

**RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.**

**SUPPLEMENTARY REPORT TO THE SECOND REPORT OF  
RICHTER ADVISORY GROUP INC.,  
IN ITS CAPACITY AS THE COURT-APPOINTED RECEIVER OF  
RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.**

**FEBRUARY 10, 2017**

**ONTARIO  
SUPERIOR COURT OF JUSTICE – COMMERCIAL LIST**

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

APPLICATION UNDER SECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985,  
C. B-3, AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c. C.43 AS  
AMENDED

**SUPPLEMENTARY REPORT TO THE  
SECOND REPORT OF RICHTER ADVISORY GROUP INC.  
IN ITS CAPACITY AS THE COURT-APPOINTED RECEIVER OF  
RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.**

**FEBRUARY 10, 2017**

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## I. INTRODUCTION

1. Pursuant to an application by Third Eye Capital Corporation ("**Third Eye**") under section 243(1) of *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, and section 101 of the *Courts of Justice Act*, R.S.O. 1990 c. C.43, as amended, Richter Advisory Group Inc. was appointed as Receiver ("**Richter**" or the "**Receiver**") without security over all the assets, undertakings and properties of Ressources Dianor Inc. / Dianor Resources Inc. ("**Dianor**" or the "**Company**") by way of an order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**"), dated August 20, 2015.
2. On October 7, 2015, the Court granted an order approving, among other things, a sale process to be carried out by the Receiver and authorizing the Receiver to take such steps as it deems necessary to carry out the sale process.
3. On September 27, 2016, the Receiver sought and obtained an order of the Court (the "**Sale Approval and Vesting Order**"), among other things, approving the transaction (the "**Transaction**") contemplated by the agreement of purchase and sale between the Receiver, as seller, and Third Eye, as purchaser, (in such capacity, the "**Purchaser**") dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the "**Amending Agreement**") dated August 4, 2016 (as amended by the Amending Agreement, the "**Sale Agreement**"), and vesting all of Dianor's rights, title and interest in and to the Sale Assets, as set out and described in the Sale Agreement, in the Purchaser or an entity to be designated by the Purchaser in accordance with the terms of the Sale Agreement, free and clear of and from all Claims and Encumbrances (each as defined in the Sale Approval and Vesting Order), except for those permitted encumbrances, easements and restrictive covenants listed on Schedule "D" to the Sale Approval and Vesting Order. A copy of the Sale Approval and Vesting Order is attached hereto as **Appendix "A"**.
4. The Sale Approval and Vesting Order directed the Receiver to pay \$150,000 to Essar Steel Algoma Inc. ("**Essar**") and \$250,000 to 2350614 Ontario Inc. ("**235Co**") in full and final satisfaction of any rights or claims that Essar or 235Co may have in the Property or the Unpatented Mining Claims (each as defined in the Sale Approval and Vesting Order).
5. 235Co has appealed the Sale Approval and Vesting Order to the Ontario Court of Appeal. The Receiver understands that Third Eye will be responding to the appeal.

## II. PURPOSE OF REPORT

6. The purpose of this supplement (the “**Supplementary Report**”) to the Receiver’s second report dated August 8, 2016 is to provide information to the Ontario Court of Appeal in respect of certain facts which occurred on and after the release of the Court’s endorsement approving the Transaction (which occurred on October 5, 2016), which the Receiver believes may be pertinent to the appeal.

## III. QUALIFICATIONS

7. In preparing this Supplementary Report, Richter has relied upon unaudited financial information, the Company’s limited and potentially dated books and records, information provided by Third Eye and its legal counsel, and financial information prepared by the Company and discussions with Third Eye and its legal counsel (collectively, the “**Information**”).
8. In accordance with industry practice, except as described in this Supplementary Report:
  - (a) Richter has not audited, reviewed, or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Assurance Standards pursuant to the Canadian Institute of Chartered Accountants Handbook; and
  - (b) future-oriented financial information relied upon in preparing this Supplementary Report is based on management’s assumptions regarding future events. Actual results achieved may vary from this information and these variations may be material.
9. Unless otherwise noted, all monetary amounts contained in this Supplementary Report are expressed in Canadian dollars.

## IV. BACKGROUND

10. The Receiver’s motion seeking, among other things, approval of the Transaction was heard on September 27, 2016. On October 5, 2016 the Court released its endorsement granting the relief sought by the Receiver.

11. On October 5, 2016, counsel to the Receiver circulated a form of Sale Approval and Vesting Order for approval as to form and content to those parties who were present at the hearing of the motion, being counsel to the Purchaser, counsel to 235Co and counsel to the CCAA monitor of Essar (the “**Essar Monitor**”).
12. On October 19, 2016 counsel to the Purchaser circulated a revised form of Sale Approval and Vesting Order for approval as to form and content.
13. As of October 26, 2016, the Receiver obtained all required approvals of the form of Sale Approval and Vesting Order as to form and content.
14. On October 26, 2016, the following events occurred in sequential order:
  - (a) counsel to the Receiver attended before the Court to have the Sale Approval and Vesting Order issued and entered;
  - (b) counsel to the Receiver circulated a copy of the issued and entered Sale Approval and Vesting Order to, among others, counsel to 235Co. A copy of the email enclosing the issued and entered Sale Approval and Vesting Order is attached hereto as **Appendix “B”**;
  - (c) counsel to 235Co wrote to counsel to the Receiver and counsel to the Purchaser, among others, advising that: “an appeal is under consideration. We expect to receive instructions shortly. If you would please defer cancellation of registered interests in the interim we would appreciate the same.” (email of 12:21 p.m.); and “I understand we have 30 days to appeal and time is running. The discussion to appeal involves a number of considerations. We anticipate having a discussion early next week.” (email of 12:40 p.m.). A copy of the emails from counsel to 235Co is attached hereto as **Appendix “C”**;
  - (d) counsel to the Receiver advised counsel to 235Co that “it has been three weeks since Justice Newbould released his decision. You have had ample time to obtain instructions with respect to a possible appeal. The transaction is scheduled to close this afternoon. The Receiver will deliver the receiver’s certificate upon closing, which will render the vesting language in the approval order operative.” (email of 12:32 p.m.); and “the appeal period is

what it is, but the approval order is not stayed during that period and the parties are not required to wait for the appeal period to expire before acting on the approval order and closing the transaction.” (email of 12:59 p.m.). A copy of the emails from counsel to the Receiver is attached hereto as **Appendix “D”**;

- (e) no notice of appeal or motion for leave to appeal was served or other correspondence received from counsel to the 235Co following the email sent by counsel for the Receiver at 12:59 p.m.;
  - (f) at 4:28 p.m., the Receiver delivered a certificate (the “**Receiver’s Certificate**”) to the Purchaser confirming, among other things, that the Transaction has been completed to the satisfaction of the Receiver. A copy of the Receiver’s Certificate is attached hereto as **Appendix “E”**;
  - (g) the Purchaser registered the Sale Approval and Vesting Order in the Land Registry Office for the Land Titles Division of Algoma with an Application for Vesting Order. A copy of the Registered Application for Vesting Order is attached hereto as **Appendix “F”**; and
  - (h) counsel to the Receiver informed counsel to the Essar Monitor and counsel to 235Co that the Transaction had closed and requested written directions with respect to the payment of the amounts to be distributed to their respective clients pursuant to paragraph 5 of the Sale Approval and Vesting Order. A copy of the Receiver’s emails is attached hereto as **Appendix “G”**.
15. On November 2, 2016, counsel to the Receiver delivered to counsel to the Essar Monitor a cheque in the amount of \$150,000 made payable to Essar, in accordance with paragraph 5 of the Sale Approval and Vesting Order and the written directions received from counsel to the Essar Monitor. A copy of the letter from counsel to the Receiver to counsel to the Essar Monitor enclosing the cheque is attached hereto as **Appendix “H”**.
16. On November 3, 2016, counsel to 235Co delivered a notice of appeal with respect to an appeal of, among other things, the Sale Approval and Vesting Order.

17. On December 12, 2016, 235Co executed a direction with respect to the distribution to 235Co of the \$250,000 in accordance with paragraph 5 of the Sale Approval and Vesting Order. A copy of the direction regarding funds is attached hereto as **Appendix "I"**. In previous correspondence, counsel to 235Co had expressed an intention to hold those funds in escrow, once received, pending the outcome of the appeal. The Receiver neither requested nor required that the funds be held in escrow.
18. On December 14, 2016, counsel to the Receiver initiated a wire transfer to counsel to 235Co's trust account in the amount of \$249,920, (being \$250,000 less the wire transfer cost of \$80). Counsel to 235Co confirmed that the wire was received on December 15, 2016. A copy of the email correspondence with respect to the wire transfer is attached hereto as **Appendix "J"**.

#### **V. CONCLUSION**

19. The Receiver believes that the above-referenced facts are uncontroverted. The Receiver understands that one or more of the parties to the appeal may seek to file this Supplementary Report with the Ontario Court of Appeal, to be relied upon at the hearing of the appeal.

Dated the 10<sup>th</sup> day of February, 2017

**RESPECTFULLY SUBMITTED,**



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**Raymond Massi, CPA, CIRP, LIT**  
Senior Vice-President



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**Pritesh Patel, CIRP, CFA, MBA**  
Vice-President

Richter Advisory Group Inc.  
in its capacity as the Receiver of Ressources Dianor Inc. / Dianor Resources Inc.  
and not in its personal capacity

# **APPENDIX "A"**

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE MR. ) TUESDAY, THE 27<sup>th</sup>  
JUSTICE NEWBOULD )  
DAY OF SEPTEMBER, 2016

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

APPLICATION UNDER SECTION 243 OF THE *BANKRUPTCY AND  
INSOLVENCY ACT* AND SECTION 101 OF THE *COURTS OF JUSTICE  
ACT*

APPROVAL AND VESTING ORDER

THIS MOTION, made by Richter Advisory Group Inc. in its capacity as Court-appointed receiver (the “**Receiver**”) without security, of all of the assets, undertakings and properties of Ressources Dianor Inc. / Dianor Resources Inc. (the “**Debtor**”) acquired for, or used in relation to a business carried on by the Debtor, including all proceeds thereof, for an order approving, *inter alia*, the sale transaction (the “**Transaction**”) contemplated by an agreement of purchase and sale between the Receiver and Third Eye Capital Corporation (“**TEC**”) dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the “**Amending Agreement**”) dated August 4, 2016 (as amended by the Amending Agreement, the

“Sale Agreement”), and appended to the second report of the Receiver dated August 8, 2016 (the “Report”), as the Sale Agreement is to be assigned by TEC to 2540575 Ontario Inc. (the “Purchaser”) in accordance with its terms, and vesting in the Purchaser the Debtor’s right, title and interest in and to the assets described in the Sale Agreement, including without limitation the real property and unpatented mining claims identified in Schedule “B” hereto (the “Sale Assets”), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report and the schedules thereto, and on hearing the submissions of counsel for the Receiver, counsel for the Purchaser, counsel for 2350614 Ontario Inc. and counsel for Ernst & Young LLP, in its capacity as Monitor of Essar Steel Algoma Inc., no one appearing for any other person on the service list, although duly served as appears from the affidavit of Irene Artuso sworn August 9, 2016, filed:

#### **SERVICE**

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record herein be and is hereby abridged and the service thereof validated so that the Motion is properly returnable today.

#### **SALE APPROVAL**

2. THIS COURT ORDERS AND DECLARES that the Transaction is hereby approved, and the execution of the Sale Agreement (including, for certainty, the Amending Agreement) by the Receiver be and is hereby authorized, ratified and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Sale Assets to the Purchaser.

