

“Post-Implementation Date Expenses” means: (a) all potential costs and expenses (including fees of Lydian Jersey’s counsel and the Monitor and its counsel) estimated to be incurred and accrued in respect of any further stay extensions or motions at any time prior to the CCAA Termination Date; (b) all estimated costs and expenses of Lydian Jersey and the other Released Guarantors, including all reasonable and documented fees of their advisors, the Monitor and its counsel, and director and officer insurance premiums incurred and accrued up to the CCAA Termination Date; and (c) the costs and expenses estimated to be incurred in connection with or related to the dissolution or winding-up of Lydian Jersey, Lydian US and Lydian Zoloto pursuant to Section 6.4, in each case, as set forth on, and, in all cases, subject to the maximums set forth on, Schedule “A”, and such other amounts as the Senior Lenders may agree in writing.

“Post-Implementation Date Expenses Reserve” means the reserve to be established by the Applicants on the Plan Implementation Date and held by the Monitor solely for the benefit of the Applicants, which shall be comprised of an amount of ~~USD\$[1,866,000]~~ USD\$1,866,000 to pay the Remaining Post-Implementation Date Expenses.

“Purchaser’s Agent” means Osisko, in its capacity as agent for the purchasers under the Stream Agreement.

“RCF” means Resource Capital Fund VI L.P.

“Released Claims” has the meaning ascribed thereto in Section 6.6 hereof.

“Released Director Claim” means any Director Claim that is released pursuant to Section 6.6 hereof.

“Released Guarantors” means, collectively, Lydian Jersey, Lydian US, Lydian Zoloto, Lydian Georgia and Lydian GRC.

“Released Party” and **“Released Parties”** have the meaning ascribed thereto in Section 6.6 hereof.

“Remaining Post-Implementation Date Expenses” means the Post-Implementation Date Expenses not paid or satisfied as of the Plan Implementation Date.

“Required Majority” means a majority in number of Affected Creditors representing at least two thirds in value of the Affected Creditors, in each case who are entitled to vote at the Meeting in accordance with the Meeting Order and who are present and voting in person or by proxy on the resolution approving the Plan at the Meeting.

“Restructured Lydian” means, collectively, the entity formed upon the amalgamation by arrangement of SL Newco and Lydian Canada.

“Restructured Lydian Common Shares” means the common shares of Restructured Lydian to be held by the Senior Lenders.

“Restructured Lydian Group” means, collectively, Restructured Lydian and each of its direct or indirect wholly-owned subsidiaries immediately after the Effective Time.

“Restructured Lydian Preferred Share” means the preferred share of Restructured Lydian to be held by Lydian Jersey.

“Restructuring Documents” means, collectively, the articles of Restructured Lydian and all related agreements, security and other documents.

“Sanction and Implementation Order” means the order to be sought under the CCAA sanctioning this Plan, if approved by the Required Majority, and providing for its implementation in form and content satisfactory to the Applicants and the Monitor.

“SEK” means AB Svensk Exportkredit (publ).

“Senior Lenders” means, collectively, Orion, RCF and Osisko.

“SL Newco” means a newly incorporated single purpose entity controlled by Orion and governed by the BCBCA.

“Stream Agreement” means the amended and restated purchase and sale agreement (gold and silver) dated as of January 15, 2019 among Lydian Jersey, as a guarantor, Lydian Armenia, as seller, Osisko (as successor to Orion Co IV (SO) Limited), RCF and each of the other purchasers from time to time party thereto, as purchasers, and the Purchaser’s Agent.

“Stream Obligations” means all obligations, liabilities and indebtedness of the Existing Lydian Group under the Stream Agreement and the other Stream Documents (as defined in the Stream Agreement).

“Subsidiary Shares” means all shares in the capital of each of the Lydian Subsidiaries that are issued and outstanding immediately prior to the Effective Time.

“Unaffected Claim” means any Claim of a Creditor against the Applicants or the Non-Applicant Stay Parties, other than the Affected Claims, and, for greater certainty, Unaffected Claim includes (i) all Claims resulting from the Loan Obligations and Stream Obligations, in each case, other than those representing the Affected Claims; (ii) all Claims of the Equipment Lenders against the Applicants or any other non-Applicant member of the Existing Lydian Group; (iii) all unsecured Claims against the Applicants or the Non-Applicant Stay Parties; and (iv) all Claims of any other Creditor against Lydian Armenia and any other non-Applicant member of the Existing Lydian Group.

“Unaffected Creditor” means both a Creditor with an Unaffected Claim and a holder of an Equity Claim in Lydian Jersey.

“US-Jersey Interco Debt” means the indebtedness in the amount of approximately ~~USD\$12,700,000~~ USD\$12,694,000 owed by Lydian US to Lydian Jersey.

“USD” means United States dollars.

Section 1.2 Construction

In this Plan, unless otherwise stated or the context otherwise requires:

- (a) the division of the Plan into Articles and Sections and the use of headings are for convenience of reference only and do not affect the construction or interpretation of the Plan;
- (b) the words “hereunder”, “hereof” and similar expressions refer to this Plan and not to any particular Article, Section or Schedule and references to “Articles”, “Sections”, and “Schedules” are to Articles and Sections of and Schedules to this Plan;
- (c) words importing the singular include the plural and vice versa and words importing any gender include all genders;

- (d) the word “including” means “including without limiting the generality of the foregoing”;
- (e) a reference to any statute is to that statute as now enacted or as the statute may from time to time be amended, re-enacted or replaced and includes any regulation made thereunder;
- (f) a reference to any agreement, indenture or other document is to that document as amended, supplemented, restated or replaced from time to time up to the day before the Plan Implementation Date;
- (g) references to dollar amounts are to Canadian dollars, unless otherwise stated; and
- (h) references to times are to local time in Toronto, Ontario.

Section 1.3 Conversion

All Affected Claims denominated in USD are to be converted to CAD using Bank of Canada’s Daily Exchange Rate in effect the Business Day prior to the Plan Implementation Date.

Section 1.4 Deeming Provisions

In this Plan, the deeming provisions are not rebuttable and are conclusive and irrevocable.

Section 1.5 Date for any Action

If any date on which any action required to be taken hereunder by a Person is not a Business Day, such action must be taken or will be deemed to be taken on the next succeeding day which is a Business Day.

Section 1.6 Schedules

The following are the Schedules to this Plan:

- Schedule A - Post-Implementation Date Expenses
- Schedule B - Post-Implementation Capitalization
- Schedule C - Articles of Restructured Lydian

ARTICLE 2 PURPOSE AND EFFECT OF THE PLAN

Section 2.1 Purpose

The purpose of the Plan is to:

- (a) implement a corporate and financial restructuring of the Applicants;
- (b) provide for the assignment or settlement of all intercompany debts owing to the Applicants prior to the Effective Time to, among other things, minimize adverse tax consequences to Lydian Armenia and its stakeholders;
- (c) provide for the equivalent of an assignment of substantially all of the assets of Lydian Jersey (including the shares in Lydian Canada) to SL Newco by amalgamating Lydian Canada with SL Newco;

- (d) provide for a corresponding orderly wind up, and financing of such wind up, of Lydian Jersey and an orderly disposition or winding up, and financing thereof, of the affairs of the other Released Guarantors which would include the release of all obligations and guarantees of such Released Guarantors to the Senior Lenders (in their capacities as lenders and purchasers), if any;
- (e) permit Restructured Lydian and its shareholders/stakeholders to determine the manner and timing of pursuing any strategy post the Plan Implementation Date;
- (f) permit Lydian Canada and Lydian UK to exit CCAA Proceedings on the Plan Implementation Date; and
- (g) permit Lydian Jersey to exit CCAA Proceedings upon the earlier of (A) completion of (a) to (d) above, or (B) an Order of the Court terminating the CCAA Proceedings.

Section 2.2 Persons Affected

The Plan provides for a full and final release and discharge of the Affected Claims and Released Claims, and a restructuring of the Applicants. The Plan will become effective at the Effective Time in accordance with its terms and in the sequence set forth in Section 6.3(3) hereof and shall be binding on and enure to the benefit of the Applicants, the Affected Creditors and the Released Parties.

Section 2.3 Rights and Defences Maintained

Except as otherwise specified herein, nothing in the Plan shall affect the Applicants' rights and defences, both legal and equitable, with respect to any Unaffected Claims including all rights with respect to legal and equitable defences or entitlements to set-offs or recoupments against such Unaffected Claims.

ARTICLE 3 CLASSIFICATION AND TREATMENT OF CREDITORS AND RELATED MATTERS

Section 3.1 Classification of Creditors

For the purposes of considering and voting on the Plan, the Affected Creditors will vote as a single class.

Section 3.2 Meeting

The Meeting shall be held in accordance with the CCAA, the Meeting Order and the Plan. The Monitor will act as chair of the Meeting. The only Persons entitled to attend the Meeting are: the Monitor and its legal counsel and advisors; the Affected Creditors and their legal counsel and advisors; and the Existing Lydian Group, their respective directors and officers and their respective legal counsel and advisors. Any other Person may be admitted on invitation of the chair of the Meeting.

Section 3.3 Voting by Affected Creditors

Each Affected Creditor shall be entitled to one vote as a member of the class, which vote shall have a value equal to the dollar value of its Affected Claims.

Section 3.4 Unaffected Claims

This Plan does not affect Unaffected Claims or Equity Claims subject to the express provisions hereof providing for the treatment of Released Claims. Unaffected Creditors will not be entitled to vote or receive any distributions under this Plan. Unaffected Claims shall not be compromised, released, discharged, cancelled or barred by the Plan subject to the express provisions hereof providing for the treatment of Released Claims.

