

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

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

AND IN THE MATTER OF NEVADA COPPER, INC.,  
NEVADA COPPER CORP., 0607792 B.C. LTD., LION IRON CORP.,  
NC FARMS LLC AND NC DITCH COMPANY LLC

APPLICATION OF NEVADA COPPER, INC.  
UNDER SECTION 46 OF THE  
*COMPANIES' CREDITORS ARRANGEMENT ACT*

Applicant

**SUPPLEMENTARY APPLICATION RECORD**

June 20, 2024

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Corp., 0607792 B.C. Ltd., Lion Iron Corp., NC  
Farms LLC and NC Ditch Company LLC

TO: **Service List**

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Court File No.: CV-24-00722252-00CL

**ONTARIO**  
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APPLICATION OF NEVADA COPPER, INC.  
UNDER SECTION 46 OF THE  
*COMPANIES' CREDITORS ARRANGEMENT ACT*

**AFFIDAVIT OF MELISSA LOSCO, SWORN ON JUNE 20, 2024**

I, Melissa Losco, of the Town of Aurora, in the Regional Municipality of York, in the  
Province of Ontario, MAKE OATH AND SAY:

1. I am a Senior Law Clerk with the law firm of Torys LLP, lawyers for the Applicant and the other Debtors, and, as such, have knowledge of the following matters.
2. Attached hereto as **Exhibit "A"** are certified copies of the Applicant's and the other Debtors' voluntary petitions for relief under Chapter 11 of the U.S. Bankruptcy Code with the United States Bankruptcy Court for the District of Nevada (the "**Chapter 11 Cases**").
3. Attached hereto as **Exhibit "B"** is a certified copy of the Order Authorizing Nevada Copper Inc., to act as foreign representative of the Debtors.

- 2 -

4. This affidavit is sworn in support of the Application of the Applicant and the other Debtors for the recognition of the Chapter 11 Cases of the Debtors as foreign main proceedings and for no other purpose.

**SWORN** remotely by Melissa Losco of the Town of Aurora, in the Regional Municipality of York, in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on June 20, 2024 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely.




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Commissioner for Taking Affidavits  
(or as may be)

**MORAG MCGREEVEY**  
**LSO#: 80096B**




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**MELISSA LOSCO**

This is **Exhibit “A”** referred to in the Affidavit of Melissa Losco sworn remotely by Melissa Losco at the Town of Aurora, in the Regional Municipality of York, in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on June 20, 2024 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely.



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*Commissioner for Taking Affidavits (or as may be)*

**MORAG MCGREEVEY**  
**LSO#: 80096B**

STATE OF NEW YORK )

COUNTY OF NEW YORK )

The attached document, Voluntary Petition for Nevada Copper Inc., dated June 10, 2024 and containing 16 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.

*Noah Blum*

Noah Blum

*Virginia Minardi*

Notary Publics Signature

VIRGINIA MINARDI  
-Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 2026

*Virginia Minardi*

Printed Name of Notary Public

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of Nevada  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Nevada Copper, Inc.2. All other names debtor used in the last 8 years N/A  
Include any assumed names, trade names, and *doing business* as names3. Debtor's federal Employer Identification Number (EIN) 20 - 467 1157

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>61 E. Pursel Lane</u>	_____ Number Street
	<u>P.O. Box 1640</u>	_____ P.O. Box
	<u>Yerington, NV 89447</u>	_____ City State ZIP Code
	<u>Lyon</u>	Location of principal assets, if different from principal place of business
	County	_____ Number Street
		_____ City State ZIP Code

5. Debtor's website (URL) https://nevadacopper.com/

Debtor Nevada Copper, Inc. Case number (if known) \_\_\_\_\_  
 Name

**6. Type of debtor**

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

**7. Describe debtor's business***A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

*B. Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*2 1 2 2**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- ☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12



Debtor Nevada Copper, Inc. Case number (if known) \_\_\_\_\_  
Name

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

☐ No

☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_

MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known \_\_\_\_\_

**11. Why is the case filed in this district?**

*Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor Nevada Copper, Inc.

Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |                                  |   |  |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49    | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99   | <input type="checkbox"/> 5,001-10,000           | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000          | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 |   |  |

**15. Estimated assets**

- |  |  |   |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million    | <input checked="" type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion         |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion        |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion               |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

Signature of authorized representative of debtor

Title EVP & CFO


Gregory J. Martin

Printed name

Debtor Nevada Copper, Inc.  
Name

Case number (if known) \_\_\_\_\_

18. Signature of attorney

 Ryan J. Works  
Signature of attorney for debtor

Date 06/10/2024  
MM / DD / YYYY

Ryan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV

State

89102

ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor Nevada Copper, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	<u>Nevada Copper Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Farms LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Ditch Company LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Lion Iron Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>0607792 B.C. Ltd.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____

**SECRETARY'S CERTIFICATE**  
(Nevada Copper, Inc.)

**Date:** June 9, 2024

This Secretary's Certificate is furnished in connection with that certain meeting of the board of directors (the "Board") of Nevada Copper, Inc., a Nevada corporation (the "Company"), held on June 9, 2024.

The undersigned, Clare Devincenzi, as Corporate Secretary of the Company, hereby certifies as follows:

1. She is the duly elected and acting Corporate Secretary of the Company and, as such, is authorized to execute and deliver this certificate for and on behalf of the Company.
2. A duly noticed meeting of the Board of the Company took place on Sunday, June 9, 2024, at 1:00 p.m. (prevailing Pacific Time) (the "Meeting")
3. A quorum was declared present at the Meeting, based on the presence of a majority of the members of the Board.
4. At the Meeting, the Board considered and adopted several resolutions authorizing that a voluntary chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the "Resolutions").
5. A true and accurate copy of the Resolutions adopted at the Meeting is attached hereto as **Exhibit 1**, and such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

I hereby verify that the foregoing and that the attached Resolutions are true and correct. EXECUTED as of the date first written above.



Name: Clare Devincenzi

Title: Corporate Secretary

**Exhibit 1**

**Resolutions**

**RESOLUTION OF THE  
BOARD OF DIRECTORS OF  
NEVADA COPPER, INC.**

June 9, 2024

**WHEREAS** the members of the board of directors (the “**Board**”) of Nevada Copper, Inc., a company existing under the laws of Nevada (the “**Company**”), has determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

**WHEREAS** the Company, as the sole member and manager (in such capacity, the “**Managing Member**”), of NC Farms LLC and NC Ditch Company LLC, each of which is a limited liability company existing under the laws of Nevada (the “**Subsidiary LLCs**”), has determined, after due consideration and deliberation, that it is desirable and in the best interests of the Subsidiary LLCs, their creditors, and other interested parties that the Subsidiary LLCs file petitions seeking relief under the provisions of chapter 11 of the Bankruptcy Code.

**CHAPTER 11 CASES**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “**Bankruptcy Court**”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that the Subsidiary LLCs be, and hereby are, authorized and empowered to file voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that each officer of the Company, on behalf of the Company, and Gregory J. Martin, on behalf of the Company as Managing Member of the Subsidiary LLCs (each, an “**Authorized Officer**” and collectively, the “**Authorized Officers**”) be, and each of them individually hereby is, authorized, and in such capacity, acting alone or together, with power of delegation, in the name and on behalf of the Company, to execute and file petitions to commence cases, for the Company and the Subsidiary LLCs, and obtain relief under chapter 11 of the Bankruptcy Code (each case commenced as a result of such voluntary petitions, a “**Chapter 11 Case**” and collectively, with the cases to be commenced by the Company’s affiliates, the “**Chapter 11 Cases**”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that they deem necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s and the Subsidiary LLCs’ businesses.

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers in connection with the commencement of the Chapter 11 Cases, and to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each of the Authorized Officers deem necessary, proper, or desirable in connection with the Chapter 11 Cases, with a view to the successful prosecution of such cases.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form, as the Authorized Officer performing or executing the same shall approve, and the performance or execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### **RETENTION OF PROFESSIONALS**

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company and the Subsidiary LLCs in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s and the Subsidiary LLCs’ rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### **DIP FINANCING**

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Board, it is advisable and in the best interests of the Company and the Subsidiary LLCs, their creditors, and other interested parties that the Company and the Subsidiary LLCs, along with their affiliates, obtain the debtor-in-possession financing contemplated by that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among the Company, as Borrower, Nevada Copper Corp., the Subsidiary LLCs and each other subsidiary guarantor from time to time party thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).