3. THIS COURT ORDERS AND DECLARES that upon the delivery of a Receiver’s certificate to the Purchaser substantially in the form attached as Schedule A hereto (the “Receiver’s Certificate”), all of the Debtor’s right, title and interest in and to the Sale Assets described in the Sale Agreement shall vest absolutely and exclusively in and with the Purchaser free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), encumbrances, hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, royalties, profits interests or other

financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”) including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Mr. Justice Mew dated August 20, 2015; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed on Schedule C hereto (all of which are collectively referred to as the “**Encumbrances**”, which term shall not include the permitted encumbrances, easements and restrictive covenants listed on Schedule D) and, for greater certainty, this Court ORDERS that all of the Encumbrances affecting or relating to the Sale Assets are hereby expunged, radiated, cancelled and discharged as against the Sale Assets.

4. THIS COURT ORDERS that upon the registration of this Vesting Order in the Land Registry Office for the Land Titles Division of Algoma with an Application for Vesting Order in the form prescribed by the *Land Titles Act* and/or the *Land Registration Reform Act*, the Land Registrar is hereby directed to enter the Purchaser as the owner of the real property identified in Part 1 of Schedule B hereto (the “**Property**”) in fee simple, and is hereby directed to delete and expunge from title to the Property all Claims, including (but not limited to) all of the Claims listed in Schedule C hereto denoted as pertaining to the Property.

4A. THIS COURT ORDERS that upon the filing in the Provincial Recording Office for the Province of Ontario, Ministry of Northern Development and Mines, of a copy of this Vesting Order, the Provincial Mining Recorder is hereby directed to enter the Purchaser as the recorded holder of the mining claims identified in Part 2 of Schedule B hereto (collectively, the “**Unpatented Mining Claims**”) as to a 100% interest, and is hereby directed to delete and expunge from the mining claim abstracts for the Unpatented Mining Claims all Claims, including (but not limited to) all of the Claims listed in Schedule C hereto denoted as pertaining to the Unpatented Mining Claims.

5. THIS COURT ORDERS AND DIRECTS that the Receiver shall pay

(a) \$150,000 to Essar Steel Algoma Inc. (“**Essar**”); and

(b) \$250,000 to 2350614 Ontario Inc. (“**235Co**”),

in full and final satisfaction of any rights or claims that Essar or 235Co may have in the Property or the Unpatented Mining Claims or as against the Debtor (hereinafter referred to as the “**Essar Claims**” and the “**235Co Claims**”, respectively), and, for the purposes of determining the nature and priority of Claims, from and after the delivery of the Receiver’s Certificate, the Essar Claims and the 235Co Claims shall attach only to the payments to Essar and to 235Co described above at subparagraphs 5(a) and (b) and, for greater certainty, the Essar Claims and the 235Co Claims shall not attach to the remainder of the net proceeds from the sale of the Sale Assets.

6. THIS COURT ORDERS that, subject to paragraph 7 of this Order, for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Sale Assets shall stand in the place and stead of the Sale Assets, and that from and after the delivery of the Receiver’s Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Sale Assets with the same priority as they had with respect to the Sale Assets immediately prior to the sale, as if the Sale Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

7. THIS COURT ORDERS AND DIRECTS the Receiver to file with the Court a copy of the Receiver’s Certificate, forthwith after delivery thereof.

8. THIS COURT ORDERS AND DIRECTS that the Purchaser shall, subject to the requirements of the *Mining Act*, be permitted to enter, use and occupy such part or parts of the surface rights corresponding to the Sale Assets as are necessary for the purpose of prospecting and the efficient exploration, development and operation of the mines, minerals and mining rights therein except to sand, peat and gravel.

9. THIS COURT ORDERS that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Receiver is authorized and permitted to disclose and transfer to the Purchaser all human resources and payroll information in the Company’s records pertaining to the Debtor’s past and current employees. The Purchaser shall maintain and protect the privacy of such information and shall be entitled to use the personal information provided to it in a manner which is in all material respects identical to the prior use of such information by the Debtor.

10. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtor and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtor;

the vesting of the Sale Assets in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtor and shall not be void or voidable by creditors of the Debtor, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada), or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

11. THIS COURT ORDERS AND DECLARES that the Transaction is exempt from the application of the *Bulk Sales Act* (Ontario).

#### **APPROVAL OF RECEIVER'S REPORT**

12. THIS COURT ORDERS that the Report and the activities of the Receiver referred to therein be and are hereby approved.

#### **SEALING ORDER**

13. THIS COURT ORDERS that Confidential Appendix "1" of the Report, filed separately with the Court, shall be sealed in the Court File pending further Order of the Court.

#### **GENERAL**

14. 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 Receiver and its 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 Receiver, as an officer of this

Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



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ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

OCT 26 2016

PER / PAR:



Schedule A – Form of Receiver’s Certificate

Court File No. CV-15-11080-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

RECEIVER’S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Mew of the Ontario Superior Court of Justice (the “**Court**”) dated August 20, 2015, Richter Advisory Group Inc. was appointed as the receiver (the “**Receiver**”) of the undertaking, property and assets of Ressources Dianor Inc. / Dianor Resources Inc. (the “**Debtor**”).

B. Pursuant to an Order of the Court dated September 27, 2016, the Court approved the agreement of purchase and sale dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the “**Amending Agreement**”) on August 4, 2016 (as amended by the Amending Agreement, the “**Sale Agreement**”) between the Receiver and Third Eye Capital Corporation (“**TEC**”), as the Sale Agreement was assigned by TEC to 2540575 Ontario Inc. (the “**Purchaser**”) in accordance with its terms, and provided for the vesting in the Purchaser the Debtor’s right, title and interest in and to the Sale Assets, which vesting is to be effective with respect to the Sale Assets upon the delivery by the Receiver to the Purchaser of a

certificate confirming (i) the payment by or on behalf of the Purchaser of the Purchase Price for the Sale Assets; (ii) that the conditions to Closing as set out in Article 8 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid, or caused to be paid, and the Receiver has received the Purchase Price for the Sale Assets payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing as set out in Article 8 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at \_\_\_\_\_ [TIME] on \_\_\_\_\_ [DATE].

**RICHTER ADVISORY GROUP INC.,  
in its capacity as Court-appointed Receiver of  
the undertaking, property and assets of  
Ressources Dianor Inc. / Dianor Resources  
Inc., and not in its personal capacity**

Per: \_\_\_\_\_  
Name:  
Title:

## Schedule B – Sale Assets (Real Property)

### PART 1 - PATENTED CLAIMS – Legal description of the Property

1. PIN 31158-0129 (LT) BEING PCL 2393 SEC AWS; PT MINING CLAIM SSM8264 CHABANEL AS IN A4639 RESERVING THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORES OF THE MAGPIE RIVER; MICHIPICOTEN
2. PIN 31158-0158 (LT) BEING MINERAL RIGHTS ONLY; MINING CLAIM SSM21167 CHABANEL BEING LAND AND LAND UNDER THE WATER OF A SMALL UNNAMED LAKE; MICHIPICOTEN
3. PIN 31158-0160 (LT) BEING MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21169 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; PT MINING CLAIM SSM21171 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
4. PIN 31158-0162 (LT) BEING MINERAL RIGHTS ONLY; MINING CLAIM SSM21166 CHABANEL; MICHIPICOTEN
5. PIN 31158-0164 (LT) BEING MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21168 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
6. PIN 31158-0166 (LT) BEING MINING RIGHTS ONLY; PCL 38 SEC MICH; MINING CLAIM SSM15445 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF BROOKS LAKE; MICHIPICOTEN
7. PIN 31158-0168 (LT) BEING MINING RIGHTS ONLY; PCL 39 SEC MICH; MINING CLAIM SSM18637 CHABANEL; MICHIPICOTEN
8. PIN 31158-0170 (LT) BEING MINING RIGHTS ONLY; PCL 40 SEC MICH; MINING CLAIM SSM18638 CHABANEL; MICHIPICOTEN
9. PIN 31158-0172 (LT) BEING MINING RIGHTS ONLY; PCL 41 SEC MICH; PT MINING CLAIM SSM18639 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
10. PIN 31158-0174 (LT) BEING MINING RIGHTS ONLY; PCL 42 SEC MICH; MINING CLAIM SSM18640 CHABANEL , BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
11. PIN 31158-0176 (LT) BEING MINING RIGHTS ONLY; PCL 43 SEC MICH; PT MINING CLAIM SSM18641 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
12. PIN 31158-0178 (LT) BEING MINING RIGHTS ONLY; PCL 44 SEC MICH; PT MINING CLAIM SSM18642 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
13. PIN 31158-0180 (LT) BEING MINING RIGHTS ONLY; PCL 45 SEC MICH; MINING CLAIM SSM18643 CHABANEL; MICHIPICOTEN

14. PIN 31158-0182 (LT) BEING MINING RIGHTS ONLY; PCL 46 SEC MICH; MINING CLAIM SSM18644 CHABANEL; MICHIPICOTEN
15. PIN 31158-0184 (LT) BEING MINING RIGHTS ONLY; PCL 47 SEC MICH; PT MINING CLAIM SSM18645 CHABANEL AS IN A7369; MICHIPICOTEN
16. PIN 31158-0186 (LT) BEING MINING RIGHTS ONLY; PCL 48 SEC MICH; MINING CLAIM SSM23011 CHABANEL; MICHIPICOTEN
17. PIN 31158-0188 (LT) BEING MINING RIGHTS ONLY; PCL 49 SEC MICH; MINING CLAIM SSM23012 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
18. PIN 31158-0190 (LT) BEING MINING RIGHTS ONLY; PCL 147 SEC MICH; MINING CLAIM SSM23543 CHABANEL; MICHIPICOTEN
19. PIN 31158-0192 (LT) BEING MINING RIGHTS ONLY; PCL 150 SEC MICH; MINING CLAIM SSM22874 CHABANEL; MICHIPICOTEN
20. PIN 31158-0194 (LT) BEING MINING RIGHTS ONLY; PCL 153 SEC MICH; MINING CLAIM SSM13687 CHABANEL; MICHIPICOTEN
21. PIN 31158-0196 (LT) BEING MINING RIGHTS ONLY; PCL 156 SEC MICH; MINING CLAIM SSM23544 CHABANEL; MICHIPICOTEN
22. PIN 31158-0198 (LT) BEING MINING RIGHTS ONLY; PCL 182 SEC MICH; MINING CLAIM SSM22714 CHABANEL; MICHIPICOTEN
23. PIN 31158-0200 (LT) BEING MINING RIGHTS ONLY; PCL 187 SEC MICH; MINING CLAIM SSM13686 CHABANEL; MICHIPICOTEN
24. PIN 31158-0202 (LT) BEING MINING RIGHTS ONLY; PCL 195 SEC MICH; MINING CLAIM SSM22946 CHABANEL; MICHIPICOTEN
25. PIN 31158-0204 (LT) BEING MINING RIGHTS ONLY; PCL 196 SEC MICH; PT MINING CLAIM SSM22945 CHABANEL AS IN A7591; MICHIPICOTEN
26. PIN 31158-0206 (LT) BEING MINING RIGHTS ONLY; PCL 207 SEC MICH; MINING CLAIM SSM22718 CHABANEL; MICHIPICOTEN
27. PIN 31158-0208 (LT) BEING MINING RIGHTS ONLY; PCL 208 SEC MICH; MINING CLAIM SSM22719 CHABANEL; MICHIPICOTEN
28. PIN 31158-0210 (LT) BEING MINING RIGHTS ONLY; PCL 212 SEC MICH; MINING CLAIM SSM22726 CHABANEL; MICHIPICOTEN
29. PIN 31158-0212 (LT) BEING MINING RIGHTS ONLY; PCL 220 SEC MICH; MINING CLAIM SSM22721 CHABANEL; MICHIPICOTEN
30. PIN 31158-0214 (LT) BEING MINING RIGHTS ONLY; PCL 225 SEC MICH; MINING CLAIM SSM22722 CHABANEL; MICHIPICOTEN