Section 3.5 Equity Claims

Equity Claimants shall not receive any distributions or other consideration under the Plan or otherwise recover anything in respect of their Equity Claims and shall not be entitled to attend or vote on the Plan, and subject to the provisos (i) and (ii) below, all Equity Claims shall be forever compromised, released, discharged, cancelled and barred, provided, however, that after the Effective Time: (i) the Lydian Jersey Shareholders and other Equity Claimants with an Equity Claim against Lydian Jersey shall retain their Lydian Jersey Ordinary Shares and Equity Claims against Lydian Jersey, as applicable (which Lydian Jersey will seek to extinguish as part of the wind-up of Lydian Jersey) until the wind-up of Lydian Jersey as set forth below; and (ii) the Subsidiary Shares shall remain outstanding and shall continue to be held by the existing holders of such Subsidiary Shares, except as otherwise provided in this Plan in the case of Lydian Canada.

Section 3.6 Treatment of Affected Claims

At the Effective Time, pursuant to and in accordance with the other provisions of this Plan, each of the Senior Lenders will receive, in respect of its Affected Claim:

- (a) the number of Restructured Lydian Common Shares set forth beside each Senior Lender's name on Schedule "B"; and
- (b) as required, replacement guarantees, assumptions or acknowledgements from the Restructured Lydian Group in respect of all of Lydian Armenia's obligations to the Senior Lenders secured by general security interests and specific pledges of shares of the Restructured Lydian Group,

and all Affected Claims shall be fully, finally, irrevocably and forever compromised, released, discharged, cancelled and barred.

Section 3.7 Equipment Lender Claims

Any Claims of the Equipment Lenders other than Released Claims shall be considered Unaffected Claims and the Equipment Lenders shall not receive any distributions or other consideration under the Plan and shall not be entitled to attend or vote on the Plan. Any Claim of the Equipment Lenders will not be compromised, released, discharged, cancelled and barred under the Plan and will remain outstanding after the Effective Time.

Section 3.8 Director Claims

All Released Director Claims shall be fully, finally, irrevocably and forever compromised, released, discharged, cancelled and barred on the Plan Implementation Date. Any Director Claim that is not a Released Director Claim will not be compromised, released, discharged, cancelled and barred.

Section 3.9 Approval by Creditors

In order to be approved, the Plan must receive an affirmative vote by the Required Majority at the Meeting.

ARTICLE 4 FINANCING AND RESTRUCTURING ACTIVITIES

Section 4.1 DIP Exit Funding

Prior to the Plan Implementation Date, an aggregate principal amount of ~~USD\$[1,866,000]~~ USD\$1,866,000 will be advanced by the Senior Lenders (in their capacity as lenders) to Lydian Armenia as additional DIP Loans under the DIP Exit Credit Facilities for purposes of funding the Post Implementation Date Expenses Reserve. All outstanding guarantees given by the Restructured Lydian Group of the Loan Obligations will continue to guarantee the obligations owing by Lydian Armenia under the DIP Exit Credit Facilities and all security given by the Restructured Lydian Group as security for the Loan Obligations will continue in full force and effect to secure the obligations owing by Lydian Armenia under the DIP Exit Credit Facilities in accordance with the terms of the Credit Agreement. The funds advanced under the DIP Exit Credit Facilities will be utilized to implement the Plan. A portion of the DIP Exit Credit Facilities will be reserved by Lydian Armenia to be used to redeem the Restructured Lydian Preferred Share and the balance of the DIP Exit Credit Facilities constituting the Post-Implementation Date Expenses Reserve, plus the balance of any other cash held on hand by Lydian Armenia required to pay expenses of Lydian Jersey, shall be transferred by way of intercompany loan by Lydian Armenia to Lydian Jersey prior to the Post-Implementation Date (and Lydian Jersey shall immediately transfer such amount to the Monitor). The Monitor shall hold such funds solely for the benefit of Lydian Jersey in accordance with the provisions of this Plan to pay the Post-Implementation Date Expenses. The Monitor shall pay the Post-Implementation Date Expenses from the Post-Implementation Date Expenses Reserve upon, and in accordance with, receipt by Lydian Jersey of an invoice for payment and written direction from Lydian Jersey to the Monitor or by further order of the Court.

Section 4.2 Other Restructuring Activities

Subject to the terms and conditions of this Plan, the Applicants, in consultation with the Monitor, may undertake such other steps or enter into such other transactions as they deem necessary or desirable in order to better effect the terms of this Plan or to fulfil the conditions to the implementation of this Plan set out in Section 6.1.

ARTICLE 5

SANCTION AND IMPLEMENTATION ORDER

Section 5.1 Application for Sanction and Implementation Order

If this Plan is approved by the Required Majority, the Applicants will apply to the Court for the Sanction and Implementation Order.

Section 5.2 Effect of Sanction and Implementation Order

The Applicants will seek a Sanction and Implementation Order that in substance will, without limitation to any other terms that it may contain:

- (a) declare that (i) the Plan has been approved by the Required Majority; (ii) the Applicants have complied with the provisions of the CCAA and the orders of the Court made in these proceedings in all respects; (iii) the Court is satisfied that the Applicants have not done nor purported to do anything that is contrary to the CCAA; and (iv) the Plan and the transactions contemplated by it are fair and reasonable, and in the best interests of the Applicants and the Affected Creditors;
- (b) order that the Plan (including the compromises, arrangements, amalgamation and other corporate transactions and releases set out in or contemplated by the Plan, including the appointment of the New Directors) is sanctioned and approved pursuant to section 6 of the CCAA and, at the Effective Time, will be effective and will enure to the benefit of and be binding upon the Applicants and the Affected Creditors and all other Persons stipulated in the Plan or in the Sanction and Implementation Order to receive the benefit of the releases, if any;
- (c) provide that the Applicants, the Affected Creditors, the Senior Lenders, and all other Persons stipulated in the Plan are authorized and directed to fulfill their respective obligations under the Plan;
- (d) declare that the stay of proceedings under the Initial Order, and all other provisions of the Initial Order except as explicitly amended pursuant to the Sanction Order, continues until the CCAA Proceedings are terminated in their entirety and the Monitor is discharged;
- (e) confirm the releases contemplated in the Plan and provide for the relief necessary or incidental thereto;
- (f) authorize the Monitor to perform its functions and fulfil its obligations under the Plan to facilitate the implementation of the Plan, payment of the Post-Implementation Date Expenses following implementation of the Plan, and to assist with the completion and termination of the CCAA Proceedings;
- (g) provide that the Monitor and its legal counsel shall not be required to pass their accounts from and after the Plan Implementation Date;
- (h) enjoin the commencement or prosecution, whether directly, derivatively or otherwise, of any demands, claims, actions, counterclaims, suits, judgments or remedy in respect of any indebtedness, liability, obligation or cause of action released, discharged or terminated pursuant to the Plan including the Affected Claims and the Released Claims; and

- (i) (A) declare that each of the CCAA Charges, other than the ~~Administrative~~ Administration Charge and the DIP Charge, shall be terminated, discharged and released upon the filing of the Monitor of a certificate on the Plan Implementation Date, and (B) in the case of the DIP Charge and the ~~Administrative-Administration~~ Charge, subject to the last sentence of Section 6.9(2), declare that each of the CCAA Charges shall be terminated, discharged and released upon the filing of the Monitor of a certificate on the CCAA Termination Date.

ARTICLE 6 PLAN IMPLEMENTATION AND EFFECT OF THE PLAN

Section 6.1 Conditions to Plan Implementation

- (1) The implementation of this Plan is conditional on the satisfaction of the following conditions:
 - (a) this Plan has been approved pursuant to the CCAA by the Required Majority;
 - (b) the amalgamation of Lydian Canada and SL Newco pursuant to Section ~~6.3(3)(g)~~ 6.3(3)(f) has been approved by the shareholders of each of Lydian Canada and SL Newco in accordance with the articles of Lydian Canada and SL Newco, as applicable, and the BCBCA;
 - (c) the Sanction and Implementation Order has been issued by the Court and has not been stayed, amended or varied and is not subject to any appeal;
 - (d) those Post-Implementation Date Expenses incurred and accrued as of the Plan Implementation Date shall have been paid (unless otherwise agreed by the Applicants and the Monitor), and the Applicants, in consultation with the Monitor, shall be satisfied that adequate provision has been made in the Post-Implementation Date Expenses Reserve for any Post-Implementation Date Expenses due or accruing due from and after the Plan Implementation Date; and
 - (e) The Senior Lenders shall fund the DIP Exit Credit Facility to Lydian Armenia and the transfers described in Section 4.1 shall have taken place;
 - (f) the Plan Implementation Date shall occur on or prior to June 30, 2020.
- (2) Each of the conditions set out in 6.1(1)(c) and (f) may be waived by the Applicants acting reasonably, but only with the prior written consent of the Majority Senior Lenders.

Section 6.2 Monitor's Certificate

As soon as practicable upon receipt of written notice from the Applicants of the satisfaction or waiver of the conditions set out in Section 6.1 hereof, the Monitor shall forthwith deliver to the Applicants a certificate, upon which the Plan Implementation Date shall occur and the Plan shall be effective in accordance with its terms and the terms of the Sanction and Implementation Order. As soon as practicable thereafter, the Monitor shall file a copy of such certificate with the Court.

Section 6.3 Implementation

- (1) All the agreements and other instruments that have to be entered into or executed and all other actions that have to be taken in order for the transactions and agreements to be

completed and occur or be effective at the Effective Time will be entered into, executed, taken and completed in escrow prior to the Effective Time.

