

## **General CCAA FAQs – Harte Gold Corp.**

### **1. What is the CCAA?**

The CCAA, or the Companies' Creditors Arrangement Act, is a federal law in Canada that provides insolvent companies with debts in excess of \$5 million an orderly and supervised means to restructure their businesses.

Once a company has been granted CCAA protection, the Court enters an Initial Order establishing what is known as a 'Stay of Proceedings', which prevents creditors from taking action against the company, its directors and officers, and its assets for an initial period of 10 days (which can be further extended as the court deems appropriate) allowing the company to continue to manage the day-to-day operations of the business while it addresses its restructuring objectives in an orderly and efficient manner. A subsequent appearance in court often occurs within the first 10 days ('Comeback Hearing').

CCAA protection provides companies with the time and "breathing room" necessary to emerge as a successful, going concern business and to position the business as a stronger, more competitive company.

### **2. Is a company that files for protection under CCAA considered to be bankrupt?**

No. While a company filing for CCAA is insolvent, meaning that it has insufficient liquidity to continue to fund its obligations as they become due and/or its liabilities are greater than the assets that are available to satisfy those liabilities, the company is not considered to be bankrupt. In Canada, 'bankruptcy' refers to proceedings commenced under the Bankruptcy and Insolvency Act, which is different than the CCAA.

In fact, the Stay of Proceedings under the CCAA prevents creditors from forcing the company into bankruptcy. For this reason, CCAA is sometimes referred to as 'Bankruptcy Protection'.

### **3. Why did Harte Gold file CCAA?**

The Company launched a Strategic Review Process in May 2021 to explore, review and evaluate a broad range of alternatives focused on ensuring financial liquidity and to fund accelerated life-of-mine capital. This process has now culminated in a solution that will be implemented under CCAA protection.

The CCAA filing provides the Company with sufficient liquidity and the opportunity to complete a transaction to preserve going concern operations in a stable and structured environment.

The Company has been facing significant liquidity issues for some time. The Company needed to commence proceedings under the CCAA to obtain additional financing and to be able to complete a transaction to preserve going concern operations

### **4. Is CCAA the same as declaring bankruptcy in the US?**

CCAA would be most similar to a Chapter 11 reorganization in the US.

## **5. Once the Company is granted protection under CCAA, who is in charge?**

The Company's Board of Directors and management team remain in control of the day-to-day operations of the business, subject to the specific requirements of the Initial Order made in the CCAA proceedings, under the supervision of the Court-appointed Monitor.

## **6. What is a Monitor?**

The Monitor is appointed by, and serves as an officer of, the Court. Its responsibilities are prescribed by the CCAA and by Court order, and include monitoring the Company's restructuring initiatives, assisting the Company with the preparation of cash flow statements and other financial reporting, liaising with stakeholders, and reporting to the Court from time to time on the progress of the CCAA proceedings.

In Harte Gold's case, FTI Consulting Canada Inc. ("FTI") has been appointed as the Monitor. Professionals from FTI will be working with the Company throughout the CCAA process. Copies of the Monitor's reports are publicly available on a website being maintained by the Monitor at <http://cfcanada.fticonsulting.com/harte>.

## **7. Is there a public filing or disclosure required as part of filing for protection under the CCAA?**

Yes. Among other public documents filed with the Court, the Company submits an Affidavit that includes, but is not limited to, the following information: a brief history of the Company and an overview of its business; a description of the nature of its assets and liabilities; the reasons for its financial difficulties; and support for the relief being sought from the Court. Once the CCAA Initial Order is issued, the Monitor is required to notify known creditors and publish a public notice of the CCAA proceedings. The Monitor is also required to establish a website where materials relating to the CCAA proceedings will be posted. In this case, FTI has established <http://cfcanada.fticonsulting.com/harte>.

In addition to the Affidavit and the application for a CCAA Initial Order, there will be motions filed with the Court throughout the CCAA proceedings, as well as reports submitted to Court by the Monitor that will provide the Court and stakeholders with updates as to the progress of the CCAA proceedings.

These documents will be matters of public record and most will be made available by the Monitor on its website.

## **8. Where can public Court documents and other information related to the CCAA proceedings be accessed?**

Court materials, including reports prepared by the Monitor, will be available at the Monitor's website, <http://cfcanada.fticonsulting.com/harte>.

## **9. What do I do if I have other questions?**

For questions regarding ordinary course business, you should continue to speak to your regular contact person at Harte. For questions relating to the CCAA proceedings, the Monitor can be contacted at 416-649-8139, toll free at 1-888-483-4880 or at [hartegold@fticonsulting.com](mailto:hartegold@fticonsulting.com). Additional information is also available on the Monitor's website at: <http://cfcanada.fticonsulting.com/hart>.

**10. How long does the CCAA process take and what is the tentative timeline?**

The Court has granted CCAA protection for an initial period of 10-days, which may be extended for a period that the Court deems appropriate. The Company will work to complete its restructuring in a timely fashion, though there is no standard timeframe for the duration of CCAA proceedings. At this time, we do not know how long the proceedings will take to complete. We will provide further updates as appropriate.