31. PIN 31158-0216 (LT) BEING MINING RIGHTS ONLY; PCL 229 SEC MICH; MINING CLAIM SSM13683 CHABANEL EXCEPT THEREOUT AND THEREFROM THE ROW OF THE ALGOMA CENTRAL AND HUDSON BAY RAILWAY CROSSING THE SAID LANDS; MICHIPICOTEN
32. PIN 31158-0218 (LT) BEING MINING RIGHTS ONLY; PCL 12787 SEC AWS; MINING CLAIM SSM17333 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7045; MINING CLAIM SSM17334 CHABANEL AS SHOWN ON PLAN ATTACHED TO PATENT A7046; MINING CLAIM SSM17335 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7047; MINING CLAIM SSM17336 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7048; MINING CLAIM SSM17337 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7049; MINING CLAIM SSM17338 CHABANEL BEING LAND AND LAND UNDER THE WATER OF THE TWO UNNAMED PONDS AS SHOWN ON PL ATTACHED TO PATENT A7050; MINING CLAIM SSM17339 CHABANEL BEING LAND AND LAND UNDER THE WATER FO AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7051; MINING CLAIM SSM17340 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7052; MINING CLAIM SSM17341 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7053; MINING CLAIM SSM17342 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7054; MINING CLAIM SSM17343 CHABANEL BEING LAND AND LAND UNDER THE WATER OF BROOKS LAKE AS SHOWN ON PL ATTACHED TO PATENT A7055; MICHIPICOTEN
33. PIN 31158-0220 (LT) BEING MINING RIGHTS ONLY; PCL 12788 SEC AWS; PT MINING CLAIM SSM17650 CHABANEL NOT COVERED BY THE WATERS OF LENA LAKE AS SHOWN ON PLAN ATTACHED TO PATENT A-7037; MICHIPICOTEN
34. PIN 31158-0222 (LT) BEING MINING RIGHTS ONLY; PCL 12786 SEC AWS; MINING CLAIM SSM17358 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7061; MINING CLAIM SSM17359 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7062; MINING CLAIM SSM17362 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED LAKE AS SHOWN ON PL ATTACHED TO PATENT A7065; MINING CLAIM SSM17363 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7066; MINING CLAIM SSM17361 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A 7064; PT MINING CLAIM SSM17360 CHABANEL NOT COVERED BY THE WATER OF LENA LAKE BUT INCLUDING LAND UNDER THE WATER OF AN UNNAMED LAKE WITHIN THE LIMITS OF THIS MINING CLAIM AS SHOWN ON PL ATTACHED TO PATENT A7063; MICHIPICOTEN

**PART 2 - UNPATENTED MINING CLAIMS – List of unpatented mining claims**

Township/Area	Claim Number
CHABANEL	SSM 1235747
CHABANEL	SSM 1235754

CHABANEL	SSM 1235757
CHABANEL	SSM 1243318
CHABANEL	SSM 1243319
CHABANEL	SSM 1243325
CHABANEL	SSM 1243332
CHABANEL	SSM 1243335
CHABANEL	SSM 1243336
CHABANEL	SSM 1243363
CHABANEL	SSM 1243365
CHABANEL	SSM 1243369
CHABANEL	SSM 1243373
CHABANEL	SSM 1243377
CHABANEL	SSM 1243509
CHABANEL	SSM 1243510

**Schedule C**  
**Claims to be expunged, radiated, cancelled and discharged from title to the Property and  
the Unpatented Mining Claims**

**The Property (Land Titles)**

1. A notice registered on March 2, 2005 as Instrument No. LT254680 by Algoma Steel Inc., as applicant.
2. A notice registered on August 20, 2008 as Instrument No. AL40749 by 3814793 Canada Inc., as applicant, to which is attached an agreement dated January 1, 2005 between Joseph John Leadbetter, as assignor, and Diamond Lake Mining Ltd., as assignee.
3. A notice registered on May 15, 2009 as Instrument No. AL53601 by 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter, as applicants, to which is attached an agreement dated November 27, 2008 among Dianor Resources Inc., 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter.
4. A notice registered on August 18, 2009 as Instrument No. AL58043 by 1778778 Ontario Inc., as applicant, to which is attached an assignment of agreement dated June 26, 2009 between 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter, as assignors, and 1778778 Ontario Inc., as assignee.
5. A notice registered on December 4, 2013 as Instrument No. AL126350 by 2350614 Ontario Inc., as applicant, to which is attached an agreement dated January 1, 2013 between 1778778 Ontario Inc., as vendor, and 2350614 Ontario Inc., as purchaser.
6. Execution No. 12-0000339 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc. (original amount of judgment was \$50,000.00 plus costs etc.).
7. Execution No. 12-0000340 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc. (original amount of judgment was \$2,652,657.53 plus costs etc.).

**Unpatented Mining Claims**

1. T0850-00474 is an agreement between 3814783 Canada Inc. and Diamond Lake Mining Ltd. Recorded on September 29, 2008. This agreement is an assignment of an Excavation Agreement dated for reference December 16th, 2004 between Joseph John Leadbetter and Dianor Resources Inc. wherein Joseph John Leadbetter was granted the sole and exclusive contract for excavation work in respect of lands in Chabenal Township. Joseph John Leadbetter assigned his interest under the aforesaid Excavation Agreement to Diamond Lake Mining Ltd. pursuant to an Agreement dated January 1, 2005.
2. T0950-00147 is an agreement between Ressources Dianor Inc./Dianor Resources Inc. and 3814793 Canada Inc. recorded on May 25, 2009. This agreement is an assignment by 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter as assignor in favour of 1778788 Ontario Inc. of the assignor's right, title and interest in and to the Gross Overriding Interest.
3. T1350-00375 recorded on December 4, 2013 being an agreement dated January 1, 2013 between 1778778 Ontario Inc., as vendor, and 2350614 Ontario Inc., as purchaser.

**Schedule D – Permitted Encumbrances, Easements and Restrictive Covenants  
related to the Real Property**

**(unaffected by the Vesting Order)**

- Any lien and encumbrance as relates to any mineral properties of the Debtor and/or the rights in and to such mineral properties in favour of any governmental or regulatory authority, the rights reserved to or for any governmental or regulatory authority thereunder.
- Any registered easements and any registered restrictions or covenants that run with the mineral properties of the Debtor except those listed on Schedule “C” of the Vesting Order.
- Any rights of way for, or reservations or rights of others relating to, sewers, water lines, gas lines, pipelines, electric lines and telephone lines and other similar products or services related to the mineral properties of the Debtor.
- Any zoning by-laws, ordinances or other restrictions as to the use of real property imposed by any governmental or regulatory authority registered against title to the mineral properties of the Debtor.
- Liens in respect of the indebtedness owing from the Debtor to TEC.

**THIRD EYE CAPITAL CORPORATION**  
Applicant

- and -

**RESSOURCES DIANOR INC. /**  
**INC.**  
Responde

**ONTAR**  
**SUPERIOR COURT**  
**COMMERCL**

**Proceedings commer**

**ORDE**  
**(Sale Approval a**

**FASKEN MARTINEAU**  
333 Bay Street –  
Bay Adelaide Ce  
Toronto, ON M

**Stuart Brotman (LS**  
**Dylan Chochla (LS**

Tel: 416 30  
Fax: 416 30  
sbrotman@fas  
dchochla@fas

**Lawyers for Richter Advis**  
**capacity as Court-appo**  
**Ressources Dianor Inc. / D**

# **APPENDIX "B"**

## Dylan Chochla

---

**From:** Dylan Chochla  
**Sent:** October-26-16 11:49 AM  
**To:** Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Rod Johansen; 'Kluge, Nicholas'  
**Cc:** Massi, Raymond (RMassi@richter.ca); Patel, Pritesh (PPatel@Richter.ca); Stuart Brotman  
**Subject:** Dianor - Sale Approval Order (Issued and Entered)  
**Attachments:** 94368148\_v(1)\_Approval and Vesting Order of Justice Newbould dated Septe....pdf

All,

I attach a copy of the issued and entered Sale Approval Order.

Best regards,  
Dylan

-----  
Dylan Chochla | Associate

T. +1 416 868 3425 | F. +1 416 364 7813  
[dchochla@fasken.com](mailto:dchochla@fasken.com) | <http://www.fasken.com/en/Dylan-Chochla>

Fasken Martineau DuMoulin LLP  
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# APPENDIX "C"

## Dylan Chochla

---

**From:** Rod Johansen <rod@johansenlaw.ca>  
**Sent:** October-26-16 12:21 PM  
**To:** Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Kluge, Nicholas  
**Cc:** Massi, Raymond (RMassi@richter.ca); Patel, Pritesh (PPatel@Richter.ca); Stuart Brotman  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

**Follow Up Flag:** Follow up  
**Flag Status:** Completed

For your information an appeal is under consideration .  
We expect to receive instructions shortly.

If you would please defer cancellation of registered interests in the interim we would appreciate the same.

Rod Johansen  
**Johansen Law Firm**  
Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440  
Fax: 807-474-3400  
Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Dylan Chochla [<mailto:dchochla@fasken.com>]  
**Sent:** Wednesday, October 26, 2016 11:49 AM  
**To:** Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson <[dan@johansenlaw.ca](mailto:dan@johansenlaw.ca)>; Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Kluge, Nicholas <[Nicholas.Kluge@gowlingwlg.com](mailto:Nicholas.Kluge@gowlingwlg.com)>  
**Cc:** Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)) <[RMassi@richter.ca](mailto:RMassi@richter.ca)>; Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)) <[PPatel@Richter.ca](mailto:PPatel@Richter.ca)>; Stuart Brotman <[sbrotman@fasken.com](mailto:sbrotman@fasken.com)>  
**Subject:** Dianor - Sale Approval Order (Issued and Entered)

All,

I attach a copy of the issued and entered Sale Approval Order.

Best regards,  
Dylan

...  
Dylan Chochla | Associate

T. +1 416 868 3425 | F. +1 416 364 7813  
[dchochla@fasken.com](mailto:dchochla@fasken.com) | <http://www.fasken.com/en/Dylan-Chochla>

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## Dylan Chochla

---

**From:** Dylan Chochla  
**Sent:** February-08-17 12:04 PM  
**To:** Dylan Chochla  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

**From:** Rod Johansen [<mailto:rod@johansenlaw.ca>]  
**Sent:** October-26-16 12:40 PM  
**To:** Stuart Brotman  
**Cc:** Dan Matson  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

I understand we have 30 days to appeal and time is running.

The decision to appeal involves a number of considerations.

We anticipate having a decision early next week.

Rod Johansen  
**Johansen Law Firm**  
Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440  
Fax: 807-474-3400  
Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Stuart Brotman [<mailto:sbrotman@fasken.com>]  
**Sent:** Wednesday, October 26, 2016 12:32 PM  
**To:** Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Dylan Chochla <[dchochla@fasken.com](mailto:dchochla@fasken.com)>; Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson <[dan@johansenlaw.ca](mailto:dan@johansenlaw.ca)>; Kluge, Nicholas <[Nicholas.Kluge@gowlingwlg.com](mailto:Nicholas.Kluge@gowlingwlg.com)>  
**Cc:** Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)) <[RMassi@richter.ca](mailto:RMassi@richter.ca)>; Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)) <[PPatel@Richter.ca](mailto:PPatel@Richter.ca)>  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

Rod, it has been three weeks since Justice Newbould released his decision. You have had ample time to obtain instructions with respect to a possible appeal. The transaction is scheduled to close this afternoon. The receiver will deliver the receiver's certificate upon closing, which will render the vesting language in the approval order operative.

Regards,

Stuart Brotman | Partner  
*services provided through a Professional Corporation*

T. +1 416 865 5419 | M. +1 416 457 5226 | F. +1 416 364 7813  
[sbrotman@fasken.com](mailto:sbrotman@fasken.com) | <http://www.fasken.com/en/stuart-brotman>

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**From:** Rod Johansen [<mailto:rod@johansenlaw.ca>]

**Sent:** October-26-16 12:21 PM

**To:** Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Kluge, Nicholas

**Cc:** Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)); Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)); Stuart Brotman

**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

For your information an appeal is under consideration .  
We expect to receive instructions shortly.