- (2) As soon as practicable after satisfaction (or waiver, if applicable) of each of the conditions to the implementation of the Plan set out in Section 6.1(1), the Applicants will deliver to the Monitor a certificate stating that each of the conditions set out in Section 6.1(1) has been satisfied or waived.
- (3) The Plan will become effective at the Effective Time. At the Effective Time (unless otherwise noted below), the assignments, transfers, releases and other transactions set out below will be completed and be deemed to occur or be effective in the order set out below:

(a) On the day immediately prior to the Plan Implementation Date but after the Sanction and Implementation Order has been issued by the Court:

- (i) ~~(a)~~ Lydian US will assign to Lydian Jersey the Armenia-US Interco Debt such that Lydian Armenia will owe such indebtedness to Lydian Jersey in exchange for the satisfaction of approximately ~~USD\$3,200,000~~ USD\$3,373,000 owing by Lydian US to Lydian Jersey under the US-Jersey Interco Debt;
- (ii) ~~(b)~~ Lydian US will repay approximately ~~USD\$9,000,000~~ USD\$9,304,000 of the US-Jersey Interco Debt and Lydian Jersey will repay the entirety of the Jersey-US Interco Debt by way of set-off;
- (iii) ~~(c)~~ the approximately ~~USD\$500,000~~ USD\$17,000 of the remaining US-Jersey Interco Debt shall be transferred and assigned by Lydian Jersey to Lydian US as a capital contribution to Lydian US by Lydian Jersey without the issuance of shares of common stock of Lydian US;
- (iv) ~~(d)~~ the US-Jersey Interco Debt and the Jersey-US Interco Debt shall be fully, finally, irrevocably and forever compromised, released, discharged cancelled and barred without any liability, payment or other compensation in respect thereof;
- (b) ~~(e)~~ The amount loaned by Lydian Armenia to Lydian Jersey pursuant to Section 4.1 will be repaid by Lydian Jersey by (i) setting off against the Armenia-Jersey Interco Debt the amount of Post-Implementation Date Expenses actually paid by the Monitor to the beneficiaries thereof, and such amount shall be fully, finally, irrevocably and forever compromised, released, discharged cancelled and barred without any liability, payment or other compensation in respect thereof, and (ii) the Monitor returning any unused fund to Lydian Armenia as contemplated in Section 6.9(2);
- (c) ~~(f)~~ Lydian Jersey will assign to Lydian Canada the Armenia-Jersey Interco Debt (less the amount loaned by Lydian Armenia to Lydian Jersey pursuant to Section 4.1) and the Armenia-US Interco Debt assigned to Lydian Jersey pursuant to Section 6.3(3)(a) in exchange for Lydian Canada issuing a number of common shares of Lydian Canada to Lydian Jersey having a fair market value equal to Armenia-Jersey Interco Debt (less the amount loaned by Lydian Armenia to Lydian Jersey pursuant to Section 4.1) and the Armenia-US Interco Debt;

- (d) ~~(g)~~ Lydian Jersey will transfer and assign the Lydian Georgia Shares and the GRC-Jersey Interco Debt to the Lydian Georgia Purchaser and, as consideration therefor, the Lydian Georgia Purchaser shall, and shall cause Lydian Georgia and Lydian GRC to, release Lydian Jersey and all of the current and former directors and officers of Lydian Jersey, Lydian Georgia and Lydian GRC from any and all demands, claims, actions, counterclaims, suits, judgments or remedy in respect of any indebtedness, liability, obligation or cause of action in like manner to the Released Claims;
- (e) ~~(h)~~ Lydian Jersey will transfer and assign all claims of Lydian Jersey against Lydian Canada and any of Lydian Canada's subsidiaries (pursuant to the Guarantees or otherwise) to Lydian Canada;
- (f) ~~(i)~~ Lydian Canada and SL Newco will amalgamate by arrangement pursuant to the BCBCA to form Restructured Lydian and continue as one corporation on the terms contained in this Plan:
- (i) the name of Restructured Lydian will be Lydian Canada Ventures Corporation;
 - (ii) Restructured Lydian will be authorized to issue the following number and classes of shares:
 - (A) an unlimited number of Restructured Lydian Common Shares; and
 - (B) one (1) Restructured Lydian Preferred Share;
 - (iii) the articles of Restructured Lydian will be as set out in the attached Schedule "C";
 - (iv) the common shares of Lydian Canada held by Lydian Jersey will be exchanged for one (1) Restructured Lydian Preferred Share;
 - (v) the common share of SL Newco held by Orion will be exchanged for one (1) Restructured Lydian Common Share;
 - (vi) except as contemplated herein, all obligations of each of SL Newco and Lydian Canada immediately prior to the amalgamation shall attach to Restructured Lydian and Restructured Lydian shall continue to be liable for them;
- (g) ~~(j)~~ a number of common shares of Restructured Lydian will be issued to the Senior Lenders in the amounts and proportions set forth on Schedule "B";
- (h) ~~(k)~~ the New Directors of Restructured Lydian shall be appointed by the Senior Lenders effective as of the Plan Implementation Date;
- (i) ~~(l)~~ the New Directors of Lydian Jersey will be appointed by the existing directors of Lydian Jersey ~~immediately prior to effective as of~~ the Effective Time;
- (j) ~~(m)~~ the Restructured Lydian Preferred Share shall be redeemed by Lydian Jersey in accordance with its terms; and

~~(k)~~ ~~(h)~~ all Affected Claims and Released Claims shall be fully, finally, irrevocably and forever compromised, released, discharged cancelled and barred without any liability, payment or other compensation in respect thereof; and

~~(l)~~ ~~(e)~~ Restructured Lydian shall not be an Applicant in the CCAA Proceedings and the style of cause in the CCAA Proceedings shall be amended to remove Lydian Canada and Lydian UK as Applicants.

Section 6.4 Treatment of Other Lydian Entities

After the Effective Time and in accordance with the budget and timetable set forth on Schedule "A", the remaining Applicant in the CCAA Proceedings will, on a best efforts' basis, undertake the following:

- (a) Lydian Jersey will apply to the Royal Court of Jersey seeking, in full deference to the discretion and jurisdiction of the Royal Court of Jersey, an orderly wind up through a Just and Equitable Winding Up Process pursuant to laws of Jersey;
- (b) Lydian US will be wound-up and dissolved pursuant to the laws of Colorado; and
- (c) Lydian Zoloto will be wound up and dissolved pursuant to laws of Armenia.

Once the steps set out in Section 6.3 and Section 6.4 hereof have been completed, and same has been confirmed to the Monitor in writing, the Monitor will file a certificate with the Court terminating the CCAA Proceedings and discharging the Monitor. The Applicants or the Monitor, as applicable, shall be entitled to seek an Order of the Court terminating the CCAA Proceedings even if the steps set out in Section 6.3 and Section 6.4 above are not completed in the event that there are insufficient funds in the Post-Implementation Date Expenses Reserve to pay the Post-Implementation Date Expenses.

Section 6.5 Effect of Plan Generally

- (1) At the Effective Time, the treatment of Affected Claims will be final and binding on the Applicants and the Affected Creditors (and their respective successors and assigns), and this Plan, will constitute:
 - (a) full, final and absolute settlement of all rights of the Affected Creditors against Lydian Jersey; and
 - (b) an absolute release and discharge of all of the Released Guarantors from all indebtedness, liabilities and obligations owing to the Affected Creditors, and from all security, Encumbrances and other documents in respect thereof.
- (2) All Equity Claims shall be forever compromised, released, discharged, cancelled and barred, provided, however, that after the Effective Time: (i) the Lydian Jersey Shareholders and other Equity Claimants with Equity Claims against Lydian Jersey shall retain their Lydian Jersey Ordinary Shares and Equity Claims against Lydian Jersey, as applicable (which Lydian Jersey will seek to extinguish as part of the wind-up of Lydian Jersey) until the wind-up of Lydian Jersey pursuant to the Just and Equitable Winding Up Process; and (ii) the Subsidiary Shares shall remain outstanding and shall continue to be held by the existing holders of such Subsidiary Shares, except as otherwise provided in this Plan.

- (3) Any members of the Existing Lydian Group that are also members of the Restructured Lydian Group and their respective employees, contractors, agents and Directors shall be released and discharged from any and all demands, claims, actions, counterclaims, suits, judgments or remedy in respect of any indebtedness, liability, obligation or cause of action which any Released Guarantor or their respective employees, contractors, agents and Directors may be entitled to assert.

Section 6.6 Releases

On the Plan Implementation Date, in accordance with the terms and in the sequence set forth in Section 6.3 hereof, (i) the Applicants, the Applicants' employees, contractors, agents and advisors (including legal counsel) and the Directors, (ii) the Monitor and the Monitor's counsel, and (iii) the Senior Lenders, and each and every present and former affiliate, affiliated funds, subsidiary, director, officer, member, partner, employee, auditor, financial advisor, legal counsel and agent of any of the foregoing Persons (each of the Persons named in (i), (ii) or (iii) of this Section 6.6, in their capacity as such, being herein referred to individually as a **"Released Party"** and all referred to collectively as **"Released Parties"**) shall be released and discharged from any and all demands, claims, actions, causes of action, counterclaims, suits, debts, sums of money, accounts, covenants, damages, judgments, orders, including for injunctive relief or specific performance and compliance orders, expenses, executions, Encumbrances and other recoveries on account of any liability, obligation, demand or cause of action of whatever nature, including claims for contribution or indemnity, or rights of subrogation, which any Person may be entitled to assert, whether or not reduced to judgment, liquidated or unliquidated, fixed, contingent, known or unknown, matured or unmatured, direct, indirect or derivative, foreseen or unforeseen, existing or hereafter arising, by guarantee, surety or otherwise, and whether or not executory or anticipatory in nature, based in whole or in part on any act, omission, transaction, duty, responsibility, indebtedness, liability, obligation, dealing or other occurrence existing or taking place on or prior to the Plan Implementation Date, or following the Plan Implementation Date up to the termination of the CCAA Proceedings that relate to matters relating to implementing the Plan, on or following the Plan Implementation Date, or that constitute or are in any way relating to, arising out of or in connection with any Affected Claims, any Director Claims and any indemnification obligations with respect thereto, the business and affairs of the Applicants whenever or however conducted, the administration and/or management of the Applicants, the Plan, the CCAA Proceedings, the windup or dissolution of Lydian Jersey, Lydian US and Lydian Zoloto, or any document, instrument, matter or transaction involving any of the Applicants taking place in connection with the Plan (referred to collectively as the **"Released Claims"**), and all Released Claims shall be deemed to be fully, finally, irrevocably and forever waived, discharged, released, cancelled and barred as against the Released Parties, all to the fullest extent permitted by applicable law; provided that the following shall not constitute Released Claims and nothing herein will waive, discharge, release, cancel or bar: (A) Lydian Canada's, Lydian UK's or the Senior Lenders' obligations under the Plan or incorporated into the Plan; (B) obligations of any member of the Existing Lydian Group other than the Released Guarantors under the Credit Agreement, the other Loan Documents (as defined in the Credit Agreement), the Stream Agreement, the Stream Documents (as defined in the Stream Agreement) and any other agreements entered into in relation to the foregoing, from and after the Plan Implementation Date; (C) any claims arising from the willful misconduct or gross negligence of any applicable Released Party; (D) any Director from any Director Claim that is not permitted to be released pursuant to section 5.1(2) of the CCAA; and (E) an Applicant or the subsidiaries of Restructured Lydian from or in respect of any Unaffected Claim other than as set out in Section 6.5 above.