**IT IS FURTHER RESOLVED** that each of the Authorized Officers is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company and the Subsidiary LLCs; (iii) granting liens on and security interests in any and all assets of the Company and the Subsidiary LLCs, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents evidencing or perfecting such liens or security interests and amendments to such financing statements, agreements, mortgages, or other documents; (v) executing and delivering deposit, securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company’s and Subsidiary LLCs’ obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

**IT IS FURTHER RESOLVED** that the Company be, and it hereby is, authorized to borrow the loans from the lenders pursuant to the DIP Facility Documents, the execution thereof by such officer to be conclusive evidence of such approval and determination.

### **GENERAL**

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officers, each of the Authorized Officers (and their designees and delegates) be, and they hereby are, authorized and empowered, in the name of and on behalf of the Company or the Managing Member, as applicable, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Officer’s reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company or the Managing Member, as applicable, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company and the Managing Member with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Board.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish

such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

**IT IS FURTHER RESOLVED** that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

## Fill in this information to identify the case:

Debtor name: Nevada Copper, Inc.

United States Bankruptcy Court for the District of Nevada

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 204

## Chapter 11 or Chapter 9 Cases: List of Creditors the 20 Who Have Unsecured Claims and Are Not Insiders

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor

disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by

secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 Small Mine Development LLC 670 E. Riverpark Lane, Suite 100 Boise, ID 83706 USA	Cody Birch, CPA (p) 208-338-8880 (f) 208-338-8881 (e) CBirch@undergroundmining.com	Services	Unliquidated	\$0	\$0	\$5,549,741
2 RAM Enterprises 1225 West Main Street Elko, NV 89801 USA	Laila Miguel, CFO (p) 775-738-3997 ext. 100 (f) 775-738-4226 (e) lmiguel@ram-enterprise.com	Services		\$0	\$0	\$3,879,456
3 NV Energy 6226 W. Sahara Ave. Las Vegas, NV 89146 USA	Josia Galliett, Major Acct. Executive (p) 775-834-5742 (e) Josia.Galliett@nvenergy.com	Services		\$0	\$0	\$1,501,918
4 Lyon County Treasurer 27 South Main Street Yerington, NV 89447 USA	Josh Foli, Comptroller (p) 775-463-6510 (e) jfoli@lyon-county.org	Services		\$0	\$0	\$1,355,115
5 Caterpillar Financial SARL 2120 West End Ave. Nashville, TN 37203 USA	Roman Mebert, Director, Structured Finance (p) +41-043-222-6141 (f) +41-043-222-6140	Services		\$0	\$0	\$1,132,922
6 Boart Longyear Company 2455 South 3600 West West Valley City, Utah 84119 USA	Jen Connor, Contracts Administrator (p) 801-952-8486 (e) jennifer.connor@boartlongyear.com	Services		\$0	\$0	\$1,021,713
7 Cashman Equipment Company 3300 Saint Rose Parkway Henderson, NV, 89052 USA	Michele McLean, Credit Mining Rep (p) 775-778-6590 (e) micheleclean@cashmanequipment.com	Services		\$0	\$0	\$830,891
8 Epiroc Financial Solutions USA LLC 7 Campus Drive, Suite 200 Parsippany, NJ 7054 USA	Nashiba Walker, Contract Manager (p) 972-414-7562 (e) nashiba.walker@epiroc.com	Services		\$0	\$0	\$816,473
9 Epiroc USA LLC 3700 East 68th Avenue Commerce City, CO 80022 USA	Cindy Minch, Credit & Collections Mgr. (p) 800-284-2373 (e) cindy.minch@epiroc.com	Services		\$0	\$0	\$791,675
10 Western Nevada Supply 950 S. Rock Blvd Sparks, NV 89431 USA	Greg Coppola, Sales (p) 775-223-2849 (e) gcoppola@goblueatm.com	Services		\$0	\$0	\$586,670
11 FLSmidth Dept. 3238 PO Box 123238 Dallas, TX 75312-3238 USA	Stacie Reeves, Sales (p) (801) 758-5778 (e) stacie.reeves@flsmidth.com	Services		\$0	\$0	\$508,985
12 Southwest Energy LLC 2040 West Garner Lane Tucson, AZ 85705 USA	Jenine Dalrymple, CFO (p) 520-696-9495 (e) JDalrymple@swenergy.com	Services		\$0	\$0	\$462,122
13 Dumas Contracting USA, Inc. 865 Mountjoy South Timmins, ON P4N 7W7 CAN	Lola Prael, CFO (p) +1 416-594-4665 (e) lprela@dumasmining.com	Services	Disputed	\$0	\$0	\$418,661
14 Tech-Flow, LLC P.O. Box 219 Layton, UT 84041 USA	Willie Church, Outside Sales Representative (p) 801-444-9900 (e) willie@tech-flow.com	Services		\$0	\$0	\$394,105
15 Jennmar Corporation of Utah, Inc. 258 Kappa Drive Pittsburgh, Pennsylvania 15238 USA	Tony Hruska, Credit Manager (p) 412-963-5423 (e) ahruska@jennmar.com	Services		\$0	\$0	\$332,866
16 Nevada Cement Co. P.O. Box 840, I-80 @ Exit 46 Fernley, NV 89408-0840 USA	Jared Kupcak, VP, Operations (p) 775-575-2281 (f) 775-575-4387 (e) Jkupcak@nevadacement.com	Services		\$0	\$0	\$326,651
17 Savage Services Corporation 901 West Legacy Center Way Midvale, UT 84047 USA	Daniel Price, VP Business Development (p) 219-322-0004 (e) danielprice@savageservices.com	Services		\$0	\$0	\$318,482
18 Jim Menesini Petroleum Products 817 27 Bulk Plant Road Yerington, NV 89447 USA	Jim Menesini, Owner (p) 775-530-0009 (e) jim.76petroleum@gmail.com	Services		\$0	\$0	\$282,988
19 NewField Companies, LLC 1349 W. Peachtree St. NW, Ste 1950 Atlanta, GA 30309 USA	James Sullivan, Sr. Project Manager/Associate (p) 720-508-3300 (e) jsullivan@newfields.com	Services		\$0	\$0	\$242,687
20 Guy F. Atkinson Construction, LLC 7509 Menchaca Rd., Bldg 3, Suite 303 Austin, TX 78745 USA	Brian Barker, Project Sponsor (p) 240-383-0066 (e) brian.barker@atkn.com	Services		\$0	\$0	\$195,722

**Fill in this information to identify the case and this filing:**

Debtor Name Nevada Copper, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (if known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

Signature of individual signing on behalf of debtor

Gregory J. Martin

Printed name

EVP & CFO

Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NEVADA COPPER, INC.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

Nevada Copper, Inc. hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:

Name and address of interest holder	Percentage interest
<b>Nevada Copper Corp.</b> PO Box 10026, Pacific Centre South 25th Floor, 700 W Georgia Street Vancouver, BC Canada V7Y 1B3	100%

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NEVADA COPPER, INC.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, Nevada Copper, Inc. (the “*Debtor*”) certifies that the following parent corporation directly or indirectly owns 10% or more of any class of the Debtor’s equity interests:


- Nevada Copper Corp.

STATE OF NEW YORK )

COUNTY OF NEW YORK )

The attached document, Voluntary Petition for Nevada Copper Corp., dated June 10, 2024 and containing 15 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.




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Noah Blum

VIRGINIA MINARDI  
Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 2026




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Notary Publics Signature




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Printed Name of Notary Public

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of Nevada  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Nevada Copper Corp.

