18 of the second amended and restated initial order made in this file by McEwen J. on October 27, 2020 hereby apply to the Amended Monitoring Protocol as though named therein.

## **APPROVAL OF MONITOR’S FEES AND ACTIVITIES**

5. THIS COURT ORDERS that the first report of the Monitor dated October 18, 2020 as supplemented on October 27, 2020, the second report of the Monitor dated December 10, 2020, and the Third Report, as well as the activities of the Monitor described therein, are hereby approved, provided, however, that only the Monitor in its personal capacity and only with respect to its own personal liability shall be entitled to rely upon or utilize in any way such approval.

6. THIS COURT ORDERS that the professional fees and disbursements of the Monitor and its independent legal counsel, Dentons LLP, as set out in the Fee Affidavits (term defined in the Third Report), are hereby approved.

7. THIS COURT ORDERS that the Applicant pay all such fees and disbursements from available funds.

## GENERAL

8. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.

9. THIS COURT ORDERS that each of the Applicant and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

10. This order is effective as of its date and does not need to be entered.

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF EXPRESS GOLD REFINING LTD.**

8 March 21

The order shall go as per the draft filed and signed.  
No one opposes, and the Monitor supports the Order. There is sufficient cash flow and the remainder of the terms, including the activities/fees and protocol, are fair and reasonable.  
A sealing order shall also go as the Sierra Club criteria have been met.



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST  
Proceeding commenced in TORONTO**

**ORDER  
(extension of stay period, approval and sealing of  
amended monitoring protocol, approval of monitor's  
fees and activities)**

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