Section 6.7 Guarantees and Similar Covenants

No Person who has a Claim under any guarantee, surety, indemnity or similar covenant in respect of any Affected Claim or who has a Released Claim that is compromised or released under

this Plan, or who has any right to claim over in respect of, or to be subrogated to, the rights of any Person in respect of any Affected Claim or a Released Claim that is compromised or released under the Plan will be entitled to any additional rights beyond the rights of the Person whose Affected Claim or Released Claim was compromised or released under this Plan.

Section 6.8 Consents, Waivers and Agreements

At the Effective Time, each Affected Creditor will be deemed to have consented and agreed to all of the provisions of this Plan, as an entirety. Without limitation to the foregoing, each Affected Creditor will be deemed:

- (a) to have executed and delivered to the Applicants, the Released Parties, the Released Guarantors and Restructured Lydian all consents, assignments, releases and waivers, statutory or otherwise, required to implement and carry out this Plan as an entirety; and
- (b) to have agreed that, if there is any conflict between the provisions, express or implied, of any agreement or other arrangement, written or oral, existing between such Affected Creditor and an Applicant, with respect to an Affected Claim as at the Plan Implementation Date and the provisions of this Plan, then the provisions of this Plan take precedence and priority and the provisions of such agreement or other arrangement are amended accordingly.

Section 6.9 Post-Implementation Date Expenses and Reserve

- (1) On the Plan Implementation Date, an amount equal to the Remaining Post-Implementation Date Expenses shall be paid by Lydian Jersey to the Monitor and held by the Monitor in the Post-Implementation Date Expenses Reserve for the benefit of Lydian Jersey and the parties with Remaining Post-Implementation Date Expenses strictly in accordance with Schedule "A" hereto.
- (2) Upon receipt by Lydian Jersey of an invoice for payment and written direction from Lydian Jersey, the Monitor shall promptly disburse Remaining Post-Implementation Date Expenses to the parties with Remaining Post-Implementation Date Expenses in accordance with, and up to the maximum stated in, Schedule "A" and the direction provided for in the Sanction and Implementation Order forthwith. Following payment of all of the Remaining Post-Implementation Date Expenses, immediately prior to the CCAA Termination Date, the Monitor shall transfer any remaining funds in the Post-Implementation Date Expenses Reserve to ~~Restructured~~ Lydian Armenia.
- (3) The Monitor shall have no liability as to the sufficiency of funds in the Post-Implementation Date Expenses Reserve and shall be under no obligation to take any action or make any payments for which there are insufficient funds.

ARTICLE 7 GENERAL

Section 7.1 Amendments

The Applicants may not amend this Plan, except by written instrument with prior written notice to the Affected Creditors. Further, any amendment of the Plan made after the Meeting may only be made if the Applicants, the Monitor and the Majority Senior Lenders determine that such amendment would not be materially prejudicial to the interests of the Affected Creditors under the

Plan or is necessary to give effect to the full intent of this Plan or the Sanction and Implementation Order. The Applicants will provide a copy of any amendment to the Affected Creditors and will file a copy with the Court.

Section 7.2 Binding Effect

At the Effective Time, the Plan and all Restructuring Documents will become effective (to the extent not already effective) and be binding on and enure to the benefit of the Applicants, the Affected Creditors and all other Persons named or referred to in, or subject to, this Plan and the Restructuring Documents and their respective heirs, executors, administrators and other legal representatives, successors and assigns.

Section 7.3 Different Capacities

Persons who are affected by this Plan may be affected in more than one capacity. Unless expressly provided herein to the contrary, a Person will be entitled to participate hereunder in each such capacity. Any action taken by or any effect of the Plan on a Person in one capacity will only affect such Person in that capacity and not affect such Person in any other capacity.

Section 7.4 Further Assurances

At the request of the Applicants or the Majority Senior Lenders, each of the Persons named or referred to in, or subject to, this Plan (other than the Monitor) will execute and deliver all such documents and instruments and do all such acts and things as may be necessary or desirable to carry out the full intent and meaning of this Plan and to give effect to the transactions contemplated herein, notwithstanding any provision of this Plan that deems any transaction or event to occur without further formality.

Section 7.5 Governing Law

This Plan will be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.

SCHEDULE A
POST-IMPLEMENTATION DATE EXPENSES

SCHEDULE B**POST-IMPLEMENTATION CAPITALIZATION**

Senior Lender	Restructured Lydian Common Shares⁽¹⁾
Orion	165,727,512.65 <u>169,657,323</u>
RCF	67,703,579.17 <u>68,816,406</u>
Osisko	70,905,563.67 <u>73,036,484</u>
Total	304,336,655.49 <u>311,510,213</u>

Notes:

(1) ~~Number of Lydian Restructured Lydian Common Shares to be issued to each Senior Lender to be updated prior the Plan Implementation Date to reflect the DIP Exit Credit Facilities and any other DIP Loans advanced by any of the Senior Lenders prior to the Plan Implementation Date.~~

SCHEDULE C
ARTICLES OF RESTRUCTURED LYDIAN

TAB D

EXHIBIT "D"

referred to in the Affidavit of

EDWARD A. SELLERS

Sworn June 28, 2020

DocuSigned by:
Sanja Sopic
E820930A2731482...

Commissioner for Taking Affidavits

EXECUTION VERSION**EIGHTEENTH AMENDING AGREEMENT**

Eighteenth Amending Agreement dated June 29, 2020 (this “**Eighteenth Amending Agreement**”) by and among Lydian Armenia CJSC (the “**Borrower**”), Lydian International Limited (“**Lydian**”), the other Guarantors party hereto, Orion Co IV (ED) Limited (“**Orion**”), Resource Capital Fund VI L.P. (“**RCF**”) and Osisko Bermuda Limited (“**Osisko**”), in their capacity as lenders (the “**Lenders**”), and Orion, as administrative agent for and on behalf of the Lenders (in such capacity, the “**Administrative Agent**”).

WHEREAS:

- (a) Reference is made to a credit agreement dated November 30, 2015, between the Borrower, Lydian, the lenders party thereto, and the Administrative Agent, as amended by an amending agreement dated March 11, 2016, a second amending agreement dated September 30, 2016, a third amending agreement dated October 14, 2016, a fourth amending agreement dated October 21, 2016, a fifth amending agreement dated June 30, 2017, a sixth amending agreement dated April 19, 2018, a seventh amending agreement dated June 29, 2018, an eighth amending agreement dated July 31, 2018, a ninth amending agreement dated August 15, 2018, a tenth amending agreement dated August 31, 2018, an eleventh amending agreement dated September 28, 2018, a twelfth amending agreement dated November 2, 2018, a thirteenth amending agreement dated January 15, 2019, a fourteenth amending agreement dated July 1, 2019, a fifteenth amending agreement dated October 1, 2019, a sixteenth amending agreement dated March 10, 2020 and a seventeenth amending agreement dated April 29, 2020 (collectively, the “**Existing Credit Agreement**” and as amended by this Eighteenth Amending Agreement, the “**Credit Agreement**”).
- (b) The parties hereto wish to amend the Existing Credit Agreement to increase the Commitments under the Term Facility B and provide for additional terms and conditions upon which advances of DIP Loans will be made available to the Borrower for the benefit of the Lydian Group Members.
- (c) Unless otherwise indicated, capitalized terms used in this Eighteenth Amending Agreement that are not otherwise defined herein have the meanings given to them in the Existing Credit Agreement.

In consideration of the above and for other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), the signatories hereto agree as follows:

ARTICLE 1
CREDIT AGREEMENT AMENDMENTS

- 1.1 The Existing Credit Agreement is hereby amended as follows to be effective as of the Effective Date:
 - (a) The definition of “Agreement” in Section 1.1 (*Definitions*) of the Existing Credit Agreement is deleted in its entirety and replaced with the following:

“**Agreement**” means this credit agreement and all Schedules attached hereto, as amended by the Amending Agreement, the Second Amending Agreement, the Third Amending Agreement, the Fourth Amending Agreement, the Fifth Amending Agreement, the Sixth Amending Agreement, the Seventh Amending Agreement, the Eighth Amending Agreement, the Ninth Amending Agreement, the Tenth Amending Agreement, the Eleventh Amending Agreement, the Twelfth Amending Agreement, the Thirteenth Amending Agreement, the Fourteenth Amending Agreement, the Fifteenth Amending Agreement, the Sixteenth Amending Agreement, the Seventeenth Amending Agreement and the Eighteenth Amending Agreement.”