2. All other names debtor used in the last 8 years N/A  
Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 9 8 - 0 6 3 1 7 2 2

4. Debtor's address	<b>Principal place of business</b>	<b>Mailing address, if different from principal place of business</b>
	PO Box 10026, Pacific Centre South, 25th Floor, 700 W Georgia Street	
	Number _____ Street _____	Number _____ Street _____
	Vancouver, BC Canada V7Y 1B3	P.O. Box _____
	City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____
	<b>Location of principal assets, if different from principal place of business</b>	
	County _____	Number _____ Street _____
		City _____ State _____ ZIP Code _____

5. Debtor's website (URL) https://nevadacopper.com/



Debtor Nevada Copper Corp. Case number (if known) \_\_\_\_\_  
 Name

**6. Type of debtor**

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

**7. Describe debtor's business***A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

*B. Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*2 1 2 2**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- ☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor	<b>Nevada Copper Corp.</b>	Case number (if known) _____
	<small>Name</small>	

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**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

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**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

☐ No

☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

---

**11. Why is the case filed in this district?**

*Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

---

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention? (Check all that apply.)**

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor **Nevada Copper Corp.**  
Name

Case number (if known)

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49               | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99              | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199            | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 |  |  |

**15. Estimated assets**

- |  |  |   |
|--|--|---|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million    | <input checked="" type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion         |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion        |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion               |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING** — Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

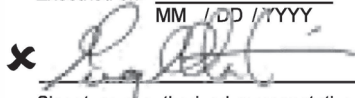
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY



Signature of authorized representative of debtor

Gregory J. Martin


Printed name

Title EVP & CFO

Debtor Nevada Copper Corp.  
Name

Case number (if known) \_\_\_\_\_

18. Signature of attorney

 /s/ Ryan J. Works  
Signature of attorney for debtor

Date 06/10/2024  
MM / DD / YYYY

Ryan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV 89102

State

ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor Nevada Copper, Corp.  
Name

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	<u>Nevada Copper, Inc.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Farms LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Ditch Company LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Lion Iron Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>0607792 B.C. Ltd.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____

**SECRETARY'S CERTIFICATE**  
(Nevada Copper Corp.)

**Date:** June 9, 2024

This Secretary's Certificate is furnished in connection with that certain meeting of the board of directors (the "Board") of Nevada Copper Corp., a British Columbia corporation (the "Company"), held on June 9, 2024.

The undersigned, Clare Devincenzi, as Corporate Secretary of the Company, hereby certifies as follows:

1. She is the duly elected and acting Corporate Secretary of the Company and, as such, is authorized to execute and deliver this certificate for and on behalf of the Company.
2. A duly noticed meeting of the Board of the Company took place on Sunday, June 9, 2024, at 1:00 p.m. (prevailing Pacific Time) (the "Meeting")
3. A quorum was declared present at the Meeting, based on the presence of a majority of the members of the Board.
4. At the Meeting, the Board considered and adopted several resolutions authorizing that a voluntary chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the "Resolutions").
5. A true and accurate copy of the Resolutions adopted at the Meeting is attached hereto as Exhibit 1, and such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

I hereby verify that the foregoing and that the attached Resolutions are true and correct. EXECUTED as of the date first written above.



\_\_\_\_\_  
Name: Clare Devincenzi

Title: Corporate Secretary

**Exhibit 1**

**Resolutions**

**RESOLUTION OF  
THE BOARD OF DIRECTORS OF  
NEVADA COPPER CORP.**

June 9, 2024

**WHEREAS** the members of the board of directors (the “**Board**”) of Nevada Copper Corp., a company existing under the laws of the province of British Columbia (the “**Company**”), has determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

**CHAPTER 11 CASE**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “**Bankruptcy Court**”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that each officer of the Company (each, an “**Authorized Officer**” and collectively, the “**Authorized Officers**”) be, and each of them individually hereby is, authorized, and in such capacity, acting alone or together, with power of delegation, in the name and on behalf of the Company, to execute and file a petition to commence a case and obtain relief under chapter 11 of the Bankruptcy Code (the case commenced as a result of such voluntary petition, the “**Chapter 11 Case**” and collectively, with the cases to be commenced by the Company’s affiliates, the “**Chapter 11 Cases**”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that they deem necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s businesses.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection with the commencement of the Chapter 11 Case, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates,



instruments, guaranties, notices and documents to be executed and delivered in such form, as the Authorized Officer performing or executing the same shall approve, and the performance or execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### RETENTION OF PROFESSIONALS

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### DIP FINANCING

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Board, it is advisable and in the best interests of the Company, its creditors, and other interested parties that the Company, along with its affiliates, obtain the debtor-in-possession financing contemplated by that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among Nevada Copper, Inc., as Borrower, the Company and each other subsidiary guarantor party from time to time thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).

**IT IS FURTHER RESOLVED** that each of the Authorized Officers is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto, (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company; (iii) granting liens on and security interests in any and all assets of the Company, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents

evidencing or perfecting such liens or security interests and amendments to such financing statements, agreements, mortgages, or other documents; (v) executing and delivering deposit, securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company's obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

### **GENERAL**

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officers, each of the Authorized Officers (and their designees and delegates) be, and they hereby are, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Officer's reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Board.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

**IT IS FURTHER RESOLVED** that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

## Fill in this information to identify the case:

Debtor name: Nevada Copper Corp.

United States Bankruptcy Court for the District of Nevada

Case number (if known): \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 204

## Chapter 11 or Chapter 9 Cases: List of Creditors the 20 Who Have Unsecured Claims and Are Not Insiders

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor

disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by

secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 Pala Investments Limited 12 Castle Street St Helier, JE2 3RT Jersey	Evgenij Iorich, Managing Partner; Melchior Studer, Finance Manager (p) +41 41 560 9070 (e) eiorich@pala.com; mstuder@pala.com	Bank Loans		\$0	\$0	\$60,386,042
2 Mercuria Investments US, Inc. 20 E. Greenway Plaza, Suite 650 Houston, TX 77046 USA	Guillaume de Dardel, Head of Energy Transition Metals; Matteo Bugnone, Investment Associate - Energy Transition Metals (p) +41 22 594 70 00 (e) gdedardel@mercuria.com; mbugnone@mercuria.com	Bank Loans		\$0	\$0	\$10,973,395
3 Pala Investments Limited 12 Castle Street St Helier, JE2 3RT Jersey	Evgenij Iorich, Managing Partner; Melchior Studer, Finance Manager (p) +41 41 560 9070 (e) eiorich@pala.com; mstuder@pala.com	Bank Loans		\$0	\$0	\$5,454,038
4 Triple Flag International Ltd. Cumberland House, 5th Floor, 1 Victoria Street Hamilton, HM 11 Bermuda M5J 2S1	Sheldon Vanderkooy, CFO (p) +1 416-304-9741 (e) svanderkooy@tripleflagpm.com	Bank Loans		\$0	\$0	\$5,043,203
5 Hannam Investments 3rd Floor, 7-10 Chandos Street London W1G 9DQ GBR	Ian Hannam, Director (p) +44 (0)20 7907 8500 (e) ich@hannam.partners	Bank Loans		\$0	\$0	\$516,233
6 NIU Invest SE Joachimsthaler Str. 24 10719 Berlin Germany	Nicole Kontrabecki, General Counsel (p) +49 30 96535790300 (e) n.kontrabecki@niu-invest.com	Bank Loans		\$0	\$0	\$501,849
7 Workiva Inc. 2900 University Blvd Ames, IA 50010 USA	Michelle Melby, Accounting Supervisor (p) 515-817-6109 (e) ar@accounting.workiva.com	Services		\$0	\$0	\$60,462
8 Hugessen Consulting 3200 Royal Bank Plaza, South Tower Toronto, ON M5J2J4 CAN	John Skinner, Managing Member (p) 416-868-1288 (e) js Skinner@hugessen.com	Services		\$0	\$0	\$13,046
9 DMI Digital Media Innovations Canada, Inc PO Box 60171 RPO Fraser Vancouver, BC V5W 4B5 CAN	Erik Carlson, COO & CFO (p) 833-559-2635 (e) billing.support@notified.com	Services		\$0	\$0	\$5,013
10 McInnes Cooper 1969 Upper Water St Halifax, NS B3J2V1 CAN	Basia Dzierzanowska, Office Lead Partner (p) 902-444-8485 (e) basia.dzierzanowska@mcinnescooper.com.	Professional Services		\$0	\$0	\$3,596
11 Computershare 100 University Ave., 11th Floor Toronto, ON M5J 2Y1 CAN	Pam Hosfield, Relationship Manager (p) 604-661-9435 (e) pam.hosfield@computershare.com	Services		\$0	\$0	\$1,593
12 Proactive Investors North American Inc Suite 1130 - 1090 West Georgia St. Vancouver, BC V6E 3V7 CAN	Betty Soares, CFO (p) +1 604-688-8158 (e) action@proactiveinvestors.com	Services		\$0	\$0	\$1,382

**Fill in this information to identify the case and this filing:**

Debtor Name Nevada Copper Corp.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