If you would please defer cancellation of registered interests in the interim we would appreciate the same.

Rod Johansen

**Johansen Law Firm**

Suite 102 – 981 Balmoral Street

Thunder Bay, ON P7B 0A6

Direct dial: 807-474-4440

Fax: 807-474-3400

Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Dylan Chochla [<mailto:dchochla@fasken.com>]

**Sent:** Wednesday, October 26, 2016 11:49 AM

**To:** Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson <[dan@johansenlaw.ca](mailto:dan@johansenlaw.ca)>; Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Kluge, Nicholas <[Nicholas.Kluge@gowlingwlg.com](mailto:Nicholas.Kluge@gowlingwlg.com)>

**Cc:** Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)) <[RMassi@richter.ca](mailto:RMassi@richter.ca)>; Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)) <[PPatel@Richter.ca](mailto:PPatel@Richter.ca)>; Stuart Brotman <[sbrotman@fasken.com](mailto:sbrotman@fasken.com)>

**Subject:** Dianor - Sale Approval Order (Issued and Entered)

All,

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Best regards,  
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# **APPENDIX "D"**

## Dylan Chochla

---

**From:** Stuart Brotman  
**Sent:** October-26-16 12:32 PM  
**To:** Rod Johansen; Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Kluge, Nicholas  
**Cc:** Massi, Raymond (RMassi@richter.ca); Patel, Pritesh (PPatel@Richter.ca)  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

**Follow Up Flag:** Follow up  
**Flag Status:** Completed

Rod, it has been three weeks since Justice Newbould released his decision. You have had ample time to obtain instructions with respect to a possible appeal. The transaction is scheduled to close this afternoon. The receiver will deliver the receiver's certificate upon closing, which will render the vesting language in the approval order operative.

Regards,

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---

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**Sent:** October-26-16 12:21 PM  
**To:** Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Kluge, Nicholas  
**Cc:** Massi, Raymond (RMassi@richter.ca); Patel, Pritesh (PPatel@Richter.ca); Stuart Brotman  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

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We expect to receive instructions shortly.

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Rod Johansen

**Johansen Law Firm**

Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440  
Fax: 807-474-3400  
Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Dylan Chochla [<mailto:dchochla@fasken.com>]

**Sent:** Wednesday, October 26, 2016 11:49 AM

**To:** Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson <[dan@johansenlaw.ca](mailto:dan@johansenlaw.ca)>; Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Kluge, Nicholas <[Nicholas.Kluge@gowlingwlg.com](mailto:Nicholas.Kluge@gowlingwlg.com)>

**Cc:** Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)) <[RMassi@richter.ca](mailto:RMassi@richter.ca)>; Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)) <[PPatel@Richter.ca](mailto:PPatel@Richter.ca)>; Stuart Brotman <[sbrotman@fasken.com](mailto:sbrotman@fasken.com)>

**Subject:** Dianor - Sale Approval Order (Issued and Entered)

All,

I attach a copy of the issued and entered Sale Approval Order.

Best regards,  
Dylan

-----  
Dylan Chochla | Associate

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[dchochla@fasken.com](mailto:dchochla@fasken.com) | <http://www.fasken.com/en/Dylan-Chochla>

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*Ce message contient des renseignements confidentiels ou privilégiés et est destiné seulement à la personne à qui il est adressé. Si vous avez reçu ce courriel par erreur, S.V.P. le retourner à l'expéditeur et le détruire. Une version détaillée des modalités et conditions d'utilisation se retrouve à l'adresse suivante [http://www.fasken.com/fr/termsfuse\\_email/](http://www.fasken.com/fr/termsfuse_email/).*



## Dylan Chochla

---

**From:** Stuart Brotman  
**Sent:** October-26-16 12:59 PM  
**To:** Rod Johansen  
**Cc:** Dan Matson; Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Nicholas Kluge - Gowling WLG (nicholas.kluge@gowlingwlg.com) (nicholas.kluge@gowlingwlg.com)  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

**Follow Up Flag:** Follow up  
**Flag Status:** Completed

Rod, the appeal period is what it is, but the approval order is not stayed during that period and the parties are not required to wait for the appeal period to expire before acting on the approval order and closing the transaction.

Stuart

---  
Stuart Brotman | Partner  
*services provided through a Professional Corporation*  
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---

**From:** Rod Johansen [mailto:rod@johansenlaw.ca]  
**Sent:** October-26-16 12:40 PM  
**To:** Stuart Brotman  
**Cc:** Dan Matson  
**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

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Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Stuart Brotman [mailto:sbrotman@fasken.com]  
**Sent:** Wednesday, October 26, 2016 12:32 PM  
**To:** Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Dylan Chochla <[dchochla@fasken.com](mailto:dchochla@fasken.com)>; Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson

<dan@johansenlaw.ca>; Kluge, Nicholas <Nicholas.Kluge@gowlingwlg.com>

Cc: Massi, Raymond (RMassi@richter.ca) <RMassi@richter.ca>; Patel, Pritesh (PPatel@Richter.ca) <PPatel@Richter.ca>

Subject: RE: Dianor - Sale Approval Order (Issued and Entered)

Rod, it has been three weeks since Justice Newbould released his decision. You have had ample time to obtain instructions with respect to a possible appeal. The transaction is scheduled to close this afternoon. The receiver will deliver the receiver's certificate upon closing, which will render the vesting language in the approval order operative.

Regards,

Stuart Brotman | Partner  
services provided through a Professional Corporation

T. +1 416 865 5419 | M. +1 416 457 5226 | F. +1 416 364 7813  
sbrotman@fasken.com | <http://www.fasken.com/en/stuart-brotman>

Fasken Martineau DuMoulin LLP  
333 Bay Street, Suite 2400, Toronto, Ontario M5H 2T6



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**From:** Rod Johansen [<mailto:rod@johansenlaw.ca>]

**Sent:** October-26-16 12:21 PM

**To:** Dylan Chochla; Shara N. Roy; Peter J. Osborne; Maria Konyukhova; Dan Matson; Kluge, Nicholas

**Cc:** Massi, Raymond (RMassi@richter.ca); Patel, Pritesh (PPatel@Richter.ca); Stuart Brotman

**Subject:** RE: Dianor - Sale Approval Order (Issued and Entered)

For your information an appeal is under consideration .  
We expect to receive instructions shortly.

if you would please defer cancellation of registered interests in the interim we would appreciate the same.

Rod Johansen  
Johansen Law Firm  
Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440  
Fax: 807-474-3400  
Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Dylan Chochla [<mailto:dchochla@fasken.com>]

**Sent:** Wednesday, October 26, 2016 11:49 AM

To: Shara N. Roy <[sroy@litigate.com](mailto:sroy@litigate.com)>; Peter J. Osborne <[posborne@litigate.com](mailto:posborne@litigate.com)>; Maria Konyukhova <[MKonyukhova@stikeman.com](mailto:MKonyukhova@stikeman.com)>; Dan Matson <[dan@johansenlaw.ca](mailto:dan@johansenlaw.ca)>; Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>; Kluge, Nicholas <[Nicholas.Kluge@gowlingwlg.com](mailto:Nicholas.Kluge@gowlingwlg.com)>  
Cc: Massi, Raymond ([RMassi@richter.ca](mailto:RMassi@richter.ca)) <[RMassi@richter.ca](mailto:RMassi@richter.ca)>; Patel, Pritesh ([PPatel@Richter.ca](mailto:PPatel@Richter.ca)) <[PPatel@Richter.ca](mailto:PPatel@Richter.ca)>; Stuart Brotman <[sbrotman@fasken.com](mailto:sbrotman@fasken.com)>  
Subject: Dianor - Sale Approval Order (Issued and Entered)

All,

I attach a copy of the issued and entered Sale Approval Order.

Best regards,  
Dylan

-----  
Dylan Chochla | Associate

T. +1 416 868 3425 | F. +1 416 364 7813  
[dchochla@fasken.com](mailto:dchochla@fasken.com) | <http://www.fasken.com/en/Dylan-Chochla>

Fasken Martineau DuMoulin LLP  
333 Bay Street, Suite 2400, Toronto, Ontario M5H 2T6



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# **APPENDIX "E"**

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

RECEIVER'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Mew of the Ontario Superior Court of Justice (the "Court") dated August 20, 2015, Richter Advisory Group Inc. was appointed as the receiver (the "Receiver") of the undertaking, property and assets of Ressources Dianor Inc. / Dianor Resources Inc. (the "Debtor").

B. Pursuant to an Order of the Court dated September 27, 2016, the Court approved the agreement of purchase and sale dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the "Amending Agreement") on August 4, 2016 (as amended by the Amending Agreement, the "Sale Agreement") between the Receiver and Third Eye Capital Corporation ("TEC"), as the Sale Agreement was assigned by TEC to 2540575 Ontario Inc. (the "Purchaser") in accordance with its terms, and provided for the vesting in the Purchaser the Debtor's right, title and interest in and to the Sale Assets, which vesting is to be effective with respect to the Sale Assets upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by or on behalf of the Purchaser of the Purchase Price for the Sale Assets; (ii) that the conditions to Closing as set out in Article 8 of the Sale Agreement

have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

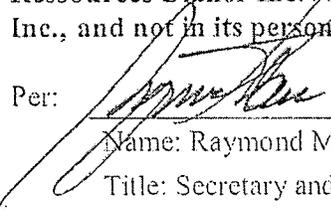
1. The Purchaser has paid, or caused to be paid, and the Receiver has received the Purchase Price for the Sale Assets payable on the Closing Date pursuant to the Sale Agreement;

2. The conditions to Closing as set out in Article 8 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and

3. The Transaction has been completed to the satisfaction of the Receiver.

4. This Certificate was delivered by the Receiver at 4:28 p.m. [TIME] on October 26 2016 [DATE].

RICHTER ADVISORY GROUP INC.,  
in its capacity as Court-appointed Receiver of  
the undertaking, property and assets of  
Ressources Dianor Inc. / Dianor Resources  
Inc., and not in its personal capacity

Per: 

Name: Raymond Massi

Title: Secretary and Partner

THIRD EYE CAPITAL CORPORATION  
Applicant

- and -

RESSOURCES DIANOR INC. ,  
INC.  
Responde

ONTAR  
SUPERIOR COURT  
COMMERCL  
Proceedings commer

RECEIVER'S CE

FASKEN MARTINEAU  
333 Bay Street –  
Bay Adelaide Ce  
Toronto, ON M  
Stuart Brotman (L  
Dylan Chochla (L  
Tel: 416 30  
Fax: 416 30  
sbrotman@fas  
dchochla@fas

Lawyers for Richter Advis  
capacity as Court-appc  
Ressources Dianor Inc. / D

# **APPENDIX "F"**

The applicant(s) hereby applies to the Land Registrar.

**Properties**

- PIN* 31158 - 0129 LT
- Description* PCL 2393 SEC AWS; PT MINING CLAIM SSM8264 CHABANEL AS IN A4639 RESERVING THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORES OF THE MAGPIE RIVER; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0158 LT
- Description* MINERAL RIGHTS ONLY; MINING CLAIM SSM21167 CHABANEL BEING LAND AND LAND UNDER THE WATER OF A SMALL UNNAMED LAKE; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0160 LT
- Description* MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21169 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; PT MINING CLAIM SSM21171 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0162 LT
- Description* MINERAL RIGHTS ONLY; MINING CLAIM SSM21166 CHABANEL; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0164 LT
- Description* MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21168 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0166 LT
- Description* MINING RIGHTS ONLY; PCL 38 SEC MICH; MINING CLAIM SSM15445 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF BROOKS LAKE; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0168 LT
- Description* MINING RIGHTS ONLY; PCL 39 SEC MICH; MINING CLAIM SSM18637 CHABANEL; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0170 LT
- Description* MINING RIGHTS ONLY; PCL 40 SEC MICH; MINING CLAIM SSM18638 CHABANEL; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0172 LT
- Description* MINING RIGHTS ONLY; PCL 41 SEC MICH; PT MINING CLAIM SSM18639 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
- Address* DISTRICT OF ALGOMA
  
- PIN* 31158 - 0174 LT
- Description* MINING RIGHTS ONLY; PCL 42 SEC MICH; MINING CLAIM SSM18640 CHABANEL

The applicant(s) hereby applies to the Land Registrar.