- (b) The definition of “DIP Lenders” in Section 1.1 (*Definitions*) of the Existing Credit Agreement is deleted in its entirety and replaced with the following:

“**DIP Lenders**” means those Term Facility B Lenders providing DIP Loans pursuant to the Sixteenth Amending Agreement, the Seventeenth Amending Agreement or the Eighteenth Amending Agreement. In each instance where the term “Term Facility B Lenders” appears in the Credit Agreement, such reference shall, solely as it relates to DIP Loans, be taken to mean DIP Lenders.”

- (c) The definition of “Maximum DIP Amount” in Section 1.1 (*Definitions*) of the Existing Credit Agreement is deleted in its entirety and replaced with the following:

“**Maximum DIP Amount**” means

[REDACTED]

- (d) The following is added to Section 1.1 (*Definitions*) of the Existing Credit Agreement in its proper alphabetic order:

“**Additional DIP Amount**” means US\$1,866,000, being the aggregate amount by which the Term Facility B Commitments of one or more of the DIP Lenders were increased pursuant to the Eighteenth Amending Agreement.

“**CCAA Plan**” means the plan of arrangement of the CCAA Applicants pursuant to the *Companies’ Creditors Arrangement Act* (Canada) and the *Business Corporations Act* (British Columbia) filed with the Court and approved by the Required Majority (as defined in the CCAA Plan), including the schedules thereto, as amended, supplemented or replaced from time to time in accordance with its terms;

“**Eighteenth Amending Agreement**” means the eighteenth amending agreement dated June 29, 2020 entered into by and among, *inter alia*, the Borrower, the CCAA Applicants, the Lenders and the Administrative Agent.”

- (e) Section 3.1 of the Existing Credit Agreement is amended by replacing the reference to “\$18,556,701” with “\$21,075,869”.
- (f) Section 3.5.2 of the Existing Credit Agreement is deleted in its entirety and replaced with the following:

“3.5.2 *Availment*. Notwithstanding Section 3.2, any amount remaining available to be drawn from the Maximum DIP Amount will be made as a single Advance to the Borrower (or as the Borrower may direct) on the date hereof, provided that the Plan Implementation Date (as defined in the CCAA Plan) shall have occurred. With the exception of the Additional DIP Amount, the Advance of the DIP Loan shall be made by the DIP Lenders in accordance with the following Applicable Percentages: 48.08% in respect of Orion; 34.37% in respect of Osisko; and 17.55% in respect of RCF. The Advance of the Additional DIP Amount shall be made by the DIP Lenders in accordance with the following Applicable Percentages: 69.91% in respect of Orion; and 30.09% in respect of Osisko.”
- (g) Section 3.5.4(a) of the Existing Credit Agreement is deleted in its entirety and replaced with the following:

“(a) notwithstanding Section 7.15.25, use the proceeds of the DIP Loans only to pay the Remaining Post-Implementation Date Expenses (as defined in the CCAA Plan).”
- (h) Schedule A (*Lender Commitments*) to the Credit Agreement is deleted in its entirety and replaced with Schedule A attached hereto.

ARTICLE 2

REPRESENTATIONS, WARRANTIES AND CONFIRMATIONS

- 2.1 Each of the Obligor represents, warrants and covenants that:
 - (a) this Agreement and each other agreement, document or instrument to be executed and delivered by an Obligor in connection herewith (i) has been duly executed and delivered by the applicable Obligor; and (ii) constitutes a legal, valid and binding agreement of such Obligor, enforceable against such Obligor in accordance with its terms, except to the extent enforcement may be affected by bankruptcy, insolvency, fraudulent transfer, reorganization, moratorium and similar Applicable Laws affecting creditors’ rights generally and subject to the qualification that equitable remedies may be granted in the discretion of a court of competent jurisdiction; and
 - (b) except as otherwise disclosed to the DIP Lenders in writing prior to the date hereof, no Default or Event of Default has occurred and is continuing, or will occur as a result of an Advance of DIP Loans.
- 2.2 Except as otherwise provided for in the CCAA Plan, each Obligor acknowledges, confirms and agrees that (a) all (i) guarantees granted by such Obligor to and in favour of the Administrative Agent, for its benefit and for the ratable benefit of the Lenders, and (ii)

security granted by such Obligor to and in favour of the Collateral Agent, for its benefit and for the ratable benefit of the Secured Parties (as defined in the Stream Intercreditor Agreement), in each case as security for the Obligations, among other things, remains in full force and effect, unamended, and is hereby ratified and confirmed, and (b) the security interests, mortgages, charges, liens, assignments, transfers and pledges granted by each such Obligor in favour of the Collateral Agent, for its benefit and for the ratable benefit of the Secured Parties, will continue to secure and will extend to, *inter alia*, all debts, liabilities and obligations of each such Obligor, whether direct or indirect, absolute or contingent, present or future, pursuant to, arising out of, or in connection with, the Credit Agreement and the other Loan Documents to which it is a party.

ARTICLE 3 CONDITIONS TO EFFECTIVENESS

- 3.1 This Eighteenth Amending Agreement, including the amendments contained herein, shall not be effective unless and until (such date, the “**Effective Date**”) the Administrative Agent has received a copy of this Eighteenth Amending Agreement, duly executed and delivered by all parties hereto.

ARTICLE 4 MISCELLANEOUS PROVISIONS

- 4.1 On and after the Effective Date, any reference to “this Agreement” or “the Agreement” in the Existing Credit Agreement, as applicable, and any reference to the “Credit Agreement” in any other agreements, will mean the Existing Credit Agreement, as amended by this Eighteenth Amending Agreement. This Eighteenth Amending Agreement is a Loan Document.
- 4.2 After the Effective Date, this Agreement will be binding upon and enure to the benefit of the signatories and their respective successors, heirs, executors, administrators, legal representatives and permitted assigns.
- 4.3 This Eighteenth Amending Agreement is governed by, and will be interpreted and construed in accordance with, the laws of the Province of Ontario and the federal laws of Canada applicable therein.
- 4.4 This Eighteenth Amending Agreement may be executed in any number of separate counterparts and all such signed counterparts will together constitute one and the same agreement. To evidence its execution of an original counterpart of this Eighteenth Amending Agreement, a party may send a copy of its original signature on the execution page hereof to the other parties by facsimile or other means of recorded electronic transmission and such transmission (including in PDF form) shall constitute delivery of an executed copy of this Eighteenth Amending Agreement to the receiving party.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF the undersigned have executed this Eighteenth Amending Agreement as of the date first written above.

Borrower:

**Lydian ARMENIA CJSC, by the
shareholder representative, 11910728
CANADA INC., of its sole shareholder,
LYDIAN RESOURCES ARMENIA
LIMITED**

By: _____
Authorized Signing Officer

CCAA Applicants:

LYDIAN INTERNATIONAL LIMITED

By: _____
Authorized Signing Officer

**LYDIAN CANADA VENTURES
CORPORATION**

By: _____
Authorized Signing Officer

**LYDIAN U.K. CORPORATION
LIMITED**

By: _____
Authorized Signing Officer

Other Guarantors:

**LYDIAN INTERNATIONAL
HOLDINGS LIMITED, by its director,
11910728 CANADA INC.**

By: _____
Authorized Signing Officer

**LYDIAN RESOURCES ARMENIA
LIMITED, by its director, 11910728
CANADA INC.**

By: _____
Authorized Signing Officer

LYDIAN US CORPORATION

By: _____
Authorized Signing Officer

KAVKAZ ZOLOTO CJSC

By: _____
Authorized Signing Officer

**LYDIAN RESOURCES GEORGIA
LIMITED**

By: _____
Authorized Signing Officer

**LYDIAN RESOURCES KOSOVO
LIMITED**

By: _____
Authorized Signing Officer

**GEORGIAN RESOURCE COMPANY
LLC**

By: _____
Authorized Signing Officer

ORION CO IV (ED) LIMITED, in its
capacity as Administrative Agent

By: _____
Authorized Signing Officer

ORION CO IV (ED) LIMITED, in its
capacity as a Lender

By: _____
Authorized Signing Officer

RESOURCE CAPITAL FUND VI L.P.

By: Resource Capital Associates VI L.P.,
General Partner

By: RCA VI GP Ltd., General Partner, in
its capacity as a Lender

By: _____
Authorized Signing Officer

OSISKO BERMUDA LIMITED, in its
capacity as a Lender

By: _____
Authorized Signing Officer

Schedule A
Lender Commitments

Lender	Term Facility	Term Facility B	Cost Overrun Facility
Orion Co IV (ED) Limited	\$119,728,279	\$11,925,869	\$0
Resource Capital Fund VI L.P.	\$19,590,973	\$3,218,894	\$0
Osisko Bermuda Limited	\$0	\$5,931,106	\$0
Total	\$139,319,252	\$21,075,869	\$0

Lender Notice Details

Orion Co IV (ED) Limited

c/o Maples Corporate Services (Bermuda) Limited
Cumberland House
7th Floor, 1 Victoria Street
Hamilton, HM11
Bermuda

Attention: General Counsel
Facsimile No.: (212) 596-3489
Email: notices@orionrp.com

with a copy to:

Orion Resource Partners (USA) LP
1211 Avenue of the Americas, Suite 3000
New York, NY 10036

Attention: General Counsel
Facsimile No.: (212) 596-3489
Email: notices@orionrp.com

Resource Capital Fund VI L.P.