  
Signature of individual signing on behalf of debtor

Gregory J. Martin  
Printed name

EVP & CFO  
Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NEVADA COPPER CORP.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

Nevada Copper Corp. (the “*Debtor*”) hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:<sup>1</sup>

Name and address of interest holder	Percentage interest	Type of interest
<b>Pala Investments Limited<sup>2</sup></b> 12 Castle Street St. Helier, Jersey Canada JE2 3RT	60.96%	Common Shares
<b>Mercuria Energy Holdings (Singapore) Pte. Ltd.</b> 12 Marina View #26-01 Asia Square Tower 2 Singapore (018961)	17.24%	Common Shares

<sup>1</sup> There are approximately 1,429,567,214 outstanding Common Shares of the Debtor. The Debtor does not maintain a list of all its equity security holders. Preparing a list of, and sending notice to, all the holders of the Debtor’s Common Shares would be unduly expensive and time consuming. Accordingly, this list includes only those equity security holders holding 10% or more of the Debtor’s Common Shares, and the Debtor has requested a waiver of the requirement to list the other equity security holders in its *Motion for an Order (i) Extending the Time to File Schedules and Statements (ii) Authorizing the Filing of a Consolidated Creditor Matrix with the Debtors’ Chapter 11 Petitions (iii) Authorizing the Debtors to Redact Certain Personal Identifiable Information; and (iv) Modifying the Requirement to File a Complete List of Equity Holders*.

<sup>2</sup> The above table includes the Common Shares held by both Pala Investments Limited and Pala Assets Holdings Limited, an affiliated entity of Pala Investments Limited. Pala Investments Limited and Pala Assets Holdings Limited hold 871,470,074 Common Shares and 10,000,000 Common Shares, respectively, representing approximately 60.96% and 0.70% of the issued and outstanding Common Shares, respectively.

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NEVADA COPPER CORP.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, Nevada Copper Corp. (the “*Debtor*”) certifies that no publicly held corporation directly or indirectly owns 10% or more of any class of the Debtor’s equity interests.

STATE OF NEW YORK     )

COUNTY OF NEW YORK   )

The attached document, Voluntary Petition for Lion Iron Corp., dated June 10, 2024 and containing 16 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.

*Noah Blum*

Noah Blum

*Virginia Minardi*

Notary Publics Signature

VIRGINIA MINARDI  
Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 20 26

*Virginia Minardi*

Printed Name of Notary Public

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of Nevada  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Lion Iron Corp.

2. All other names debtor used in the last 8 years

N/A

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)

N/A

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

61 E. Pursel Lane

Number Street

Number Street

P.O. Box

Yerington, NV 89447

City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

Lyon

County

Number Street

City State ZIP Code

5. Debtor's website (URL) \_\_\_\_\_



Debtor

Lion Iron Corp.

Name

Case number (if known)

**6. Type of debtor**

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

**7. Describe debtor's business***A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

*B. Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*2 1 2 2**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- ☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor	Lion Iron Corp.	
	Name	Case number (if known)

---

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No  
☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY  
 If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

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**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

☐ No  
☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY  
 List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

---

**11. Why is the case filed in this district?**

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.  
☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

---

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No  
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_  
☐ It needs to be physically secured or protected from the weather.  
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).  
☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_  
 \_\_\_\_\_  
 City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No  
☐ Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor Lion Iron Corp.  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM DD YY

x

Signature of authorized representative of debtor

Title EVP & CFO

Gregory J. Martin

Printed name

Debtor Lion Iron Corp. Case number (if known) \_\_\_\_\_  
Name

**18. Signature of attorney****X** Ryan J. Works

Signature of attorney for debtor

Date 06/10/2024

MM / DD / YYYY

Ryan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV

State

89102

ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor Lion Iron Corp.  
Name

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	<u>Nevada Copper Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Nevada Copper, Inc.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Farms LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Ditch Company LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>0607792 B.C. Ltd.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____

**SECRETARY'S CERTIFICATE**

(Lion Iron Corp.)

**Date:** June 9, 2024

This Secretary's Certificate is furnished in connection with that certain meeting of the board of directors (the "Board") of Lion Iron Corp., a Nevada corporation (the "Company"), held on June 9, 2024.

The undersigned, Clare Devincenzi, as Secretary of the Company, hereby certifies as follows:

1. She is the duly elected and acting Secretary of the Company and, as such, is authorized to execute and deliver this certificate for and on behalf of the Company.
2. A duly noticed meeting of the Board of the Company took place on Sunday, June 9, 2024, at 1:00 p.m. (prevailing Pacific Time) (the "Meeting")
3. A quorum was declared present at the Meeting, based on the presence of all of the members of the Board.
4. At the Meeting, the Board considered and adopted several resolutions authorizing that a voluntary chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the "Resolutions").
5. A true and accurate copy of the Resolutions adopted at the Meeting is attached hereto as **Exhibit 1**, and such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

I hereby verify that the foregoing and that the attached Resolutions are true and correct. EXECUTED as of the date first written above.



---

Name: Clare Devincenzi

Title: Secretary

**Exhibit 1**

**Resolutions**

**RESOLUTION OF  
THE BOARD OF DIRECTORS OF  
LION IRON CORP.**

June 9, 2024

**WHEREAS** the members of the board of directors (the “**Board**”) of Lion Iron Corp., a company existing under the laws of the state of Nevada (the “**Company**”), have determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

**CHAPTER 11 CASE**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “**Bankruptcy Court**”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that each officer of the Company (each, an “**Authorized Officer**” and collectively, the “**Authorized Officers**”) be, and each of them individually hereby is, authorized, and in such capacity, acting alone or together, with power of delegation, in the name and on behalf of the Company, to execute and file a petition to commence a case and obtain relief under chapter 11 of the Bankruptcy Code (the case commenced as a result of such voluntary petition, the “**Chapter 11 Case**” and collectively, with the cases to be commenced by the Company’s affiliates, the “**Chapter 11 Cases**”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that they deem necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s businesses.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers in connection with the commencement of the Chapter 11 Case, and to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form, as the



Authorized Officer performing or executing the same shall approve, and the performance or execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### RETENTION OF PROFESSIONALS

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### DIP FINANCING

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Board, it is advisable and in the best interests of the Company, its creditors, and other interested parties that the Company, along with its affiliates, obtain the debtor-in-possession financing contemplated by that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among Nevada Copper, Inc., as Borrower, Nevada Copper Corp., the Company and each other subsidiary guarantor from time to time party thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).

**IT IS FURTHER RESOLVED** that each of the Authorized Officers is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company; (iii) granting liens on and security interests in any and all assets of the Company, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents evidencing or perfecting such liens or security interests and amendments to such financing

statements, agreements, mortgages, or other documents; (v) executing and delivering deposit, securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company's obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

### GENERAL

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officers, each of the Authorized Officers (and their designees and delegates) be, and they hereby are, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Officer's reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Board.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

**IT IS FURTHER RESOLVED** that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**Fill in this information to identify the case:**

Debtor name Lion Iron Corp.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 204**
**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	None.						
2							
3							
4							
5							
6							
7							
8							

Debtor

Lion Iron Corp.

Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

**Fill in this information to identify the case and this filing:**

Debtor Name Lion Iron Corp.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (if known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

  
Signature of individual signing on behalf of debtor

Gregory J. Martin

Printed name

EVP & CFO

Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

LION IRON CORP.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

Lion Iron Corp. hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:

<b>Name and address of interest holder</b>	<b>Percentage interest</b>
<b>Nevada Copper Corp.</b> PO Box 10026, Pacific Centre South 25th Floor, 700 W Georgia Street Vancouver, BC Canada V7Y 1B3	100%

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

LION IRON CORP.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, Lion Iron Corp. (the “**Debtor**”) certifies that the following parent corporation directly or indirectly owns 10% or more of any class of the Debtor’s equity interests:

- Nevada Copper Corp.

STATE OF NEW YORK     )

COUNTY OF NEW YORK   )

The attached document, Voluntary Petition for NC Farms LLC., dated June 10, 2024 and containing 15 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.

