

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE)	TUESDAY, THE 16 TH
)	
JUSTICE KIMMEL)	DAY OF APRIL, 2024

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
TACORA RESOURCES INC.**

(Applicant)

SEALING ORDER

THIS MOTION, made by FTI Consulting Canada Inc. in its capacity as monitor of the Applicant (in such capacity, the "**Monitor**"), for an order sealing portions of the motion materials and certain exhibits from cross-examinations and associated transcripts all in connection with the MFC Royalty Dispute, was heard on April 16, 2024 at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Monitor dated April 12, 2024 (the "**Notice of Motion**"), the Monitor's Seventh Report dated April 14, 2024 (the "**Seventh Report**"), and on hearing submissions of counsel for the Monitor and the other parties listed on the counsel slip and no one appearing for any other party although duly served as appears from the affidavit of service of Monique Sassi sworn April 12, 2024.

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined shall have the meanings ascribed to them in the Seventh Report and the Notice of Motion.

SEALING

3. **THIS COURT ORDERS** that the Confidential Material listed in Schedules A and B to this Order shall be and are hereby sealed, kept confidential and shall not form part of the public record until further Order of this Court.

GENERAL

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

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

6. **THIS COURT ORDERS** that this Order and all its provisions are effective as of 12:01 a.m. (Eastern Time) on the date of this Order without the need for entry or filing.

SCHEDULE "A"

Motion Materials – Confidential Content	
Affidavit of Joe Broking sworn March 21, 2024 Motion Record of Tacora Resources Inc. dated March 23, 2024, Tab 2	Subparagraphs 15(c)(i)-(iii)
	Select content in paragraph 23
	Select content in paragraph 28
Affidavit of Joe Broking sworn March 28, 2024 Reply Motion Record of Tacora Resources Inc. dated April 2, 2024, Tab 1	Select content in paragraph 20
	Select content in paragraph 21
	Select content in paragraph 24
Motion Materials – Wholly Confidential Exhibits	
Affidavit of Joe Broking sworn March 21, 2024 Motion Record of Tacora Resources Inc. dated March 23, 2024, Tab 2	Exhibit "C" - Offtake Agreement as repeated on November 9, 2018
	Exhibit "D" - Email correspondence dated January 20, 2017 with attachment
	Exhibit "E" - Email correspondence dated January 24, 2017 with attachment
	Exhibit "F" - Email correspondence dated January 26, 2017
	Exhibit "G" - Executed term sheet dated February 8, 2017
	Exhibit "H" - Email correspondence dated February 27, 2017 with attachment
	Exhibit "I" - Email correspondence dated March 23, 2017 with attachments
	Exhibit "J" - Email correspondence dated March 26, 2017 with attachments
	Exhibit "K" - Offtake Agreement executed on April 5, 2017
	Affidavit of Samuel Morrow sworn March 26, 2024 Responding Motion Record of 1128349 B.C. Ltd. dated March 27, 2024, Tab 2
Exhibit "I" - Iron Ore Sale and Purchase Contract between Tacora Resources Inc and Cargill International Trading Pte Ltd (9 November, 2018)	

	Exhibit "BB" - Offtake Contract: Fixed Price Side Letter (14 September 2021)
Motion Materials – Partially Confidential Exhibits	
Affidavit of Joe Broking sworn March 28, 2024 Reply Motion Record of Tacora Resources Inc. dated April 2, 2024, Tab 1	Select content in Exhibit "A"

SCHEDULE "B"

Cross-Examination - Confidential Transcript Content	
Cross-Examination of Joseph Andrew Broking II dated Thursday, April 4, 2024, Joint Transcript Brief, Tab 1	Select content in Q. 158
	Select content in Q. 193
	Select content in Q. 194
	Select content in Q. 287
	Select content in Q. 318
	Select content in Q. 320
	Select content in Q. 321
	Select content in Q. 324
Cross-examination of David Persampieri dated Friday, April 5, 2024, Joint Transcript Brief Tab 3	Select content in Q. 213
Cross-Examination – Wholly Confidential Exhibits	
Cross-Examination of Joseph Andrew Broking II dated Thursday, April 4, 2024, Joint Transcript Brief, Tab 1F	Exhibit 6
Cross-Examination – Partially Confidential Exhibits	
Cross-Examination of Joseph Andrew Broking II dated Thursday, April 4, 2024, Joint Transcript Brief, Tab 1G	Schedule A to Exhibit 7 (pp. 179-183)

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PROCEEDING COMMENCED AT TORONTO

SEALING ORDER

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