1400 Sixteenth St., Suite 200
Denver, CO 80202

Attention: Catherine J. Boggs, General Counsel
Facsimile No.: 720-946-1450
E-mail: cboggs@rcflp.com

with a copy to (which shall not constitute notice):

Blake, Cassels & Graydon LLP
595 Burrard Street, P.O. Box 49314, Suite 2600
Three Bentall Centre
Vancouver, BC, Canada V7X 1L3

Attention: Bob Wooder
Facsimile No.: (604) 631-3309
E-mail: bob.wooder@blakes.com

Osisko Bermuda Limited

Cumberland House, 1 Victoria Street
Hamilton, HM 11
Bermuda

Attention: Michael Spencer, Managing Director
Facsimile No.: (441) 292-6140
E-mail: mspencer@osiskogr.com

with a copy to:

Osisko Bermuda Limited
c/o Compass Administration Services Ltd.
Crawford House, 50 Cedar Avenue
Hamilton, HM 11
Bermuda

Attention: Michael Spencer, Managing Director
Facsimile No.: (441) 295-6566
Email: bermudaoperations@osiskogr.com

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS
AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF LYDIAN
INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES CORPORATION AND LYDIAN U.K.
CORPORATION LIMITED

Court File No.: CV-19-00633392-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

AFFIDAVIT OF EDWARD A. SELLERS
Sworn June 28, 2020

STIKEMAN ELLIOTT LLP
Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Elizabeth Pillon LSO#: 35638M
Tel: (416) 869-5623
Email: epillon@stikeman.com

Maria Konyukhova LSO#: 52880V
Tel: (416) 869-5230
Email: mkonyukhova@stikeman.com

Sanja Sopic LSO#: 66487P
Tel: (416) 869-6825
Email: ssopic@stikeman.com

Nicholas Avis LSO#: 76781Q
Tel: (416) 869-5504
Email: navis@stikeman.com
Fax: (416) 947-0866

Lawyers for the Applicants

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36,
AS AMENDED AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES CORPORATION AND
LYDIAN U.K. CORPORATION LIMITED

Court File No.: CV-19-00633392-00CL

ONTARIO

**SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

**SUPPLEMENTARY MOTION RECORD
(Re: Sanction and Implementation Order)
(Returnable June 29, 2020)**

STIKEMAN ELLIOTT LLP

Barristers & Solicitors
5300 Commerce Court West
199 Bay Street
Toronto, Canada M5L 1B9

Elizabeth Pillon LSO#: 35638M

Tel: (416) 869-5623

Email: lpillon@stikeman.com

Maria Konyukhova LSO#: 52880V

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Sanja Sopic LSO#: 66487P

Tel: (416) 869-6825

Email: ssopic@stikeman.com

Nicholas Avis LSO#: 76781Q

Tel: (416) 869-5504

Email: navis@stikeman.com

Fax: (416) 947-0866

Lawyers for the Applicants

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE)	MONDAY, THE 29 TH
)	
CHIEF JUSTICE MORAWETZ)	DAY OF JUNE, 2020

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

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES CORPORATION,
AND LYDIAN U.K. CORPORATION LIMITED

Applicants

ORDER

(Re: Plan Sanction and Implementation)

THIS MOTION, made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an Order (the "**Sanction and Implementation Order**"), among other things, approving and sanctioning the Applicants' Plan of Arrangement dated June 30, 2020 (the "**Plan**"), a copy of which is attached as Schedule "A" hereto, proceeded by way of videoconference due to the COVID-19 crisis on this day.

ON READING the affidavit of Edward A. Sellers sworn June 24, 2020 (the "**Sellers Sanction Affidavit**"), the affidavit of Edward A. Sellers sworn June 28, 2020 (the "**Sellers Supplementary Sanction Affidavit**") and the exhibits thereto, the Fifth Report of Alvarez & Marsal Canada Inc. ("**A&M**") in its capacity as Monitor of the Applicants (the "**Monitor**") dated June 16, 2020 (the "**Fifth Report**"), the Sixth Report of the Monitor dated June 22, 2020 (the "**Sixth Report**"), the Seventh Report of the Monitor dated June 25, 2020 (the "**Seventh Report**") and on hearing the submissions of counsel for the Applicants, the Monitor, Orion Capital Management, Resource Capital Fund VI LP (which voted against the Plan), Osisko Bermuda Limited and those other parties listed on the counsel slip;

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and supporting materials be and is hereby abridged and validated such that this Motion is properly returnable today and service thereof upon any interested party other than the parties on the service list is hereby dispensed with.
2. **THIS COURT ORDERS** that all capitalized terms in this Sanction and Implementation Order, unless otherwise defined herein, have the meanings ascribed to them in the Plan.

EXTENSION OF STAY PERIOD

3. **THIS COURT ORDERS** that the stay period as referred to in the Amended and Restated Initial Order of Chief Justice Morawetz dated January 23, 2020 (the “**Amended and Restated Initial Order**”) is extended with respect to:

- (a) Lydian International Limited (“**Lydian International**”) and Lydian US until and including the earlier of (i) the filing of the Monitor’s CCAA Termination Certificate (as defined below), and (ii) December 21, 2020; and
- (b) Lydian Canada, Lydian UK and the Non-Applicant Stay Parties (other than Lydian US) until and including the date of filing of the Monitor’s Plan Implementation Certificate (as defined below).

NOTICE AND MEETING

4. **THIS COURT ORDERS AND DECLARES** that there has been good and sufficient notice, service and delivery of the Order of this Court (re: Meeting of the Affected Creditors) dated June 18, 2020 in the within proceedings (the “**Meeting Order**”) and the Plan to all Persons upon which notice, service and delivery were required, and that the Meeting was duly convened, held and conducted on June 19, 2020 in conformity with the CCAA and the Meeting Order.

SANCTION OF THE PLAN

5. **THIS COURT ORDERS AND DECLARES** that that the Plan has been approved by the Required Majority of the Affected Creditors, as required by the Meeting Order, and in conformity with the CCAA.

6. **THIS COURT ORDERS** that (a) the activities of the Applicants have been in compliance with the provisions of the CCAA, the Initial Order granted by this Court on December 23, 2019 (the “**Filing Date**”), the Amended and Restated Initial Order and all other Orders granted in the within proceedings (collectively, the “**CCAA Orders**”), and (b) the Court is satisfied that the Applicants have not done or purported to do anything that is not authorized by the CCAA, and the Plan, all terms and conditions thereof, and the matters, implementation steps and transactions contemplated thereby, are fair and reasonable.

7. **THIS COURT ORDERS AND DECLARES** that the Plan and all associated steps, compromises, transactions arrangements, amalgamations, releases and reorganizations effected thereby are hereby sanctioned and approved pursuant to Section 6 of the CCAA.

PLAN IMPLEMENTATION

8. **THIS COURT ORDERS** that each of the Applicants, their directors and officers and the Monitor, as applicable, are hereby authorized and directed to take all steps and actions, and do all things, necessary or appropriate to implement the Plan in accordance with its terms and to enter into, execute, deliver, complete, implement and consummate all of the steps, transactions, distributions, deliveries, allocations and agreements contemplated by the Plan. Neither the Applicants, their respective directors and officers, nor the Monitor shall incur any liability to any person whatsoever as a result of acting in accordance with the terms of the Plan and this Sanction and Implementation Order.

RESTRUCTURING STEPS

9. **THIS COURT ORDERS AND DECLARES** that the Plan and all associated steps, transactions, arrangements, releases, permanent injunctions and reorganizations effected thereby shall be deemed to be implemented, binding and effective in accordance with the provisions of the Plan as of the Effective Time, or at such other time, times or manner as contemplated by the Plan, in the sequence provided therein, and shall be final and binding for

all purposes and enure to the benefit of the Applicants, all Affected Creditors, the Released Parties, all Persons holding a Released Claim, and all other Persons named or referred to in, or subject to, the Plan and their respective heirs, executors, administrators and other legal representatives, successors and assigns, and the steps required to implement the Plan, including without limitation, the release of all Released Claims in accordance with the terms of the Plan, shall be deemed to occur and to take effect in the order, manner and at the times contemplated in the Plan, without any further act or formality .

10. **THIS COURT ORDERS** that upon delivery to the Monitor of written notice from the Applicants as to the waiver or satisfaction of the conditions precedent set out in [section 6.1] of the Plan, the Monitor is authorized and directed to deliver to the Applicants, serve on the service list for the CCAA proceedings and file with the Court, a certificate substantially in the form attached hereto as Schedule “B” (the “**Monitor’s Plan Implementation Certificate**”) signed by the Monitor certifying that the Plan Implementation Date has occurred and the Plan is effective in accordance with its terms and the terms of this Order.

11. **THIS COURT ORDERS** that in the event that there are insufficient funds in the Post-Implementation Date Expenses Reserve to pay the Remaining Post-Implementation Date Expenses, the Applicants or the Monitor shall be entitled to take steps to terminate the CCAA Proceedings even if the steps contemplated in section 6.3 and 6.4 of the Plan are not completed.

DIP EXIT CREDIT FACILITIES

12. **THIS COURT ORDERS** that the Applicants are hereby authorized and empowered to enter into the DIP Exit Facility Amendment (as defined in the Sellers Sanction Affidavit) in order to finance the steps necessary to implement the Plan and terminate the CCAA Proceedings, as specifically provided for in the DIP Exit Facility Amendment.

13. **THIS COURT ORDERS** that, for greater certainty, in connection with the Applicants’ obligations under the DIP Exit Facility Amendment, the DIP Lenders (as defined in the Sellers Sanction Affidavit) shall be entitled to the benefit of the DIP Charge referred to in paragraph 7 of the Order of this Court dated March 11, 2020 (the “**March 11 Order**”), which DIP Charge has the priority set out in paragraphs 10 and 12 of the March 11 Order.

EFFECT OF PLAN AND CCAA ORDERS

14. **THIS COURT ORDERS AND DECLARES** that as at the Effective Time, pursuant to and in accordance with the Plan, all Released Claims shall be forever released, discharged, cancelled and restrained, in each case with prejudice in the manner and to the extent provided for in the Plan, provided that, for greater certainty, nothing herein shall release affect or prejudice any obligation or claim expressly not released under the Plan pursuant to section 6.6 thereof.