*Noah Blum*

Noah Blum

*Virginia Minardi*

Notary Publics Signature

VIRGINIA MINARDI  
Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 20 26

*Virginia Minardi*

Printed Name of Notary Public



**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of Nevada  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name NC Farms LLC

2. All other names debtor used in the last 8 years

N/A

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)

N/A

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

61 E. Pursel Lane

Number Street

Number Street

P.O. Box

Yerington, NV 89447

City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

Lyon

County

Number Street

City State ZIP Code

5. Debtor's website (URL)

N/A

Debtor	NC Farms LLC	Case number (if known)
		Name

---

**6. Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

---

**7. Describe debtor's business**

A. *Check one:*

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

---

B. *Check all that apply:*

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

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C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2 1 2 2

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**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. *Check all that apply:*

☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor	<b>NC Farms LLC</b>	Case number (if known) _____
	Name	

---

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

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**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

List all cases. If more than 1, attach a separate list.

☐ No

☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

---

**11. Why is the case filed in this district?**

*Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor NC Farms LLC  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

  
Signature of authorized representative of debtor

Gregory J. Martin

Printed name

Title Authorized Representative

Debtor NC Farms LLC Case number (if known) \_\_\_\_\_  
Name

## 18. Signature of attorney

 /s/ Ryan J. Works

Signature of attorney for debtor

Date 06/10/2024  
MM / DD / YYYYRyan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV 89102

State ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor **NC Farms LLC**  
 Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	Nevada Copper Corp.	Relationship to you	Affiliate
District	<b>Nevada</b>	When	Case number, if known
Debtor	Nevada Copper, Inc.	Relationship to you	Affiliate
District	<b>Nevada</b>	When	Case number, if known
Debtor	NC Ditch Company LLC	Relationship to you	Affiliate
District	<b>Nevada</b>	When	Case number, if known
Debtor	Lion Iron Corp.	Relationship to you	Affiliate
District	<b>Nevada</b>	When	Case number, if known
Debtor	0607792 B.C. Ltd.	Relationship to you	Affiliate
District	<b>Nevada</b>	When	Case number, if known

**WRITTEN CONSENT OF  
THE MANAGING MEMBER OF  
NC FARMS LLC**

June 9, 2024

**WHEREAS** Nevada Copper, Inc., a company existing under the laws of Nevada, as the sole member and manager (in such capacity, the “*Managing Member*”) of NC Farms LLC, a limited liability company existing under the laws of Nevada (the “*Company*”), has determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**CHAPTER 11 CASES**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “*Bankruptcy Court*”).

**IT IS FURTHER RESOLVED** that Gregory J. Martin (the “*Authorized Officer*”) be, and hereby is, authorized and empowered, in the name and on behalf of the Company, to execute and file a petition to commence a case and obtain relief under chapter 11 of the Bankruptcy Code (the case commenced as a result of such voluntary petition, a “*Chapter 11 Case*” and collectively, with the cases to be commenced by the Company’s affiliates, the “*Chapter 11 Cases*”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that he deems necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s business.

**IT IS FURTHER RESOLVED** that the Authorized Officer be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers in connection with the commencement of the Chapter 11 Case, and to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that the Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form, as the Authorized Officer performing or executing the same shall approve, and the performance or

execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### RETENTION OF PROFESSIONALS

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### DIP FINANCING

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Managing Member, it is advisable and in the best interests of the Company, its creditors, and other interested parties that the Company, along with its affiliates, obtain the debtor-in-possession financing contemplated that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among Nevada Copper, Inc., as Borrower, Nevada Copper Corp., the Company and each other subsidiary guarantor from time to time party thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).

**IT IS FURTHER RESOLVED** that the Authorized Officer is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company; (iii) granting liens on and security interests in any and all assets of the Company, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents evidencing or perfecting such liens or security interests and amendments to such financing statements, agreements, mortgages, or other documents; (v) executing and delivering deposit,



securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company's obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

### **GENERAL**

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer (and his designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company or the Managing Member, as applicable, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in the Authorized Officer's reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company or the Managing Member, as applicable, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company and the Managing Member with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Managing Member.


**IT IS FURTHER RESOLVED** that facsimile or electronic copies of signatures to this consent shall be deemed to be originals and may be relied on to the same extent as the originals.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**IN WITNESS WHEREOF**, the undersigned Managing Member has duly executed this Consent as of the date provided herein.

**NEVADA COPPER, INC., as Managing Member**

  
\_\_\_\_\_  
By: Gregory J. Martin

Title: EVP & CFO

*[Signature Page to Written Consent of The Managing Member of NC Farms LLC]*

**Fill in this information to identify the case:**

Debtor name NC Farms LLC

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	None.						
2							
3							
4							
5							
6							
7							
8							

Debtor

NC Farms LLC

Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

**Fill in this information to identify the case and this filing:**Debtor Name NC Farms LLCUnited States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (if known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

**x**

Signature of individual signing on behalf of debtor

Gregory J. Martin

Printed name

Authorized Representative

Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NC FARMS LLC

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

NC Farms LLC hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:

Name and address of interest holder	Percentage interest
<b>Nevada Copper, Inc.</b> 61 E. Pursel Lane Yerington, Nevada USA 89447	100%

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NC FARMS LLC

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, NC Farms LLC (the “**Debtor**”) certifies that the following corporations directly or indirectly own 10% or more of any class of the Debtor’s equity interests:

- Nevada Copper Corp.
- Nevada Copper, Inc.

STATE OF NEW YORK     )

COUNTY OF NEW YORK   )

The attached document, Voluntary Petition for 607792 British Columbia Ltd., dated June 10, 2024 and containing 16 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.

*Noah Blum*

Noah Blum

*Virginia Minardi*

Notary Publics Signature

VIRGINIA MINARDI  
Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 2026

*Virginia Minardi*

Printed Name of Notary Public



**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of **Nevada**  
(State)Case number (if known): \_\_\_\_\_ Chapter **11**☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

**1. Debtor's name** 0607792 B.C. Ltd.**2. All other names debtor used in the last 8 years** 607792 British Columbia Ltd.Include any assumed names, trade names, and *doing business* as names**3. Debtor's federal Employer Identification Number (EIN)** N/A**4. Debtor's address****Principal place of business**PO Box 10026, Pacific Centre South  
25th Floor, 700 W Georgia Street

Number Street

Vancouver, BC, Canada V7Y 1B3

City State ZIP Code

County

**Mailing address, if different from principal place of business**

Number Street

P.O. Box

City State ZIP Code

**Location of principal assets, if different from principal place of business**

Number Street

City State ZIP Code

**5. Debtor's website (URL)** \_\_\_\_\_

Debtor 607792 British Columbia Ltd. Case number (if known) \_\_\_\_\_  
 Name

**6. Type of debtor**

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

**7. Describe debtor's business***A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

*B. Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*2 1 2 2**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- ☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor	607792 British Columbia Ltd.	Case number (if known) _____
	Name	

---

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

---

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

☐ No

☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

---

**11. Why is the case filed in this district?**

*Check all that apply:*

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

---

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention? (Check all that apply.)**

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

\_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

### Statistical and administrative information

Debtor 607792 British Columbia Ltd.  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

Signature of authorized representative of debtor

Title EVP & CFO

Gregory J. Martin

Printed name

Debtor 0607792 B.C. Ltd.  
Name

Case number (if known) \_\_\_\_\_

**18. Signature of attorney**

**X** Ryan J. Works  
Signature of attorney for debtor

Date 06/10/2024  
MM / DD / YYYY

Ryan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV 89102

State ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor 0607792 B.C. Ltd.  
Name

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	<u>Nevada Copper Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Nevada Copper, Inc.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Farms LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Ditch Company LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Lion Iron Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____

**SECRETARY'S CERTIFICATE**  
(0607792 B.C. Ltd.)

**Date:** June 9, 2024

This Secretary's Certificate is furnished in connection with that certain meeting of the board of directors (the "Board") of 0607792 B.C. Ltd., a British Columbia corporation (the "Company"), held on June 9, 2024.

The undersigned, Clare Devincenzi, as Secretary of the Company, hereby certifies as follows:

1. She is the duly elected and acting Secretary of the Company and, as such, is authorized to execute and deliver this certificate for and on behalf of the Company.
2. A duly noticed meeting of the Board of the Company took place on Sunday, June 9, 2024, at 1:00 p.m. (prevailing Pacific Time) (the "Meeting")
3. A quorum was declared present at the Meeting, based on the presence of all of the members of the Board.
4. At the Meeting, the Board considered and adopted several resolutions authorizing that a voluntary chapter 11 bankruptcy petition be filed by the Company, seeking relief under the provisions of chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the "Resolutions").
5. A true and accurate copy of the Resolutions adopted at the Meeting is attached hereto as **Exhibit 1**, and such resolutions have not been amended, modified, or rescinded and remain in full force and effect as of the date hereof.