**Properties**

- PIN* 31158 - 0180 LT  
*Description* MINING RIGHTS ONLY; PCL 45 SEC MICH; MINING CLAIM SSM18643 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0182 LT  
*Description* MINING RIGHTS ONLY; PCL 46 SEC MICH; MINING CLAIM SSM18644 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0184 LT  
*Description* MINING RIGHTS ONLY; PCL 47 SEC MICH; PT MINING CLAIM SSM18645 CHABANEL AS IN A7369; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0186 LT  
*Description* MINING RIGHTS ONLY; PCL 48 SEC MICH; MINING CLAIM SSM23011 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0188 LT  
*Description* MINING RIGHTS ONLY; PCL 49 SEC MICH; MINING CLAIM SSM23012 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0190 LT  
*Description* MINING RIGHTS ONLY; PCL 147 SEC MICH; MINING CLAIM SSM23543 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0192 LT  
*Description* MINING RIGHTS ONLY; PCL 150 SEC MICH; MINING CLAIM SSM22874 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0194 LT  
*Description* MINING RIGHTS ONLY; PCL 153 SEC MICH; MINING CLAIM SSM13687 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0196 LT  
*Description* MINING RIGHTS ONLY; PCL 156 SEC MICH; MINING CLAIM SSM23544 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA
- PIN* 31158 - 0198 LT  
*Description* MINING RIGHTS ONLY; PCL 182 SEC MICH; MINING CLAIM SSM22714 CHABANEL; MICHIPICOTEN  
*Address* DISTRICT OF ALGOMA

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 3 of 21

<b>Properties</b>
-------------------

<i>PIN</i>	31158 - 0206 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 207 SEC MICH; MINING CLAIM SSM22718 CHABANEL; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0208 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 208 SEC MICH; MINING CLAIM SSM22719 CHABANEL; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0210 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 212 SEC MICH; MINING CLAIM SSM22726 CHABANEL; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0212 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 220 SEC MICH; MINING CLAIM SSM22721 CHABANEL; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0214 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 225 SEC MICH; MINING CLAIM SSM22722 CHABANEL; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0216 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 229 SEC MICH; MINING CLAIM SSM13683 CHABANEL EXCEPT THEREOUT AND THEREFROM THE ROW OF THE ALGOMA CENTRAL AND HUDSON BAY RAILWAY CROSSING THE SAID LANDS; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0218 LT
<i>Description</i>	MINING RIGHTS ONLY; PCL 12787 SEC AWS; MINING CLAIM SSM17333 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7045; MINING CLAIM SSM17334 CHABANEL AS SHOWN ON PLAN ATTACHED TO PATENT A7046; MINING CLAIM SSM17335 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7047; MINING CLAIM SSM17336 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7048; MINING CLAIM SSM17337 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7049; MINING CLAIM SSM17338 CHABANEL BEING LAND AND LAND UNDER THE WATER OF THE TWO UNNAMED PONDS AS SHOWN ON PL ATTACHED TO PATENT A7050; MINING CLAIM SSM17339 CHABANEL BEING LAND AND LAND UNDER THE WATER FO AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7051; MINING CLAIM SSM17340 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7052; MINING CLAIM SSM17341 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7053; MINING CLAIM SSM17342 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7054; MINING CLAIM SSM17343 CHABANEL BEING LAND AND LAND UNDER THE WATER OF BROOKS LAKE AS SHOWN ON PL ATTACHED TO PATENT A7055; MICHIPICOTEN
<i>Address</i>	DISTRICT OF ALGOMA
<i>PIN</i>	31158 - 0220 LT

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 4 of 21

**Properties**

PIN 31158 - 0222 LT

Description MINING RIGHTS ONLY; PCL 12786 SEC AWS; MINING CLAIM SSM17358 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7061; MINING CLAIM SSM17359 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7062; MINING CLAIM SSM17362 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED LAKE AS SHOWN ON PL ATTACHED TO PATENT A7065; MINING CLAIM SSM17363 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7066; MINING CLAIM SSM17361 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A 7064; PT MINING CLAIM SSM17360 CHABANEL NOT COVERED BY THE WATER OF LENA LAKE BUT INCLUDING LAND UNDER THE WATER OF AN UNNAMED LAKE WITHIN THE LIMITS OF THIS MINING CLAIM AS SHOWN ON PL ATTACHED TO PATENT A7063; MICHIPICOTEN

Address DISTRICT OF ALGOMA

**Consideration**

Consideration \$ 5,012,149.52

**Party From(s)**

Name ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

Address for Service Toronto, Ontario

**Owner(s)**

Capacity

Share

Name 2540575 ONTARIO INC.

Address for Service 3930 - 161 Bay Street  
Toronto, ON  
M5J 2S1**Statements**

The applicant who is authorized by court order See Schedules which is still in full force and effect, applies to have the register amended as follows: 2540575 ONTARIO INC. is to be entered as the owner of the properties described herein in fee simple. The following encumbrances (collectively, the "Encumbrances") are to be deleted and expunged from title to the properties described herein: (i) a notice registered on March 2, 2005 as Instrument No. LT254680; (ii) a notice registered on August 20, 2008 as Instrument No. AL40749; (iii) a notice registered on May 15, 2009 as Instrument No. AL53601; (iv) a notice registered on August 18, 2009 as Instrument No. AL58043; (v) a notice registered on December 4, 2013 as Instrument No. AL126350; (vi) Execution No. 12-0000339 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc.; and (vii) Execution No. 12-0000340 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc..

I, Andrew John Graves Elliott, solicitor make the following law statement : (i) all of the conditions set out in the attached Court Order File No. CV-15-11080-00CL dated September 27, 2016 (the "Court Order") that are required to be met in order to give effect to the vesting of title to the properties described herein to 2540575 ONTARIO INC., free and clear of the Encumbrances as aforesaid, have been fulfilled; and (ii) the Court Order is still in full force and effect..

This document relates to registration no.(s)LT254680, AL40749, AL53601, AL58043, AL126350

The applicant(s) hereby applies to the Land Registrar.

**Submitted By**

STIKEMAN ELLIOTT  
199 Bay Street, Suite 5300  
Toronto  
M5L 1B9  
2016 10 26

Tel 416-869-5500  
Fax 416-947-0866

**Fees/Taxes/Payment**

Statutory Registration Fee	\$62.85
Provincial Land Transfer Tax	\$0.00
Total Paid	\$62.85

**File Number**

Owner Client File Number : 1205361015

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## LAND TRANSFER TAX STATEMENTS

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In the matter of the conveyance of:

- 31158 - 0129 PCL 2393 SEC AWS; PT MINING CLAIM SSM8264 CHABANEL AS IN A4639 RESERVING THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORES OF THE MAGPIE RIVER; MICHIPICOTEN
- 31158 - 0158 MINERAL RIGHTS ONLY; MINING CLAIM SSM21167 CHABANEL BEING LAND AND LAND UNDER THE WATER OF A SMALL UNNAMED LAKE; MICHIPICOTEN
- 31158 - 0160 MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21169 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; PT MINING CLAIM SSM21171 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
- 31158 - 0162 MINERAL RIGHTS ONLY; MINING CLAIM SSM21166 CHABANEL; MICHIPICOTEN
- 31158 - 0164 MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21168 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
- 31158 - 0166 MINING RIGHTS ONLY; PCL 38 SEC MICH; MINING CLAIM SSM15445 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF BROOKS LAKE; MICHIPICOTEN
- 31158 - 0168 MINING RIGHTS ONLY; PCL 39 SEC MICH; MINING CLAIM SSM18637 CHABANEL; MICHIPICOTEN
- 31158 - 0170 MINING RIGHTS ONLY; PCL 40 SEC MICH; MINING CLAIM SSM18638 CHABANEL; MICHIPICOTEN
- 31158 - 0172 MINING RIGHTS ONLY; PCL 41 SEC MICH; PT MINING CLAIM SSM18639 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
- 31158 - 0174 MINING RIGHTS ONLY; PCL 42 SEC MICH; MINING CLAIM SSM18640 CHABANEL , BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
- 31158 - 0176 MINING RIGHTS ONLY; PCL 43 SEC MICH; PT MINING CLAIM SSM18641 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
- 31158 - 0178 MINING RIGHTS ONLY; PCL 44 SEC MICH; PT MINING CLAIM SSM18642 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
- 31158 - 0180 MINING RIGHTS ONLY; PCL 45 SEC MICH; MINING CLAIM SSM18643 CHABANEL; MICHIPICOTEN
- 31158 - 0182 MINING RIGHTS ONLY; PCL 46 SEC MICH; MINING CLAIM SSM18644 CHABANEL; MICHIPICOTEN
- 31158 - 0184 MINING RIGHTS ONLY; PCL 47 SEC MICH; PT MINING CLAIM SSM18645 CHABANEL AS IN A7369; MICHIPICOTEN
- 31158 - 0186 MINING RIGHTS ONLY; PCL 48 SEC MICH; MINING CLAIM SSM23011 CHABANEL; MICHIPICOTEN
- 31158 - 0188 MINING RIGHTS ONLY; PCL 49 SEC MICH; MINING CLAIM SSM23012 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
- 31158 - 0190 MINING RIGHTS ONLY; PCL 147 SEC MICH; MINING CLAIM SSM23543 CHABANEL; MICHIPICOTEN
- 31158 - 0192 MINING RIGHTS ONLY; PCL 150 SEC MICH; MINING CLAIM SSM22874 CHABANEL; MICHIPICOTEN
- 31158 - 0194 MINING RIGHTS ONLY; PCL 153 SEC MICH; MINING CLAIM SSM13687 CHABANEL; MICHIPICOTEN
- 31158 - 0196 MINING RIGHTS ONLY; PCL 156 SEC MICH; MINING CLAIM SSM23544 CHABANEL; MICHIPICOTEN

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**LAND TRANSFER TAX STATEMENTS**

---

- 31158 - 0210 MINING RIGHTS ONLY; PCL 212 SEC MICH; MINING CLAIM SSM22726 CHABANEL; MICHIPICOTEN
- 31158 - 0212 MINING RIGHTS ONLY; PCL 220 SEC MICH; MINING CLAIM SSM22721 CHABANEL; MICHIPICOTEN
- 31158 - 0214 MINING RIGHTS ONLY; PCL 225 SEC MICH; MINING CLAIM SSM22722 CHABANEL; MICHIPICOTEN
- 31158 - 0216 MINING RIGHTS ONLY; PCL 229 SEC MICH; MINING CLAIM SSM13683 CHABANEL EXCEPT THEREOUT AND THEREFROM THE ROW OF THE ALGOMA CENTRAL AND HUDSON BAY RAILWAY CROSSING THE SAID LANDS; MICHIPICOTEN
- 31158 - 0218 MINING RIGHTS ONLY; PCL 12787 SEC AWS; MINING CLAIM SSM17333 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7045; MINING CLAIM SSM17334 CHABANEL AS SHOWN ON PLAN ATTACHED TO PATENT A7046; MINING CLAIM SSM17335 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7047; MINING CLAIM SSM17336 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7048; MINING CLAIM SSM17337 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7049; MINING CLAIM SSM17338 CHABANEL BEING LAND AND LAND UNDER THE WATER OF THE TWO UNNAMED PONDS AS SHOWN ON PL ATTACHED TO PATENT A7050; MINING CLAIM SSM17339 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7051; MINING CLAIM SSM17340 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7052; MINING CLAIM SSM17341 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7053; MINING CLAIM SSM17342 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7054; MINING CLAIM SSM17343 CHABANEL BEING LAND AND LAND UNDER THE WATER OF BROOKS LAKE AS SHOWN ON PL ATTACHED TO PATENT A7055; MICHIPICOTEN
- 31158 - 0220 MINING RIGHTS ONLY; PCL 12788 SEC AWS; PT MINING CLAIM SSM17650 CHABANEL NOT COVERED BY THE WATERS OF LENA LAKE AS SHOWN ON PLAN ATTACHED TO PATENT A-7037; MICHIPICOTEN
- 31158 - 0222 MINING RIGHTS ONLY; PCL 12786 SEC AWS; MINING CLAIM SSM17358 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7061; MINING CLAIM SSM17359 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7062; MINING CLAIM SSM17362 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED LAKE AS SHOWN ON PL ATTACHED TO PATENT A7065; MINING CLAIM SSM17363 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7066; MINING CLAIM SSM17361 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A 7064; PT MINING CLAIM SSM17360 CHABANEL NOT COVERED BY THE WATER OF LENA LAKE BUT INCLUDING LAND UNDER THE WATER OF AN UNNAMED LAKE WITHIN THE LIMITS OF THIS MINING CLAIM AS SHOWN ON PL ATTACHED TO PATENT A7063; MICHIPICOTEN

---

BY: ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

TO: 2540575 ONTARIO INC.