15. **THIS COURT ORDERS AND DECLARES** that solely with respect to any and all Released Claims, all Persons are permanently and forever barred, estopped, stayed and enjoined, on and after the Effective Time, from: (i) commencing, conducting or continuing in any manner directly or indirectly, any action, suits, demands or other proceedings of any nature or kind whatsoever against the Released Parties, as applicable; (ii) enforcing, levying, attaching, collecting or otherwise recovering or enforcing by any manner or means, directly or indirectly, any judgment, award, decree or order against the Released Parties; (iii) creating, perfecting, asserting or otherwise enforcing, directly or indirectly, any lien or encumbrance of any kind against the Released Parties or their property; or (iv) taking any actions to interfere with the implementation or consummation of the Plan.

THE MONITOR

16. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA and the powers provided to the Monitor herein and in the CCAA Orders and the Plan, shall be and is hereby authorized, directed and empowered to perform its functions and fulfill its obligations under this Plan Sanction and Implementation Order and the Plan to facilitate the implementation of the Plan.

17. **THIS COURT ORDERS** that the Monitor is authorized to maintain the Post-Implementation Date Expenses Reserve as contemplated by the Plan, and may be entitled to make payments from the Post-Implementation Date Expenses Reserve to and for the purposes outlined in Schedule "A" to the Plan, upon written direction from Lydian International, provided there are sufficient funds remaining in the Post- Implementation Date Expenses Reserve to make such payments. The Monitor shall have no liability as to the sufficiency of

funds in the Post-Implementation Date Expenses Reserve and shall be under no obligation to take any action or make any payments for which there are insufficient funds.

18. **THIS COURT ORDERS** that, for the purposes provided in the Plan and this Sanction and Implementation Order, with respect to any direction required to be given by Lydian International to the Monitor in order for the Monitor to effect any of its duties as set out in the Plan or in this Sanction and Implementation Order, such direction shall be sufficient for all purposes if same is provided by either one director of Lydian International or a liquidator appointed pursuant to the J&E Process on behalf of Lydian International, as may be applicable.

19. **THIS COURT ORDERS** that only the DIP Charge and the Administration Charge shall apply to the funds in the Post-Implementation Date Expenses Reserve held by the Monitor.

20. **THIS COURT ORDERS** that if any unused amounts remain in the Post-Implementation Date Expenses Reserve on the CCAA Termination Date, the Monitor is authorized and directed to release and transfer all such amounts to Lydian Armenia in accordance with the terms of the Plan.

21. **THIS COURT ORDERS** that: (i) in carrying out the terms of this Sanction and Implementation Order and the Plan, including the distribution of any amounts in the Post-Implementation Date Expenses Reserve, the Monitor shall have all the protections given to it by the CCAA, the CCAA Orders, and as an officer of the Court, including the stay of proceedings in its favour; and (ii) the Monitor shall incur no liability or obligation as a result of carrying out the provisions of this Sanction and Implementation Order and/or the Plan, including but not limited to disbursing funds from the Post-Implementation Date Expenses Reserve save and except for any gross negligence or wilful misconduct on its part.

MONITOR'S FEES AND ACTIVITIES

22. **THIS COURT ORDERS** that the Monitor's activities, as set out in the Fifth Report, Sixth Report and Seventh Report be and hereby are approved; provided, however, that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or use in any way such approval.

23. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and the Monitor's counsel, Thornton Grout Finnigan LLP, as disclosed in the Seventh Report and

detailed in the Affidavit of Alan Hutchens sworn June 25, 2020 and the Affidavit of D.J. Miller sworn June 25, 2020, respectively, as appended to the Seventh Report, be and hereby are approved.

24. **THIS COURT ORDERS** that the Monitor and its counsel shall not be required to pass their accounts for any fees incurred from and after June 24, 2020.

LETTER OF REQUEST

25. **THIS COURT DECLARES** that it shall issue a letter substantially in the form of the letter attached hereto as Schedule “D” to request the assistance of the Royal Court of Jersey in the implementation of the Plan.

TERMINATION OF CCAA PROCEEDINGS

26. **THIS COURT ORDERS AND DECLARES** that, on the Plan Implementation Date, upon the delivery of the Monitor’s Plan Implementation Certificate, the CCAA Proceedings as they relate to the Applicants Lydian Canada and Lydian UK and the Non-Applicant Stay Parties (other than Lydian US) shall be terminated.

27. **THIS COURT ORDERS** that, on the Plan Implementation Date, upon the delivery of the Monitor’s Plan Implementation Certificate, the title of proceedings in the CCAA Proceedings shall be amended to remove Lydian Canada and Lydian UK as Applicants.

28. **THIS COURT ORDERS** that, subject to the payment or other satisfaction (including without limitation, by way of a reserve of funds to be held by the Monitor in an amount necessary to satisfy the Post-Implementation Date Expenses), of any amounts secured for the beneficiaries of the Charges that remain owing on the Plan Implementation Date, upon the delivery of the Monitor’s Plan Implementation Certificate, the Director’s Charge and the Transaction Charge shall be terminated, discharged and released, and the Administration Charge shall no longer apply to the benefit of BMO Nesbitt Burns Inc. in respect of its monthly work fee.

29. **THIS COURT ORDERS** that on the CCAA Termination Date, upon the delivery of the Monitor’s CCAA Termination Certificate, A&M shall be deemed to be discharged from its duties as Monitor and released from all claims relating to its activities as Monitor, whether before or after the date of this Sanction and Implementation Order.

30. **THIS COURT ORDERS** that, upon the filing of the Monitor of a certificate on the CCAA Termination Date, substantially in the form attached hereto as Schedule “C”, (the “**Monitor’s CCAA Termination Certificate**”), the Administration Charge and the DIP Charge shall be terminated, discharged and released.

31. **THIS COURT ORDERS** that, upon the delivery of the Monitor’s CCAA Termination Certificate, the CCAA Proceedings shall be terminated.

32. **THIS COURT ORDERS AND DECLARES** that the CCAA Orders shall continue in full force and effect in accordance with their respective terms, except to the extent that such CCAA Orders are varied by or inconsistent with this Sanction and Implementation Order.

33. **THIS COURT ORDERS** that notwithstanding the termination of the CCAA Proceedings in respect of any of the Applicants, the Court shall remain seized of any matter arising from or that are incidental to the CCAA Proceedings, and the Applicants and Monitor shall have the authority from and after the date of this Sanction and Implementation Order to apply to this Court to address matters incidental to this CCAA Proceedings notwithstanding the termination thereof.

SEALING

34. **THIS COURT ORDERS** that the unredacted Sellers Sanction Affidavit and the unredacted Sellers Supplementary Sanction Affidavit are hereby sealed pending further order of the Court.

GENERAL

35. **THIS COURT ORDERS** that subject to any further Order of this Court, in the event of any conflict, inconsistency, ambiguity or difference between the provisions of the Plan and this Sanction and Implementation Order, the terms, conditions and provisions of the Plan shall govern and be paramount, and any such provision of this Sanction and Implementation Order shall be deemed to be amended to the extent necessary to eliminate any such conflict, inconsistency, ambiguity or difference.

36. **THIS COURT ORDERS** that the Applicants and the Monitor may each apply to this Court for advice and direction with respect to any matter arising from or under the Plan or this Sanction and Implementation Order.

37. **THIS COURT ORDERS** that this Sanction and Implementation Order shall have full force and effect in all provinces and territories of Canada and abroad as against all persons and parties against whom it may otherwise be enforced.

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

A handwritten signature in blue ink, appearing to be "JP [unclear]", is written above a horizontal line.

Schedule "A"

THE PLAN

Schedule "B"

Monitor's Plan Implementation Certificate

Court File No. CV-19-00633392-00CL

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

AND

**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES CORPORATION,
AND LYDIAN U.K. CORPORATION LIMITED**

Applicants

**CERTIFICATE OF ALVAREZ & MARSAL CANADA INC. AS THE COURT-APPOINTED
MONITOR OF THE APPLICANTS**

(Plan Implementation)

All capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the Order of the Honourable Mr. Chief Justice Morawetz made in these proceedings on June 29, 2020 (the "**Sanction and Implementation Order**").

Pursuant to paragraph 10 of the Sanction and Implementation Order, Alvarez & Marsal Canada Inc., solely in its capacity as Court-appointed monitor (the "**Monitor**") of the Applicants, delivers to the Applicants this certificate and hereby certifies that

1. The Monitor has received written confirmation from the Applicants that all of the conditions precedent set out in the Plan have been satisfied or waived, and that the Effective Time of the Plan is [a.m/p.m.] on ●, being the Plan Implementation Date.
2. The Plan Implementation Date has occurred and the Plan is effective in accordance with its terms.
3. This Certificate will be filed with the Court and posted on the website maintained by the Monitor.

DATED at the City of Toronto, in the Province of Ontario, this ● day of ●, 2020 at [● a.m./p.m.]

ALVAREZ & MARSAL CANADA INC.,
solely in its capacity as Court-appointed
Monitor of the Applicants and not in its
personal or corporate capacity

By:

Name:

Title:

Schedule "C"

Monitor's CCAA Termination Certificate

Court File No. CV-19-00633392-00CL

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

AND

**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED**

Applicant

**CERTIFICATE OF ALVAREZ & MARSAL CANADA INC. AS THE COURT-APPOINTED
MONITOR OF THE APPLICANTS**

(CCAA Termination)

All capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the Order of the Honourable Mr. Chief Justice Morawetz made in these proceedings on June 29, 2020 (the "**Sanction and Implementation Order**").

Pursuant to paragraph 30 of the Sanction and Implementation Order, Alvarez & Marsal Canada Inc. ("**A&M**"), solely in its capacity as Court-appointed monitor (the "**Monitor**") of the Applicants, delivers to the Applicants this certificate and hereby certifies that

1. The Monitor has received written confirmation (the "**Notice**") from Lydian International Limited ("**Lydian International**") that the Remaining Post-Implementation Date Expenses should be disbursed to the parties with Remaining Post-Implementation Date Expenses, in accordance with Schedule "A" to the Plan.
2. The Monitor has paid all Remaining Post-Implementation Date Expenses in accordance with the Notice and has transferred any remaining funds in the Post-Implementation Date Expenses Reserve to Restructured Lydian.
3. The Monitor is filing this Certificate in accordance with section 6.4 of the Plan confirming that the CCAA Termination Date has occurred on **[date]**.

