



Corporate Finance
Bentall Two
555 Burrard Street
15th Floor
Vancouver, BC V7X 1M7

fticonsulting.com

FORM 87

NOTICE AND STATEMENT OF THE RECEIVER

(Subsection 245(1) and 246(1) of the Bankruptcy and Insolvency Act)

IN THE MATTER OF THE RECEIVERSHIP OF RED EAGLE MINING CORPORATION ("REM")

The Receiver gives notice and declares that:

1. On the 21st day of November, 2018 FTI Consulting Canada Inc., became the receiver in respect of the assets, undertakings and properties of REM, an insolvent person, that is described below.

Cash	\$58,615
Accounts receivable	\$898
Deposits	\$21,495
Prepaid Expenses	\$193,713
Fixed Assets	\$5,559
Intercompany receivables	\$177,623,315
Investment in subsidiaries	\$95,908,995

Note: the foregoing are the book values of the assets as indicated in the books and records of REM as at the 22nd day of November, 2018. The Receiver has not audited, reviewed, or otherwise attempted to verify the accuracy of the foregoing. The Receiver provides no comment on the realizable value of the assets.

2. FTI Consulting Canada Inc. was appointed receiver pursuant to an Order of the Honourable Mr. Justice Walker of the Supreme Court of British Columbia granted November 21, 2018.
3. The undersigned took possession or control of the property described above on the 21st day of November, 2018. The Receiver has taken the following steps since its appointment:

- a) Notified REM's bank and requested that all of its accounts be revised to deposit only. Subsequently all cheques presented for clearing have been returned including a payment to Canada Revenue Agency. This may result in a deemed trust claim being assessed relating to unremitted payroll source deductions;
- b) Held several meetings with the CEO to gain an understanding of REM's assets and liabilities;
- c) Taken possession of the books and records and secured the records maintained in an off-site storage facility;
- d) Reviewed the books and records of REM and of a related company to determine the ownership of REM's office equipment and furniture;
- e) Consulted with a commercial real estate agent to determine whether REM's office lease had any equity. Based on current rates the Receiver determined that the lease would have minimal value after taking into account the costs of maintaining the lease while searching for a sub-tenant. As a result, the Receiver has notified the landlord that it has no interest in the lease;
- f) Contacted REM's insurer to understand the status of its current coverage and request copies of the current insurance binder; and
- g) The Receiver was notified by the CEO that REM's email accounts were maintained by a third-party host. As a result, the Receiver contacted the service provider informing them of the Receiver's appointment and requested an electronic copy.

4. The following information relates to the receivership.

- a) Address of the insolvent person: Suite 2348, 666 Burrard St.
Vancouver, British Columbia
V6C 2X8
- b) Principal line of business: REM is a publicly listed, BC incorporated company. It is the Ultimate parent company of Red Eagle Mining de Colombia S.A.S which operated the Santa Rosa Gold Mine located in Colombia.



c) Location of business: REM is located in Vancouver, British Columbia. However as noted above, the Santa Rosa Gold Mine is located in Colombia.

d) Amounts owed by REM to each known creditor who holds a security on the property described above:

<u>Creditor</u>	<u>Claim Amount (approximate)</u>
Orion Fund JV Limited	US\$79,901,000

e) The list of other creditors of the insolvent person and the amount owed to each creditor as stated in the books and records of REM and the total amount due by the insolvent person is attached hereto as Schedule "1".

f) The intended plan of action of the Receiver during the receivership is to monetize REM's assets in a manner that maximizes the realization for creditors. This may include a sale process of the Santa Rosa Gold Mine through a share or asset transaction.

g) Contact person for the Receiver:

FTI Consulting Canada Inc. in its capacity
as Receiver of Red Eagle Mining Corporation
Suite 15-131, 555 Burrard Street
Vancouver, BC V7X 1M8

Telephone: 1-855-649-8134
Email: red.eagle@fticonsulting.com



Dated at Vancouver, British Columbia this 29th day of November, 2018.