%(all PINs)

---

1. ARIF N. BHALWANI

I am

- (a) A person in trust for whom the land conveyed in the above-described conveyance is being conveyed;
- (b) A trustee named in the above-described conveyance to whom the land is being conveyed;
- (c) A transferee named in the above-described conveyance;
- (d) The authorized agent or solicitor acting in this transaction for \_\_\_\_ described in paragraph(s) ( ) above.
- (e) The President, Vice-President, Manager, Secretary, Director, or Treasurer authorized to act for 2540575 ONTARIO INC. described in paragraph(s) (c) above.
- (f) A transferee described in paragraph ( ) and am making these statements on my own behalf and on behalf of

## LAND TRANSFER TAX STATEMENTS

### 3. The total consideration for this transaction is allocated as follows:

(a) Monies paid or to be paid in cash	5,012,149.52
(b) Mortgages (i) assumed (show principal and interest to be credited against purchase price)	0.00
(ii) Given Back to Vendor	0.00
(c) Property transferred in exchange (detail below)	0.00
(d) Fair market value of the land(s)	0.00
(e) Liens, legacies, annuities and maintenance charges to which transfer is subject	0.00
(f) Other valuable consideration subject to land transfer tax (detail below)	0.00
(g) Value of land, building, fixtures and goodwill subject to land transfer tax (total of (a) to (f))	5,012,149.52
(h) VALUE OF ALL CHATTELS - items of tangible personal property	0.00
(i) Other considerations for transaction not included in (g) or (h) above	0.00
(j) Total consideration	5,012,149.52

### 6. Other remarks and explanations, if necessary.

1. This conveyance is of mineral rights only or is the transfer of a surface rights option and is therefore not subject to tax pursuant to Regulation 703 RRO 1990.

### PROPERTY Information Record

A. Nature of Instrument:	Application For Vesting Order		
	LRO 1	Registration No. AL166285	Date: 2016/10/26
B. Property(s):	PIN 31158 - 0129	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0158	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0160	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0162	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0164	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0166	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0168	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0170	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0172	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0174	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0176	Address	Assessment Roll No -
		DISTRICT OF ALGOMA	
	PIN 31158 - 0178	Address	Assessment Roll No -

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**LAND TRANSFER TAX STATEMENTS**

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B. Property(s):	PIN 31158 - 0188	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0190	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0192	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0194	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0196	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0198	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0200	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0202	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0204	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0206	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0208	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0210	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0212	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0214	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0216	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0218	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0220	Address	DISTRICT OF ALGOMA	Assessment Roll No	-
	PIN 31158 - 0222	Address	-----	Assessment Roll No	-

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## LAND TRANSFER TAX STATEMENTS

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D. (i) Last Conveyance(s):

PIN 31158 - 0174	Registration No.	AL47216
PIN 31158 - 0176	Registration No.	AL47216
PIN 31158 - 0178	Registration No.	AL47216
PIN 31158 - 0180	Registration No.	AL47216
PIN 31158 - 0182	Registration No.	AL47216
PIN 31158 - 0184	Registration No.	AL47216
PIN 31158 - 0186	Registration No.	AL47216
PIN 31158 - 0188	Registration No.	AL47216
PIN 31158 - 0190	Registration No.	AL47216
PIN 31158 - 0192	Registration No.	AL47216
PIN 31158 - 0194	Registration No.	AL47216
PIN 31158 - 0196	Registration No.	AL47216
PIN 31158 - 0198	Registration No.	AL47216
PIN 31158 - 0200	Registration No.	AL47216
PIN 31158 - 0202	Registration No.	AL47216
PIN 31158 - 0204	Registration No.	AL47216
PIN 31158 - 0206	Registration No.	AL47216
PIN 31158 - 0208	Registration No.	AL47216
PIN 31158 - 0210	Registration No.	AL47216
PIN 31158 - 0212	Registration No.	AL47216
PIN 31158 - 0214	Registration No.	AL47216
PIN 31158 - 0216	Registration No.	AL47216
PIN 31158 - 0218	Registration No.	AL47216
PIN 31158 - 0220	Registration No.	AL47216
PIN 31158 - 0222	Registration No.	AL47216

(ii) Legal Description for Property Conveyed : Same as in last conveyance? Yes  No  Not known

E. Tax Statements Prepared By: Andrew John Graves Elliott  
199 Bay Street, Suite 5300  
Toronto M5L 1B9

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE MR. ) TUESDAY, THE 27<sup>th</sup>  
JUSTICE NEWBOULD ) DAY OF SEPTEMBER, 2016

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

APPLICATION UNDER SECTION 243 OF THE *BANKRUPTCY AND  
INSOLVENCY ACT* AND SECTION 101 OF THE *COURTS OF JUSTICE  
ACT*

APPROVAL AND VESTING ORDER

THIS MOTION, made by Richter Advisory Group Inc. in its capacity as Court-appointed receiver (the "Receiver") without security, of all of the assets, undertakings and properties of Ressources Dianor Inc. / Dianor Resources Inc. (the "Debtor") acquired for, or used in relation to a business carried on by the Debtor, including all proceeds thereof, for an order approving, *inter alia*, the sale transaction (the "Transaction") contemplated by an agreement of purchase and sale between the Receiver and Third Eye Capital Corporation ("TEC") dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the "Amending Agreement") dated August 4, 2016 (as amended by the Amending Agreement, the

“Sale Agreement”), and appended to the second report of the Receiver dated August 8, 2016 (the “Report”), as the Sale Agreement is to be assigned by TEC to 2540575 Ontario Inc. (the “Purchaser”) in accordance with its terms, and vesting in the Purchaser the Debtor’s right, title and interest in and to the assets described in the Sale Agreement, including without limitation the real property and unpatented mining claims identified in Schedule “B” hereto (the “Sale Assets”), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report and the schedules thereto, and on hearing the submissions of counsel for the Receiver, counsel for the Purchaser, counsel for 2350614 Ontario Inc. and counsel for Ernst & Young LLP, in its capacity as Monitor of Essar Steel Algoma Inc., no one appearing for any other person on the service list, although duly served as appears from the affidavit of Irene Artuso sworn August 9, 2016, filed:

**SERVICE**

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion Record herein be and is hereby abridged and the service thereof validated so that the Motion is properly returnable today.

**SALE APPROVAL**

2. THIS COURT ORDERS AND DECLARES that the Transaction is hereby approved, and the execution of the Sale Agreement (including, for certainty, the Amending Agreement) by the Receiver be and is hereby authorized, ratified and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Sale Assets to the Purchaser.

3. THIS COURT ORDERS AND DECLARES that upon the delivery of a Receiver’s certificate to the Purchaser substantially in the form attached as Schedule A hereto (the “Receiver’s Certificate”), all of the Debtor’s right, title and interest in and to the Sale Assets described in the Sale Agreement shall vest absolutely and exclusively in and with the Purchaser free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), encumbrances, hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, royalties, profits interests or other

financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "Claims") including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Mr. Justice Mew dated August 20, 2015; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed on Schedule C hereto (all of which are collectively referred to as the "Encumbrances", which term shall not include the permitted encumbrances, easements and restrictive covenants listed on Schedule D) and, for greater certainty, this Court ORDERS that all of the Encumbrances affecting or relating to the Sale Assets are hereby expunged, radiated, cancelled and discharged as against the Sale Assets.

4. THIS COURT ORDERS that upon the registration of this Vesting Order in the Land Registry Office for the Land Titles Division of Algoma with an Application for Vesting Order in the form prescribed by the *Land Titles Act* and/or the *Land Registration Reform Act*, the Land Registrar is hereby directed to enter the Purchaser as the owner of the real property identified in Part 1 of Schedule B hereto (the "Property") in fee simple, and is hereby directed to delete and expunge from title to the Property all Claims, including (but not limited to) all of the Claims listed in Schedule C hereto denoted as pertaining to the Property.

4A. THIS COURT ORDERS that upon the filing in the Provincial Recording Office for the Province of Ontario, Ministry of Northern Development and Mines, of a copy of this Vesting Order, the Provincial Mining Recorder is hereby directed to enter the Purchaser as the recorded holder of the mining claims identified in Part 2 of Schedule B hereto (collectively, the "Unpatented Mining Claims") as to a 100% interest, and is hereby directed to delete and expunge from the mining claim abstracts for the Unpatented Mining Claims all Claims, including (but not limited to) all of the Claims listed in Schedule C hereto denoted as pertaining to the Unpatented Mining Claims.

5. THIS COURT ORDERS AND DIRECTS that the Receiver shall pay

- (a) \$150,000 to Essar Steel Algoma Inc. ("Essar"); and
- (b) \$250,000 to 2350614 Ontario Inc. ("235Co"),

in full and final satisfaction of any rights or claims that Essar or 235Co may have in the Property or the Unpatented Mining Claims or as against the Debtor (hereinafter referred to as the "Essar Claims" and the "235Co Claims", respectively), and, for the purposes of determining the nature and priority of Claims, from and after the delivery of the Receiver's Certificate, the Essar Claims and the 235Co Claims shall attach only to the payments to Essar and to 235Co described above at subparagraphs 5(a) and (b) and, for greater certainty, the Essar Claims and the 235Co Claims shall not attach to the remainder of the net proceeds from the sale of the Sale Assets.

6. THIS COURT ORDERS that, subject to paragraph 7 of this Order, for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Sale Assets shall stand in the place and stead of the Sale Assets, and that from and after the delivery of the Receiver's Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Sale Assets with the same priority as they had with respect to the Sale Assets immediately prior to the sale, as if the Sale Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

7. THIS COURT ORDERS AND DIRECTS the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

8. THIS COURT ORDERS AND DIRECTS that the Purchaser shall, subject to the requirements of the *Mining Act*, be permitted to enter, use and occupy such part or parts of the surface rights corresponding to the Sale Assets as are necessary for the purpose of prospecting and the efficient exploration, development and operation of the mines, minerals and mining rights therein except to sand, peat and gravel.

9. THIS COURT ORDERS that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Receiver is authorized and permitted to disclose and transfer to the Purchaser all human resources and payroll information in the Company's records pertaining to the Debtor's past and current employees. The Purchaser shall maintain and protect the privacy of such information and shall be entitled to use the personal information provided to it in a manner which is in all material respects identical to the prior use of such information by the Debtor.

10. THIS COURT ORDERS that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtor and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtor;

the vesting of the Sale Assets in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtor and shall not be void or voidable by creditors of the Debtor, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada), or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

11. THIS COURT ORDERS AND DECLARES that the Transaction is exempt from the application of the *Bulk Sales Act* (Ontario).