I hereby verify that the foregoing and that the attached Resolutions are true and correct.  
EXECUTED as of the date first written above.



---

Name: Clare Devincenzi

Title: Secretary

**Exhibit 1**

**Resolutions**



**RESOLUTION OF  
THE BOARD OF DIRECTORS OF  
0607792 B.C. LTD.**

June 9, 2024

**WHEREAS** the members of the board of directors (the “**Board**”) of 0607792 B.C. Ltd., a company existing under the laws of the province of British Columbia (the “**Company**”), have determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

**CHAPTER 11 CASE**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “**Bankruptcy Court**”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that each officer of the Company (each, an “**Authorized Officer**” and collectively, the “**Authorized Officers**”) be, and each of them individually hereby is, authorized, and in such capacity, acting alone or together, with power of delegation, in the name and on behalf of the Company, to execute and file a petition to commence a case and obtain relief under chapter 11 of the Bankruptcy Code (the case commenced as a result of such voluntary petition, the “**Chapter 11 Case**” and collectively, with the cases to be commenced by the Company’s affiliates, the “**Chapter 11 Cases**”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that they deem necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s businesses.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers in connection with the commencement of the Chapter 11 Case, and to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates,

instruments, guaranties, notices and documents to be executed and delivered in such form, as the Authorized Officer performing or executing the same shall approve, and the performance or execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### RETENTION OF PROFESSIONALS

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### DIP FINANCING

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Board, it is advisable and in the best interests of the Company, its creditors, and other interested parties that the Company, along with its affiliates, obtain the debtor-in-possession financing contemplated by that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among Nevada Copper, Inc., as Borrower, Nevada Copper Corp., the Company and each other subsidiary guarantor from time to time party thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).

**IT IS FURTHER RESOLVED** that each of the Authorized Officers is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company; (iii) granting liens on and security interests in any and all assets of the Company, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents

evidencing or perfecting such liens or security interests and amendments to such financing statements, agreements, mortgages, or other documents; (v) executing and delivering deposit, securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company's obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

### **GENERAL**

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officers, each of the Authorized Officers (and their designees and delegates) be, and they hereby are, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Officer's reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Board.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

**IT IS FURTHER RESOLVED** that the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of the Company, or hereby waives any right to have received such notice.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**Fill in this information to identify the case:**

Debtor name 0607792 B.C. Ltd.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 204**

# **Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	None.						
2							
3							
4							
5							
6							
7							
8							

Debtor

607792 British Columbia Ltd.

Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							

**Fill in this information to identify the case and this filing:**Debtor Name 0607792 B.C. Ltd.United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (if known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

**x**


Signature of individual signing on behalf of debtor

Gregory J. Martin

Printed name

EVP & CFO

Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

0607792 B.C. LTD.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

0607792 B.C. Ltd. hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:

Name and address of interest holder	Percentage interest
<p style="text-align: center;"><b>Nevada Copper Corp.</b> PO Box 10026, Pacific Centre South 25th Floor, 700 W Georgia Street Vancouver, BC Canada V7Y 1B3</p>	<p style="text-align: center;">100%</p>

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

0607792 B.C. Ltd.

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, 0607792 B.C. Ltd. (the “**Debtor**”) certifies that the following parent corporation directly or indirectly owns 10% or more of any class of the Debtor’s equity interests:

- Nevada Copper Corp.



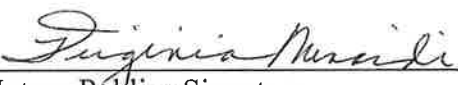
STATE OF NEW YORK )

COUNTY OF NEW YORK )

The attached document, Voluntary Petition for NC Ditch Company LLC, dated June 10, 2024 and containing 15 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.

  
 \_\_\_\_\_  
 Noah Blum

  
 \_\_\_\_\_  
 Notary Public's Signature

VIRGINIA MINARDI  
 Notary Public, State of New York  
 No. 01MI4867959  
 Qualified in Queens County  
 Certificate Filed in New York County  
 Commission Expires Nov. 10, 2026

  
 \_\_\_\_\_  
 Printed Name of Notary Public

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_ District of Nevada  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name NC Ditch Company LLC2. All other names debtor used in the last 8 years N/A

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) N/A

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

61 E. Pursel Lane

Number Street

P.O. Box 1640

Number Street

P.O. BoxYerington, NV 89447

City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

Lyon

County

Number Street

City State ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

Debtor	NC Ditch Company LLC	Case number (if known)
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <p><b>6. Type of debtor</b></p> </div> <div style="width: 65%;"> <p><input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))</p> <p><input type="checkbox"/> Partnership (excluding LLP)</p> <p><input type="checkbox"/> Other. Specify: _____</p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <p><b>7. Describe debtor's business</b></p> </div> <div style="width: 65%;"> <p>A. Check one:</p> <p><input type="checkbox"/> Health Care Business (as defined in 11 U.S.C. § 101(27A))</p> <p><input type="checkbox"/> Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))</p> <p><input type="checkbox"/> Railroad (as defined in 11 U.S.C. § 101(44))</p> <p><input type="checkbox"/> Stockbroker (as defined in 11 U.S.C. § 101(53A))</p> <p><input type="checkbox"/> Commodity Broker (as defined in 11 U.S.C. § 101(6))</p> <p><input type="checkbox"/> Clearing Bank (as defined in 11 U.S.C. § 781(3))</p> <p><input checked="" type="checkbox"/> None of the above</p> <hr style="border: 1px solid #ccc;"/> <p>B. Check all that apply:</p> <p><input type="checkbox"/> Tax-exempt entity (as described in 26 U.S.C. § 501)</p> <p><input type="checkbox"/> Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)</p> <p><input type="checkbox"/> Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))</p> <hr style="border: 1px solid #ccc;"/> <p>C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <a href="http://www.uscourts.gov/four-digit-national-association-naics-codes">http://www.uscourts.gov/four-digit-national-association-naics-codes</a>.</p> <p style="text-align: center;"><u>2</u> <u>1</u> <u>2</u> <u>2</u></p> </div> </div>		
<div style="display: flex; justify-content: space-between;"> <div style="width: 30%;"> <p><b>8. Under which chapter of the Bankruptcy Code is the debtor filing?</b></p> <p>A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.</p> </div> <div style="width: 65%;"> <p>Check one:</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11. Check all that apply:</p> <p><input type="checkbox"/> The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).</p> <p><input type="checkbox"/> The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, <b>and it chooses to proceed under Subchapter V of Chapter 11.</b> If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p> <p><input type="checkbox"/> The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the <i>Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11</i> (Official Form 201A) with this form.</p> <p><input type="checkbox"/> The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.</p> <p><input type="checkbox"/> Chapter 12</p> </div> </div>		

Debtor	<b>NC Ditch Company LLC</b>	Case number (if known) _____
	<small>Name</small>	

---

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

---

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

☐ No

☒ Yes. Debtor See attached list. Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

---

**11. Why is the case filed in this district?**

*Check all that apply:*

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

---

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_

Number                      Street

\_\_\_\_\_

City                                      State ZIP Code

\_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

Statistical and administrative information

Debtor NC Ditch Company LLC  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999         |  |  |

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million              | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million             | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.


I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

  
Signature of authorized representative of debtor

Title Authorized Representative


Gregory J. Martin

Printed name

Debtor NC Ditch Company LLC  
Name

Case number (if known) \_\_\_\_\_

18. Signature of attorney

 Ryan J. Works  
Signature of attorney for debtor

Date 06/10/2024  
MM / DD / YYYY

Ryan J. Works

Printed name

McDonald Carano LLP

Firm name

2300 West Sahara Avenue, Suite 1200

Number Street

Las Vegas

City

NV 89102

State

ZIP Code

(702) 873-4100

Contact phone

rworks@mcdonaldcarano.com

Email address

9224

Bar number

NV

State

Debtor NC Ditch Company LLC  
 Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

**Pending Bankruptcy Cases Filed by Affiliates of the Debtor:**

Debtor	<u>Nevada Copper Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Nevada Copper, Inc.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>NC Farms LLC</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>Lion Iron Corp.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____
Debtor	<u>0607792 B.C. Ltd.</u>		Relationship to you	<u>Affiliate</u>
District	<u><b>Nevada</b></u>	When _____	Case number, if known	_____

**WRITTEN CONSENT OF  
THE MANAGING MEMBER OF  
NC DITCH COMPANY LLC**

June 9, 2024

**WHEREAS** Nevada Copper, Inc., a company existing under the laws of Nevada, as the sole member and manager (in such capacity, the “*Managing Member*”) of NC Ditch Company LLC, a limited liability company existing under the laws of Nevada (the “*Company*”), has determined, after due consideration and deliberation, that it is desirable and in the best interests of the Company, its creditors, and other interested parties that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “*Bankruptcy Code*”).