FTI Consulting Canada Inc.,
in its capacity as receiver of
Red Eagle Mining Corporation
And not in its personal capacity

A handwritten signature in black ink, appearing to read 'Craig Munro', written in a cursive style.

Craig Munro
Managing Director

Schedule 1

Secured Creditor				Amount
Orion Fund JV Limited	c/o 1600 Cathedral Place, 925 West Georgia St.	Vancouver, BC	V6C 3L2	US\$79,901,000
Unsecured Creditors				
Blender Media Inc.	Suite 1480 - 1500 West Georgia Street	Vancouver, BC	V6G 2Z6	1,627.50
Bolsa de Valores de Lima S.A.A.	PSJE. Santiago Acuna 106 Lima	Aptdo 1538, Lima 100		5,723.01
Broadridge	P.O. Box 57461 Postal Station "A"	Toronto, ON	M5W 5M5	638.08
Broadridge ICS	P.O. Box 416423	Boston, MA	02241-6423	2,907.57
CDS Clearing and Depository Services Inc.	100 Adelaide St W	Vancouver, BC	M5H 1S3	459.38
Colour Time	150 - 1066 West Hastings Street	Toronto, ON	V6E 3X1	518.67
Computershare	100 University Ave, 11th Floor	Vancouver, BC	M5J 2Y1	19,033.37
Deloitte LLP	2800 - 1055 Dunsmuir Street, 4 Bentall Centre	Vancouver, BC	V7X 1P4	8,426.25
Farris, Vaughan, Wills & Murphy LLP	25th Floor, 700 West Georgia St.	Vancouver, BC	V7Y 1B3	230,097.87
Gallo Barrios Pickmann S.C.R.L.	General Cordova No 313	Miraflores-Lima 18, Peru		2,917.92
Jardine LLoyd Thompson Canada Inc.	16th Floor - 1111 West Georgia St	Vancouver, BC	V6E 4G2	81,097.61
MCC Mining Corporation.	Suite 1240 - 1140 West Pender Street	Vancouver, BC	V6E 4G1	35,354.31
Mediant Communications Inc.	P.O. Box 29976	New York, NY	10087-9976	483.48
PricewaterhouseCoopers LLP	PricewaterhouseCoopers Place 250 Howe Street, Suite 1400	Vancouver, BC	V6C 3S7	30,870.00
QuoteMedia	17100 E. Shea Blvd. Suite 230	Fountain Hills, Arizona	85268	217.35
Red Eagle Exploration Ltd.	2348 - 666 Burrard Street	Vancouver, BC	V6C 2X8	575.46
Secure Harbour Consulting Inc	7698 Ships Point Road	Fanny Bay, BC	V0R 1W0	22,050.00
SecuritiesLawUSA, PC	28631 Lapine Avenue	Santa Clarita, CA	CA 91390	10,628.70
Slater Corporate Services Corporation	2348 - 666 Burrard Street	Vancouver, BC	V6C 2X8	78,750.00
Superintendencia Del Mercado De Valores	Av. Sta. Cruz 315	Miraflore 15074, Peru		51,513.32
Trebor International Holdings Ltd.	c/o TMF Hong Kong Ltd 39th Floor, Tower 2, Times Square, 1 Matheson Street	Causeway Bay	Hong Kong	5,943.77
TSX Inc.	100 Adelaide St W	Toronto, ON	M5H 1S3	907.50
West Canada Holdings ULC	25 York Street, Suite 900	Toronto, ON	M5J 2V5	12,681.20
Whistleblower Security Inc.	#300 - 1455 Bellevue Avenue	West Vancouver, BC	V7T 1C3	157.50
Total unsecured creditors				\$ 603,579.82
Others				
Office of the Superintendent of Bankruptcy	300 West Georgia Street, Suite 200	Vancouver, BC	V6B 6E1	
Canada Revenue Agency	9755 King George Boulevard	Surrey, BC	V3T 5E1	