#### APPROVAL OF RECEIVER'S REPORT

12. THIS COURT ORDERS that the Report and the activities of the Receiver referred to therein be and are hereby approved.

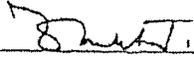
#### SEALING ORDER

13. THIS COURT ORDERS that Confidential Appendix "1" of the Report, filed separately with the Court, shall be sealed in the Court File pending further Order of the Court.

#### GENERAL

14. 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 Receiver and its 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 Receiver, as an officer of this

Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

  
\_\_\_\_\_

ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

OCT 26 2016

PER / PAR: 

Schedule A – Form of Receiver’s Certificate

Court File No. CV-15-11080-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

THIRD EYE CAPITAL CORPORATION

Applicant

- and -

RESSOURCES DIANOR INC. / DIANOR RESOURCES INC.

Respondent

RECEIVER’S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Mew of the Ontario Superior Court of Justice (the “Court”) dated August 20, 2015, Richter Advisory Group Inc. was appointed as the receiver (the “Receiver”) of the undertaking, property and assets of Ressources Dianor Inc. / Dianor Resources Inc. (the “Debtor”).

B. Pursuant to an Order of the Court dated September 27, 2016, the Court approved the agreement of purchase and sale dated November 23, 2015 and accepted on December 11, 2015, as amended by an amending agreement (the “Amending Agreement”) on August 4, 2016 (as amended by the Amending Agreement, the “Sale Agreement”) between the Receiver and Third Eye Capital Corporation (“TEC”), as the Sale Agreement was assigned by TEC to 2540575 Ontario Inc. (the “Purchaser”) in accordance with its terms, and provided for the vesting in the Purchaser the Debtor’s right, title and interest in and to the Sale Assets, which vesting is to be effective with respect to the Sale Assets upon the delivery by the Receiver to the Purchaser of a

certificate confirming (i) the payment by or on behalf of the Purchaser of the Purchase Price for the Sale Assets; (ii) that the conditions to Closing as set out in Article 8 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid, or caused to be paid, and the Receiver has received the Purchase Price for the Sale Assets payable on the Closing Date pursuant to the Sale Agreement;
2. The conditions to Closing as set out in Article 8 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at \_\_\_\_\_ [TIME] on \_\_\_\_\_ [DATE].

**RICHTER ADVISORY GROUP INC.,**  
in its capacity as Court-appointed Receiver of  
the undertaking, property and assets of  
Ressources Dianor Inc. / Dianor Resources  
Inc., and not in its personal capacity

Per: \_\_\_\_\_

Name:

Title:

Schedule B – Sale Assets (Real Property)

PART 1 - PATENTED CLAIMS – Legal description of the Property

1. PIN 31158-0129 (LT) BEING PCL 2393 SEC AWS; PT MINING CLAIM SSM8264 CHABANEL AS IN A4639 RESERVING THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORES OF THE MAGPIE RIVER; MICHIPICOTEN
2. PIN 31158-0158 (LT) BEING MINERAL RIGHTS ONLY; MINING CLAIM SSM21167 CHABANEL BEING LAND AND LAND UNDER THE WATER OF A SMALL UNNAMED LAKE; MICHIPICOTEN
3. PIN 31158-0160 (LT) BEING MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21169 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; PT MINING CLAIM SSM21171 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
4. PIN 31158-0162 (LT) BEING MINERAL RIGHTS ONLY; MINING CLAIM SSM21166 CHABANEL; MICHIPICOTEN
5. PIN 31158-0164 (LT) BEING MINERAL RIGHTS ONLY; PT MINING CLAIM SSM21168 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF LENA LAKE; MICHIPICOTEN
6. PIN 31158-0166 (LT) BEING MINING RIGHTS ONLY; PCL 38 SEC MICH; MINING CLAIM SSM15445 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF BROOKS LAKE; MICHIPICOTEN
7. PIN 31158-0168 (LT) BEING MINING RIGHTS ONLY; PCL 39 SEC MICH; MINING CLAIM SSM18637 CHABANEL; MICHIPICOTEN
8. PIN 31158-0170 (LT) BEING MINING RIGHTS ONLY; PCL 40 SEC MICH; MINING CLAIM SSM18638 CHABANEL; MICHIPICOTEN
9. PIN 31158-0172 (LT) BEING MINING RIGHTS ONLY; PCL 41 SEC MICH; PT MINING CLAIM SSM18639 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
10. PIN 31158-0174 (LT) BEING MINING RIGHTS ONLY; PCL 42 SEC MICH; MINING CLAIM SSM18640 CHABANEL , BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
11. PIN 31158-0176 (LT) BEING MINING RIGHTS ONLY; PCL 43 SEC MICH; PT MINING CLAIM SSM18641 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
12. PIN 31158-0178 (LT) BEING MINING RIGHTS ONLY; PCL 44 SEC MICH; PT MINING CLAIM SSM18642 CHABANEL BEING THAT PT NOT COVERED BY THE WATERS OF MILDRED LAKE; MICHIPICOTEN
13. PIN 31158-0180 (LT) BEING MINING RIGHTS ONLY; PCL 45 SEC MICH; MINING CLAIM SSM18643 CHABANEL; MICHIPICOTEN

14. PIN 31158-0182 (LT) BEING MINING RIGHTS ONLY; PCL 46 SEC MICH; MINING CLAIM SSM18644 CHABANEL; MICHIPICOTEN
15. PIN 31158-0184 (LT) BEING MINING RIGHTS ONLY; PCL 47 SEC MICH; PT MINING CLAIM SSM18645 CHABANEL AS IN A7369; MICHIPICOTEN
16. PIN 31158-0186 (LT) BEING MINING RIGHTS ONLY; PCL 48 SEC MICH; MINING CLAIM SSM23011 CHABANEL; MICHIPICOTEN
17. PIN 31158-0188 (LT) BEING MINING RIGHTS ONLY; PCL 49 SEC MICH; MINING CLAIM SSM23012 CHABANEL BEING LAND AND LAND COVERED WITH THE WATER OF PT OF AN UNNAMED LAKE; MICHIPICOTEN
18. PIN 31158-0190 (LT) BEING MINING RIGHTS ONLY; PCL 147 SEC MICH; MINING CLAIM SSM23543 CHABANEL; MICHIPICOTEN
19. PIN 31158-0192 (LT) BEING MINING RIGHTS ONLY; PCL 150 SEC MICH; MINING CLAIM SSM22874 CHABANEL; MICHIPICOTEN
20. PIN 31158-0194 (LT) BEING MINING RIGHTS ONLY; PCL 153 SEC MICH; MINING CLAIM SSM13687 CHABANEL; MICHIPICOTEN
21. PIN 31158-0196 (LT) BEING MINING RIGHTS ONLY; PCL 156 SEC MICH; MINING CLAIM SSM23544 CHABANEL; MICHIPICOTEN
22. PIN 31158-0198 (LT) BEING MINING RIGHTS ONLY; PCL 182 SEC MICH; MINING CLAIM SSM22714 CHABANEL; MICHIPICOTEN
23. PIN 31158-0200 (LT) BEING MINING RIGHTS ONLY; PCL 187 SEC MICH; MINING CLAIM SSM13686 CHABANEL; MICHIPICOTEN
24. PIN 31158-0202 (LT) BEING MINING RIGHTS ONLY; PCL 195 SEC MICH; MINING CLAIM SSM22946 CHABANEL; MICHIPICOTEN
25. PIN 31158-0204 (LT) BEING MINING RIGHTS ONLY; PCL 196 SEC MICH; PT MINING CLAIM SSM22945 CHABANEL AS IN A7591; MICHIPICOTEN
26. PIN 31158-0206 (LT) BEING MINING RIGHTS ONLY; PCL 207 SEC MICH; MINING CLAIM SSM22718 CHABANEL; MICHIPICOTEN
27. PIN 31158-0208 (LT) BEING MINING RIGHTS ONLY; PCL 208 SEC MICH; MINING CLAIM SSM22719 CHABANEL; MICHIPICOTEN
28. PIN 31158-0210 (LT) BEING MINING RIGHTS ONLY; PCL 212 SEC MICH; MINING CLAIM SSM22726 CHABANEL; MICHIPICOTEN
29. PIN 31158-0212 (LT) BEING MINING RIGHTS ONLY; PCL 220 SEC MICH; MINING CLAIM SSM22721 CHABANEL; MICHIPICOTEN
30. PIN 31158-0214 (LT) BEING MINING RIGHTS ONLY; PCL 225 SEC MICH; MINING CLAIM SSM22722 CHABANEL; MICHIPICOTEN

31. PIN 31158-0216 (LT) BEING MINING RIGHTS ONLY; PCL 229 SEC MICH; MINING CLAIM SSM13683 CHABANEL EXCEPT THEREOUT AND THEREFROM THE ROW OF THE ALGOMA CENTRAL AND HUDSON BAY RAILWAY CROSSING THE SAID LANDS; MICHIPICOTEN
32. PIN 31158-0218 (LT) BEING MINING RIGHTS ONLY; PCL 12787 SEC AWS; MINING CLAIM SSM17333 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7045; MINING CLAIM SSM17334 CHABANEL AS SHOWN ON PLAN ATTACHED TO PATENT A7046; MINING CLAIM SSM17335 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7047; MINING CLAIM SSM17336 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7048; MINING CLAIM SSM17337 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7049; MINING CLAIM SSM17338 CHABANEL BEING LAND AND LAND UNDER THE WATER OF THE TWO UNNAMED PONDS AS SHOWN ON PL ATTACHED TO PATENT A7050; MINING CLAIM SSM17339 CHABANEL BEING LAND AND LAND UNDER THE WATER FO AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7051; MINING CLAIM SSM17340 CHABANEL BEING LAND AND LAND UNDER THE WATER OF AN UNNAMED POND AS SHOWN ON PL ATTACHED TO PATENT A7052; MINING CLAIM SSM17341 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7053; MINING CLAIM SSM17342 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A7054; MINING CLAIM SSM17343 CHABANEL BEING LAND AND LAND UNDER THE WATER OF BROOKS LAKE AS SHOWN ON PL ATTACHED TO PATENT A7055; MICHIPICOTEN
33. PIN 31158-0220 (LT) BEING MINING RIGHTS ONLY; PCL 12788 SEC AWS; PT MINING CLAIM SSM17650 CHABANEL NOT COVERED BY THE WATERS OF LENA LAKE AS SHOWN ON PLAN ATTACHED TO PATENT A-7037; MICHIPICOTEN
34. PIN 31158-0222 (LT) BEING MINING RIGHTS ONLY; PCL 12786 SEC AWS; MINING CLAIM SSM17358 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7061; MINING CLAIM SSM17359 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7062; MINING CLAIM SSM17362 CHABANEL BEING LAND AND LAND COVERED BY THE WATER OF AN UNNAMED LAKE AS SHOWN ON PL ATTACHED TO PATENT A7065; MINING CLAIM SSM17363 CHABANEL AS OUTLINED IN RED ON PL ATTACHED TO PATENT A7066; MINING CLAIM SSM17361 CHABANEL AS SHOWN ON PL ATTACHED TO PATENT A 7064; PT MINING CLAIM SSM17360 CHABANEL NOT COVERED BY THE WATER OF LENA LAKE BUT INCLUDING LAND UNDER THE WATER OF AN UNNAMED LAKE WITHIN THE LIMITS OF THIS MINING CLAIM AS SHOWN ON PL ATTACHED TO PATENT A7063; MICHIPICOTEN

PART 2 - UNPATENTED MINING CLAIMS – List of unpatented mining claims

Township/Area	Claim Number
CHABANEL	SSM 1235747
CHABANEL	SSM 1235754

CHABANEL	SSM 1235757
CHABANEL	SSM 1243318
CHABANEL	SSM 1243319
CHABANEL	SSM 1243325
CHABANEL	SSM 1243332
CHABANEL	SSM 1243335
CHABANEL	SSM 1243336
CHABANEL	SSM 1243363
CHABANEL	SSM 1243365
CHABANEL	SSM 1243369
CHABANEL	SSM 1243373
CHABANEL	SSM 1243377
CHABANEL	SSM 1243509
CHABANEL	SSM 1243510

**Schedule C**  
**Claims to be expunged, radiated, cancelled and discharged from title to the Property and  
the Unpatented Mining Claims**

**The Property (Land Titles)**

1. A notice registered on March 2, 2005 as Instrument No. LT254680 by Algoma Steel Inc., as applicant.
2. A notice registered on August 20, 2008 as Instrument No. AL40749 by 3814793 Canada Inc., as applicant, to which is attached an agreement dated January 1, 2005 between Joseph John Leadbetter, as assignor, and Diamond Lake Mining Ltd., as assignee.
3. A notice registered on May 15, 2009 as Instrument No. AL53601 by 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter, as applicants, to which is attached an agreement dated November 27, 2008 among Dianor Resources Inc., 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter.
4. A notice registered on August 18, 2009 as Instrument No. AL58043 by 1778778 Ontario Inc., as applicant, to which is attached an assignment of agreement dated June 26, 2009 between 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter, as assignors, and 1778778 Ontario Inc., as assignee.
5. A notice registered on December 4, 2013 as Instrument No. AL126350 by 2350614 Ontario Inc., as applicant, to which is attached an agreement dated January 1, 2013 between 1778778 Ontario Inc., as vendor, and 2350614 Ontario Inc., as purchaser.
6. Execution No. 12-0000339 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc. (original amount of judgment was \$50,000.00 plus costs etc.).
7. Execution No. 12-0000340 filed in the office of the Sheriff of the Territorial District of Algoma (Sault Ste. Marie) issued on October 10, 2012 against Dianor Resources Inc. and Resources Dianor Inc. by 1778778 Ontario Inc. (original amount of judgment was \$2,652,657.53 plus costs etc.).