**CHAPTER 11 CASES**

**NOW, THEREFORE, BE IT RESOLVED** that the Company be, and hereby is, authorized and empowered to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Nevada (the “*Bankruptcy Court*”) and to initiate recognition proceedings under the Companies’ Creditors Arrangement Act in Canada to follow the chapter 11 case in the Bankruptcy Court.

**IT IS FURTHER RESOLVED** that Gregory J. Martin (the “*Authorized Officer*”) be, and hereby is, authorized and empowered, in the name and on behalf of the Company, to execute and file a petition to commence a case and obtain relief under chapter 11 of the Bankruptcy Code (the case commenced as a result of such voluntary petition, a “*Chapter 11 Case*” and collectively, with the cases to be commenced by the Company’s affiliates, the “*Chapter 11 Cases*”), and to cause such schedules, lists, applications, pleadings, and other motions, papers, agreements, consents, or documents to be filed, and take any and all actions that he deems necessary or proper, to obtain relief from the Bankruptcy Court, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s business.

**IT IS FURTHER RESOLVED** that the Authorized Officer be, and hereby is, authorized, empowered and directed to authorize or to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers in connection with the commencement of the Chapter 11 Case, and to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that the Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

**IT IS FURTHER RESOLVED** that each Authorized Officer be, and each of them, acting alone or in any combination, hereby is, authorized, directed and empowered from time to time in the name and on behalf of the Company, to perform the obligations of the Company under the Bankruptcy Code, including the obligations of the Company, in each case, as a debtor in possession, with all such actions to be performed in such manner, and all such certificates, instruments, guaranties, notices and documents to be executed and delivered in such form, as the



Authorized Officer performing or executing the same shall approve, and the performance or execution thereof by such Authorized Officer shall be conclusive evidence of the approval thereof by such Authorized Officer and by the Company.

### RETENTION OF PROFESSIONALS

**IT IS FURTHER RESOLVED** that each of the Authorized Officers be, and hereby is, authorized and directed to employ or continue to employ the following firms (the “**Professionals**”) to represent and assist the Company in carrying out their duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations in connection with their restructuring or recapitalization: the law firm of Allen Overy Shearman Sterling US LLP, as general bankruptcy counsel; the firm of AlixPartners LLP, as financial and restructuring advisor; the law firm of McDonald Carano LLP, as Nevada bankruptcy counsel; the law firm of Torys LLP, as special Canadian and corporate counsel; the firm of Moelis & Company LLC, as financial advisor and investment banker; and the firm of Epiq Corporate Restructuring, LLC, as notice and claims agent and administrative advisor; and in connection therewith, each of the Authorized Officers, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of the Professionals.

### DIP FINANCING

**IT IS FURTHER RESOLVED** that, in connection with the commencement of the Chapter 11 Cases and in the sound business judgment of the Managing Member, it is advisable and in the best interests of the Company, its creditors, and other interested parties that the Company, along with its affiliates, obtain the debtor-in-possession financing contemplated by that certain Senior Secured Superpriority Debtor-In-Possession Credit Agreement, dated as of or about the date provided herein, by and among Nevada Copper, Inc., as Borrower, Nevada Copper Corp., the Company and each other subsidiary guarantor from time to time party thereto, as guarantors, U.S. Bank Trust Company, National Association, as Administrative Agent, and the lenders listed on Schedule A thereto (the “**DIP Financing**”).

**IT IS FURTHER RESOLVED** that the Authorized Officer is authorized to take all actions necessary in connection with the DIP Financing, including, without limitation: (i) executing, delivering, and filing (as necessary), the credit agreement, guarantees, security agreements, and related ancillary documents, certificates, instruments and/or related term sheets, and with respect to each of the foregoing, any amendments, supplements, modifications, extensions, and renewals thereto (collectively, the “**DIP Facility Documents**”); (ii) executing, delivering or filing (as necessary) each other agreement, instrument or document to be executed, delivered, or filed (as necessary) in connection with the DIP Financing (collectively with the DIP Facility Documents, the “**DIP Documents**”), in the name and on behalf of the Company; (iii) granting liens on and security interests in any and all assets of the Company, and, as applicable, executing and delivering security agreements (and amendments, supplements, and/or modifications thereto, as appropriate) with respect to real property, personal property (including intellectual property) and any other property to evidence such liens; (iv) authorizing the filing and recording, as applicable, of financing statements, agreements, mortgages, or any other documents evidencing or perfecting such liens or security interests and amendments to such financing

statements, agreements, mortgages, or other documents; (v) executing and delivering deposit, securities and other account control agreements (and amendments, supplements and other modifications thereto, as appropriate); and (vi) performing the Company's obligations under the DIP Documents and taking any other actions, and paying all fees, taxes, and other expenses in connection with the foregoing.

### GENERAL

**IT IS FURTHER RESOLVED** that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer (and [her] designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company or the Managing Member, as applicable, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such agreements, certificates, instruments and other documents and to pay all expenses, including but not limited to filing fees, in each case as in the Authorized Officer's reasonable discretion, as shall be necessary, advisable, or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein.

**IT IS FURTHER RESOLVED** that any and all lawful acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company or the Managing Member, as applicable, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Company and the Managing Member with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Managing Member.

**IT IS FURTHER RESOLVED** that facsimile or electronic copies of signatures to this consent shall be deemed to be originals and may be relied on to the same extent as the originals.

**IT IS FURTHER RESOLVED** that the secretary and any other appropriate officer of the Company are, and each individually hereby is, authorized and empowered to certify and furnish such copies of these resolutions and such statements as to the incumbency of the Company's officers, as may be requested, and any person receiving such certified copy is and shall be authorized to rely upon the contents thereof.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**IN WITNESS WHEREOF**, the undersigned Managing Member has duly executed this Consent as of the date provided herein.

**NEVADA COPPER, INC., as Managing Member**



---

By: Gregory J. Martin

Title: EVP & CFO

*[Signature Page to Written Consent of The Managing Member of NC Ditch Company LLC]*

**Fill in this information to identify the case:**

Debtor name NC Ditch Company LLC

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 204**
**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	None.						
2							
3							
4							
5							
6							
7							
8							

Debtor

NC Ditch Company LLC

Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9							
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**Fill in this information to identify the case and this filing:**

Debtor Name NC Ditch Company LLC

United States Bankruptcy Court for the: \_\_\_\_\_ District of Nevada  
(State)

Case number (If known): \_\_\_\_\_

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.


I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/09/2024  
MM / DD / YYYY

x

  
Signature of individual signing on behalf of debtor

Gregory J. Martin

Printed name

Authorized Representative

Position or relationship to debtor

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NC DITCH COMPANY LLC

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**LIST OF EQUITY SECURITY HOLDERS  
PURSUANT TO FED. R. BANKR. P. 1007(a)(3)**

NC Ditch Company LLC hereby submits, pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list of equity security holders:

Name and address of interest holder	Percentage interest
<b>Nevada Copper, Inc.</b> 61 E. Pursel Lane Yerington, Nevada USA 89447	100%

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

NC DITCH COMPANY LLC

Debtor.

Case No.: [BK-24-\_\_\_\_ - \_\_\_\_]

Chapter 11

Date: [\_\_\_\_]

Time: [\_\_\_\_]

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to the Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Local Rule 7007.1 of the Bankruptcy Court for the District of Nevada, NC Ditch Company LLC (the “*Debtor*”) certifies that the following corporations directly or indirectly own 10% or more of any class of the Debtor’s equity interests:

- Nevada Copper Corp.
- Nevada Copper, Inc.



This is **Exhibit “B”** referred to in the Affidavit of Melissa Losco sworn remotely by Melissa Losco at the Town of Aurora, in the Regional Municipality of York, in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on June 20, 2024 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely.