Unpatented Mining Claims

1. T0850-00474 is an agreement between 3814783 Canada Inc. and Diamond Lake Mining Ltd. Recorded on September 29, 2008. This agreement is an assignment of an Excavation Agreement dated for reference December 16th, 2004 between Joseph John Leadbetter and Dianor Resources Inc. wherein Joseph John Leadbetter was granted the sole and exclusive contract for excavation work in respect of lands in Chabenal Township. Joseph John Leadbetter assigned his interest under the aforesaid Excavation Agreement to Diamond Lake Mining Ltd. pursuant to an Agreement dated January 1, 2005.
2. T0950-00147 is an agreement between Ressources Dianor Inc./Dianor Resources Inc. and 3814793 Canada Inc. recorded on May 25, 2009. This agreement is an assignment by 3814793 Canada Inc. and Paulette A. Mousseau-Leadbetter as assignor in favour of 1778788 Ontario Inc. of the assignor's right, title and interest in and to the Gross Overriding Interest.
3. T1350-00375 recorded on December 4, 2013 being an agreement dated January 1, 2013 between 1778778 Ontario Inc., as vendor, and 2350614 Ontario Inc., as purchaser.

Schedule D – Permitted Encumbrances, Easements and Restrictive Covenants  
related to the Real Property

(unaffected by the Vesting Order)

- Any lien and encumbrance as relates to any mineral properties of the Debtor and/or the rights in and to such mineral properties in favour of any governmental or regulatory authority, the rights reserved to or for any governmental or regulatory authority thereunder.
- Any registered easements and any registered restrictions or covenants that run with the mineral properties of the Debtor except those listed on Schedule "C" of the Vesting Order.
- Any rights of way for, or reservations or rights of others relating to, sewers, water lines, gas lines, pipelines, electric lines and telephone lines and other similar products or services related to the mineral properties of the Debtor.
- Any zoning by-laws, ordinances or other restrictions as to the use of real property imposed by any governmental or regulatory authority registered against title to the mineral properties of the Debtor.
- Liens in respect of the indebtedness owing from the Debtor to TEC.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

THIRD EYE CAPITAL CORPORATION  
Applicant

- and -

RESSOURCES DIANOR INC. / DIA  
INC.  
Respondent

ONTARIO  
SUPERIOR COURT OF  
COMMERCIAL I

Proceedings commenced

ORDER  
(Sale Approval and \

City of Toronto

Province of Ontario

I certify this to be a complete, exact and true  
copy of the original document. Certified this

26<sup>th</sup> day of October, 2016



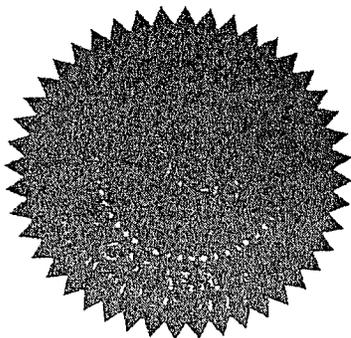
**JASON JAMES BROOKS**  
Notary Public and Commissioner for Oaths  
in and for the Province of Ontario

FASKEN MARTINEAU Du  
333 Bay Street – Suit  
Bay Adelaide Centre,  
Toronto, ON M5H

Stuart Brotman (LSUC  
Dylan Chochla (LSUC

Tel: 416 366 8:  
Fax: 416 364 7:  
sbrotman@fasken  
dchochla@fasken.

Lawyers for Richter Advisory  
capacity as Court-appointed  
Ressources Dianor Inc. / Dian



# **APPENDIX "G"**

## Dylan Chochla

---

**From:** Stuart Brotman  
**Sent:** October-26-16 5:23 PM  
**To:** rod@johansenlaw.ca; dan@johansenlaw.ca  
**Cc:** Dylan Chochla  
**Subject:** Dianor

**Follow Up Flag:** Follow up  
**Flag Status:** Completed

Rod / Dan – the sale transaction has closed. Pursuant to paragraph 5 of the approval and vesting order the Receiver is directed to pay \$250,000 to 2350614 Ontario Inc. Would you please provide us (on behalf of the Receiver) written directions in regards to that payment?

Regards,

Stuart Brotman | Partner  
*services provided through a Professional Corporation*

T. +1 416 865 5419 | M. +1 416 457 5226 | F. +1 416 364 7813  
[sbrotman@fasken.com](mailto:sbrotman@fasken.com) | <http://www.fasken.com/en/stuart-brotman>

Fasken Martineau DuMoulin LLP  
333 Bay Street, Suite 2400, Toronto, Ontario M5H 2T6



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## Dylan Chochla

---

**From:** Stuart Brotman  
**Sent:** October-26-16 5:50 PM  
**To:** nicholas.kluge@gowlingwlg.com  
**Cc:** Dylan Chochla  
**Subject:** Dianor

**Follow Up Flag:** Follow up  
**Flag Status:** Completed

Nicholas – the sale transaction has closed. Pursuant to paragraph 5 of the approval and vesting order the Receiver is directed to pay \$150,000 to Essar Steel Algoma Inc. Would you please provide us (on behalf of the Receiver) written directions in regards to that payment?

Regards,

---  
Stuart Brotman | Partner  
*services provided through a Professional Corporation*  
T. +1 416 865 5419 | M. +1 416 457 5226 | F. +1 416 364 7813

# **APPENDIX "H"**

Fasken Martineau DuMoulin LLP

Barristers and Solicitors  
Patent and Trade-mark Agents

Bay Adelaide Centre  
333 Bay Street, Suite 2400  
P.O. Box 20  
Toronto, Ontario M5H 2T6  
Canada

+ 1 416 366 8381 General  
+ 1 416 364 7813 Fax  
1 800 268 8424 Toll-free

fasken.com



Stuart Brotman  
Direct +1 416 865 5419  
sbrotman@fasken.com

November 2, 2016  
File No.: 300245.00002/16472

**Via Courier**

Mr. Nicholas Kluge  
Gowling WLG  
1 First Canadian Place  
100 King Street West, Suite 1600  
Toronto, ON M5X 1G5

Dear Mr. Kluge:

**Re: Receivership Involving Dianor Resources Inc.**

Enclosed please find our firm's trust cheque in the amount of \$150,000 made payable to Essar Steel Algoma Inc. dated November 2, 2016. This cheque represents the distribution of funds as per the Approval and Vesting Order of Justice Newbould dated September 27, 2016.

Yours truly,

**FASKEN-MARTINEAU DuMOULIN LLP**

A handwritten signature in black ink, appearing to be 'Stuart Brotman', written over a horizontal line.

Stuart Brotman

SB/ima  
Enclosure

300245.00002/94414771.1

FASKEN MARTINEAU DUMOULIN LLP

TRUST ACCOUNT

PAYEE: ESSAR STEEL ALGOMA INC.  
 CHEQUE NO.: 28872  
 DATE: 11/02/16  
 MATTER: 300245.00002  
 AMOUNT: \$150,000.00  
 DESCRIPTION: DISTRIBUTION PER COURT ORDER-DIANOR RESOURCES.



TD Canada Trust  
 Toronto Dominion Centre  
 55 King Street West  
 Toronto, On. M5K 1N6

CHEQUE NO. **28872**  
 DATE: 11 02 16

CHEQUE AMOUNT
\$150,000.00 CAD

\* One Hundred Fifty Thousand Dollars and 00/100\*

PAY TO THE  
 ORDER OF: ESSAR STEEL ALGOMA INC.

FASKEN MARTINEAU DUMOULIN LLP  
 TRUST ACCOUNT

Per: \_\_\_\_\_

Per: \_\_\_\_\_

⑈ 288721⑈ ⑆09612⑈004⑆

⑈ 2658⑈

# **APPENDIX "I"**

TO: RICHTER ADVISORY GROUP

Re: CV-15-11080-00CL  
Vesting Order

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You are hereby irrevocably authorized and directed to advance \$250,000.00 due to 2350614 Ontario Inc. to:

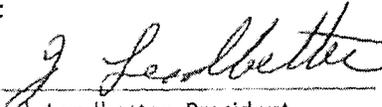
Johansen Law Firm  
Suite 102 – 981 Balmoral Street  
Thunder Bay, Ontario P7B 0A6

And for so doing this Direction shall be your good and sufficient authority.

DATED: October 27, 2016

2350614 Ontario Inc.

Per:



Joseph Leadbetter, President

*I have the authority to bind the Corporation*

# **APPENDIX "J"**

## Dylan Chochla

---

**From:** Dylan Chochla  
**Sent:** February-08-17 12:13 PM  
**To:** Dylan Chochla  
**Subject:** FW: TEC

**From:** Rod Johansen [<mailto:rod@johansenlaw.ca>]  
**Sent:** December-15-16 2:35 PM  
**To:** Stuart Brotman  
**Subject:** RE: TEC

Received

Rod Johansen  
**Johansen Law Firm**  
Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440  
Fax: 807-474-3400  
Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Stuart Brotman [<mailto:sbrotman@fasken.com>]  
**Sent:** Wednesday, December 14, 2016 12:40 PM  
**To:** Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>  
**Subject:** RE: TEC

Rod, I am informed that the wire transfer has been processed and released. You should receive in your trust account the amount of C\$249,920, (being C\$250,000 less the wire transfer cost of C\$80). Please confirm receipt.

Regards,

Stuart Brotman\* | Partner, Chair of Toronto Insolvency and Restructuring Group  
*\*services provided through a Professional Corporation*  
T. +1 416 865 5419 | M. +1 416 457 5226 | F. +1 416 364 7813

---

**From:** Rod Johansen [<mailto:rod@johansenlaw.ca>]  
**Sent:** December-12-16 5:22 PM  
**To:** Stuart Brotman  
**Subject:** TEC

Attached is signed direction on funds.

Rod Johansen  
**Johansen Law Firm**  
Suite 102 – 981 Balmoral Street  
Thunder Bay, ON P7B 0A6  
Direct dial: 807-474-4440

Fax: 807-474-3400

Email: [rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)

**From:** Johansen Law Scans [<mailto:sandra@johansenlaw.ca>]

**Sent:** Monday, December 12, 2016 5:20 PM

**To:** Rod Johansen <[rod@johansenlaw.ca](mailto:rod@johansenlaw.ca)>

**Subject:** Attached Image

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