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*Commissioner for Taking Affidavits (or as may be)*

**MORAG MCGREEVEY**  
**LSO#: 80096B**

STATE OF NEW YORK )

COUNTY OF NEW YORK )

The attached document, the Order Authorizing Nevada Copper Inc. to act as Foreign Representative of the Debtors, dated June 17, 2024 and containing 4 pages, is a true and correct copy of an electronic record obtained by me from the United States Bankruptcy Court for the District of Nevada via Public Access to Court Electronic Records service. At the time I obtained this record, no security features present on the electronic record indicated any changes or errors in an electronic signature or other information in the electronic record after the electronic record's creation or execution.

This declaration is made by me under penalty of perjury, and signed this 20<sup>th</sup> day of June, 2024.



Noah Blum

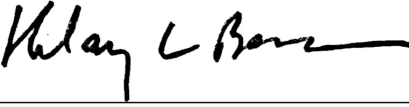
VIRGINIA MINARDI  
Notary Public, State of New York  
No. 01MI4867959  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Nov. 10, 2026



Notary Publics Signature



Printed Name of Notary Public

  
 Honorable Hilary L. Barnes  
 United States Bankruptcy Judge



Entered on Docket  
 June 17, 2024

**UNITED STATES BANKRUPTCY COURT  
 DISTRICT OF NEVADA**

In re:

NEVADA COPPER, INC.,<sup>1</sup>

Debtor.

*Joint Administration Requested*

Case No. 24-50566-hlb  
 Chapter 11

Hearing Date: June 13, 2024  
 Hearing Time: 1:30 p.m.

**ORDER AUTHORIZING NEVADA COPPER, INC.,  
 TO ACT AS FOREIGN REPRESENTATIVE OF THE DEBTORS**

Upon the motion (the “*Motion*”)<sup>2</sup> of the Debtors for entry of an order (this “*Order*”), pursuant to sections 105(a) and 1505 of the Bankruptcy Code and Bankruptcy Rule 6003, (i) authorizing, but not directing, Debtor Nevada Copper, Inc. (“*NCT*”), to (a) act as the foreign representative of the Debtors; (b) seek recognition by the Canadian Court (as defined below) of the Chapter 11 Cases and of certain orders made by this Court in the Chapter 11 Cases from time to time; (c) request that the Canadian Court lend assistance to this Court and grant comity to the foreign representative; and (d) seek any other appropriate relief from the Canadian Court that is just and proper, and (ii) granting related relief; and upon the First Day Declaration; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and that this Court

<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of their registration numbers in the jurisdiction in which they are organized are: Nevada Copper, Inc. (1157) (Nevada); Nevada Copper Corp. (5323) (British Columbia); 0607792 B.C. Ltd. (2524) (British Columbia); Lion Iron Corp. (2904) (Nevada); NC Farms LLC (0264) (Nevada); and NC Ditch Company LLC (4396) (Nevada).

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

1 may enter a final order consistent with Article III of the United States Constitution; and, under the  
2 circumstances, proper and adequate notice of the Motion and the hearing thereon having been  
3 given; and it appearing that no other or further notice is necessary; and this Court having reviewed  
4 the Motion and having heard the statements in support of the relief requested therein at a hearing  
5 before this Court; and it appearing that the legal and factual bases set forth in the Motion establish  
6 just cause for the relief granted herein; and this Court having determined that the relief sought in  
7 the Motion is in the best interests of the Debtors, their estates, their creditors and other parties in  
8 interest; and after due deliberation and sufficient cause appearing therefor;

9 IT IS HEREBY ORDERED THAT:

10 1. The Motion is GRANTED as set forth herein.

11 2. Nevada Copper, Inc. (“**NCI**”), is authorized, but not directed, (i) to act as the foreign  
12 representative of the Debtors, (ii) to seek recognition by the Canadian Court of the Chapter 11  
13 Cases and of certain orders made by the Court in the Chapter 11 Cases from time to time, (iii) to  
14 request that the Canadian Court lend assistance to this Court and grant comity to the foreign  
15 representative, and (iv) to seek any other appropriate relief from the Canadian Court that the  
16 Debtors deem just and proper.

17 3. This Court requests the aid and assistance of the Canadian Court to recognize these  
18 Chapter 11 Cases as a “foreign main proceeding” and NCI as a “foreign representative” pursuant  
19 to the Companies’ Creditors Arrangement Act and to recognize and give full force and effect to  
20 this Order in all provinces and territories of Canada.

21 4. This Court requests the assistance of the Canadian Court to act in aid of and be  
22 auxiliary to this Court in relation to the protection of the Debtors’ assets in Canada, including by  
23 giving effect to the automatic stay under section 362(a) of the Bankruptcy Code in Canada.

24 5. Nothing in the Motion or this Order shall be deemed or construed as: (i) an  
25 admission as to the validity of any claim against the Debtors; (ii) a waiver of the Debtors’ rights  
26 to dispute any claim on any grounds; (iii) a promise or requirement to pay any claim; (iv) an  
27 admission that any particular claim is of a type specified or defined hereunder; (v) a request to  
28

1 assume any executory contract or unexpired lease; or (vi) a waiver of the Debtors' rights under the  
2 Bankruptcy Code or any other applicable law.

3 6. The requirements set forth in Bankruptcy Rule 6003 are satisfied by the contents of  
4 the Motion or otherwise deemed waived.

5 7. Notwithstanding any provision in the Federal Rules of Bankruptcy Procedure to the  
6 contrary, the Debtors are not subject to any stay in the implementation, enforcement, or realization  
7 of the relief granted in this Order, and the Debtors may, in their discretion and without further  
8 delay, take any action and perform any act necessary to implement the relief granted in this Order.

9 8. This Court shall retain jurisdiction over any and all matters arising from or related  
10 to the interpretation or implementation of this Order.

11 **IT IS SO ORDERED.**

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In accordance with LR 9021, counsel submitting this **ORDER AUTHORIZING NEVADA COPPER, INC., TO ACT AS FOREIGN REPRESENTATIVE OF THE DEBTORS** certifies that the order accurately reflects the court's ruling and that (check one):

☐ The Court has waived the requirement set forth in LR 9021(b)(1).

☐ No party appeared at the hearing or filed an objection to the motion.

☒ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document].

JARED A. DAY  
*United States Trustee*

**APPROVED** / ~~DISAPPROVED~~

STEVEN D. JEROME  
*Attorneys for RAM Enterprise, Inc.*

**APPROVED** / ~~DISAPPROVED~~

KATE DOORLEY  
*Attorneys for DIP Lenders*

**APPROVED** / ~~DISAPPROVED~~

☐ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

Prepared and submitted by:

McDONALD CARANO LLP

/s/ Ryan J. Works

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Amanda M. Perach (NSBN 12399)  
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ALLEN OVERY SHEARMAN STERLING US LLP  
Fredric Sosnick (New York Bar No. 2472488) (*pro hac* pending)  
Sara Coelho (New York Bar No. 4530267) (*pro hac* pending)  
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*Proposed Counsel to the Debtors and Debtors in Possession*

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

Court File No.: CV-24-00722252-00CL

AND IN THE MATTER OF NEVADA COPPER, INC., NEVADA COPPER CORP., 0607792 B.C. LTD.,  
LION IRON CORP., NC FARMS LLC AND NC DITCH COMPANY LLC

APPLICATION OF NEVADA COPPER, INC. UNDER SECTION 46 OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at TORONTO

**AFFIDAVIT OF MELISSA LOSCO,  
SWORN ON JUNE 20, 2024**

**Torys LLP**

79 Wellington St. W., 30th Floor  
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Toronto, ON M5K 1N2

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Lawyers for Nevada Copper, Inc., Nevada  
Copper Corp., 0607792 B.C. Ltd., Lion Iron  
Corp., NC Farms LLC and NC Ditch Company  
LLC

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED  
AND IN THE MATTER OF NEVADA COPPER CORP., NEVADA COPPER, INC., 0607792 B.C.  
LTD., LION IRON CORP., NC FARMS LLC AND NC DITCH COMPANY LLC  
APPLICATION OF NEVADA COPPER CORP. UNDER SECTION 46 OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Commercial List Court File No.: CV-24-00722252-00CL

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

Proceeding commenced at TORONTO

**SUPPLEMENTARY**  
**APPLICATION RECORD**

**Torys LLP**

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Corp., NC Farms LLC and NC Ditch Company  
LLC