4. Upon the filing of this Certificate, the within CCAA proceedings in respect of Lydian International shall be terminated and A&M shall be discharged as Monitor.
5. This Certificate will be filed with the Court and posted on the website maintained by the Monitor.

DATED at the City of Toronto, in the Province of Ontario, this ● day of ●, 2020 at [● a.m./p.m.]

ALVAREZ & MARSAL CANADA INC.,
solely in its capacity as Court-appointed
Monitor of the Applicants and not in its
personal or corporate capacity

By:

Name:

Title:

Schedule "D"

LETTER OF REQUEST

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST	
Proceeding commenced at Toronto	
ORDER (Re: Plan Sanction and Implementation)	
Stikeman Elliott LLP Barristers & Solicitors 5300 Commerce Court West 199 Bay Street Toronto, Canada M5L 1B9	
Elizabeth Pillon LSO#: 35638M Tel: (416) 869-5623 Email: epillon@stikeman.com	
Maria Konyukhova LSO#: 52880V Tel: (416) 869-5230 Email: mkonyukhova@stikeman.com	
Sanja Sopic LSO#: 66487P Tel: (416) 869-6825 Email: ssopic@stikeman.com	
Nicholas Avis LSO#: 76781Q Tel: (416) 869-5504 Email: navis@stikeman.com Fax: (416) 947-0866	
Lawyers for the Applicants	

Court File No. CV-19-00633392-00CL

**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 A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES
CORPORATION, AND LYDIAN U.K. CORPORATION LIMITED**

**LETTER OF REQUEST
(COMITY APPLICATION)**

To: The Bailiff of the Royal Court of Jersey
Royal Court Building, Royal Square
St Helier, Jersey
JE1 1JG

The Superior Court of Justice (Province of Ontario, Canada) ("**Ontario Court**"), respectfully requests the assistance of the Royal Court of Jersey to provide assistance to the Ontario Court as set out below and assures the Royal Court of Jersey reciprocal assistance in appropriate circumstances.

WHEREAS:

1. By an order dated the 23 December 2019 of the Canadian Court, as amended and restated on 23 January 2020 (collectively, the "**CCAA Orders**"), Lydian International Limited, Lydian Canada Ventures Corporation And Lydian U.K. Corporation Limited (the "**Original Applicants**") were granted protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (Canada) ("**CCAA**") on the grounds that they were unable to pay their debts. Certain other non-applicant entities were also granted a stay of proceedings¹ (together with the Applicants (as defined below), the Non-Applicant Stay Parties are the "**Lydian Group**"). Copies of the CCAA Orders are attached hereto as Schedule "A".

¹ Lydian Armenia CJSC ("**Lydian Armenia**"), Lydian Resources Armenia Limited, Lydian International Holdings Limited and Lydian U.S. Corporation (together known as the "**Non-Applicant Stay Parties**").

2. The Lydian Group is connected to Jersey by means of Lydian International Limited ("**Lydian International**"), a corporation continued under the laws of Jersey from the Province of Alberta pursuant to the *Companies (Jersey) Law 1991* (Lydian International was originally incorporated under the *Business Corporations Act* (Alberta)). Lydian International's registered office is located at Bourne House 1st Floor, Francis Street, St Helier, Jersey.

3. By a previous letter of request to the Bailiff of Jersey dated 23 December 2019, issued under an Order of the Ontario Court dated 23 December 2019, the assistance of the Royal Court of Jersey was requested to, *inter alia*, recognise (i) the appointment of Alvarez & Marsal Canada Inc. ("the **Monitor**") in Jersey, and (ii) the stay of proceedings imposed by the CCAA proceedings in Jersey. A copy of the 23 December 2019 letter of request is attached hereto as Schedule "B".

4. By an Act of Court dated 25 February 2020, Robert James Macrae, the Deputy Bailiff of Jersey, made orders in Jersey, recognising the CCAA Orders that:-

- (a) The Monitor was appointed as the monitor of Lydian International with such appointment registered in the rolls of the Royal Court and the appointment of the Monitor notified to the Jersey Financial Services Commission;
- (b) Lydian International remained in possession and control of its current and future assets, undertakings and properties of every nature and kind whatsoever in Jersey and, subject to further order of the Ontario Court, Lydian International would continue to carry on business in a manner consistent with the preservation of its business and property;
- (c) No proceeding or enforcement process in or out of any court or tribunal was to be commenced or continued against or in respect of Lydian International, or affecting its business or its property, except with the written consent of Lydian International, or with leave of the Ontario Court; and
- (d) Lydian International and any party affected by the Representation issued by the Royal Court, including the creditors of Lydian International, had liberty to apply.

A copy of the 25 February 2020 Act of Court is attached hereto at schedule "C".

5. A plan of arrangement of the Applicants has been filed under the CCAA and *Business Corporations Act* (British Columbia) (the “**BCBCA**”) dated June 30, 2020 (the “**Plan**”) with the Ontario Court. The purpose of the Plan is to:

- (a) Implement a corporate and financial restructuring of the Applicants;
- (b) Provide for the assignment or settlement of all intercompany debts owing to the Applicants prior to the implementation of the Plan to, among other things, minimize adverse tax consequences to Lydian Armenia and its stakeholders;
- (c) Provide for the equivalent of an assignment of substantially all of the assets of Lydian International to an entity (“**SL Newco**”) owned and controlled by the Applicants’ secured lenders (the “**Senior Lenders**”) through an amalgamation of Lydian Canada Ventures Corporation with SL Newco resulting in a new entity (“**Restructured Lydian**”);
- (d) Wind-up Lydian International in Jersey on just and equitable grounds pursuant to the laws of Jersey, and effect an orderly disposition and winding up of certain other subsidiaries of the Lydian Group;
- (e) Provide a release of all of the existing indebtedness and obligations owing by Lydian International to the Senior Lenders; and
- (f) Permit the Applicants to exit the CCAA Proceedings.

The Plan will result in the privatization of the Lydian Group, to continue as Restructured Lydian.

6. The Plan has been approved by the Ontario Court, the Ontario Court finding that the relevant statutory requirements set out in the CCAA have been met and that it is an appropriate exercise of its discretion, bearing in mind the insolvency of the Applicants and the wishes of the Senior Lenders.

NOW:

7. I, Honourable Geoffrey B. Morawetz of the Ontario Court, confirm that, as a matter of international comity, the courts of the provinces and territories of Canada will consider giving

effect to orders made by the Royal Court of Jersey relating to the bankruptcy of an individual or company (save for the purpose of enforcing the fiscal laws of Jersey).

8. It having been shown to the satisfaction of the Ontario Court that it is necessary for the purposes of justice to assist with implementation of the Plan, I hereby request, in deference to the jurisdiction and discretion of the Royal Court of Jersey in such matters, the assistance of the Royal Court of Jersey, pursuant to its inherent jurisdiction, to assist in the implementation of the Plan of the Applicants and in particular (without prejudice to the generality of the foregoing) to consider the application to wind up Lydian International on just and equitable grounds pursuant to the laws of Jersey, by granting such further or other relief as it thinks fit in aid of the winding up of Lydian International Limited. For the avoidance of any doubt, this appeal for assistance is not intended to fetter or in any way impinge on the discretion of the Royal Court of Jersey to make orders regarding the winding up of Lydian International. On the contrary, it is an appeal to the Royal Court of Jersey for it to consider the application of Lydian International in full context of the CCAA proceedings.

Dated: July 10, 2020



The Honourable Geoffrey B. Morawetz,
Superior Court of Justice (Ontario)

Chazha Hick

From: ilkay ahmet evren <ahmetevren_18@hotmail.com>
Sent: 24 June 2020 13:59
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ilkay ahmet evren; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_jsildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Jersey Royal Court.pdf; Court Of Justice Act. - İLKAY AHMET EVREN.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?
They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect
the small investors and our investments will not be destroyed in the land of our precious Queen...
I'm not here to defend myself...I am not wolf lawyer.
You are there...Justice! You would!!! protect my right. I believe you...
This event is a definitely political and economic bankruptcy...
As seen in many examples in the appendices...The mine is working and will work...Did you see it in the documents.
Our investments have become part of their bad games.
If everybody knows but not talking...Big companies talking to play!!!Not for justice ...
It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

İLKAY AHMET EVREN
+905301520356

Gönderen: Maria Magni <MMagni@tgf.ca>
Gönderildi: 23 Haziran 2020 Salı 15:53
Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>
Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.
Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.
Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: ilkay ahmet evren <ahmetevren_18@hotmail.com>
Sent: 24 June 2020 14:11
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ilkay ahmet evren; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Jersey Royal Court.pdf; Court Of Justice Act. - İLKAY AHMET EVREN..pdf

CAUTION: This email originated from outside of Mourant.

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We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.
How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?
They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect
the small investors and our investments will not be destroyed in the land of our precious Queen...
I'm not here to defend myself...I am not wolf lawyer.
You are there...Justice! You would!!! protect my right. I believe you...
This event is a definitely political and economic bankruptcy...
As seen in many examples in the appendices...The mine is working and will work...Did you see it in the documents.
Our investments have become part of their bad games.
If everybody knows but not talking...Big companies talking to play!!!Not for justice ...
It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

ILKAY AHMET EVREN

+90 530 152 03 56

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: suleyman baykal <suleyman.baykal@outlook.com>
Sent: 24 June 2020 14:54
To: Mehmet Esin; ilkay ahmet evren; Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Grefe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Court Of Justice Act. Şule Baykal.pdf; Jersey Royal Court.pdf

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Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

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Justice for the Majesty Queen's Honor...
Best Regards
Şule Baykal
+90 539 551 17 51

Gönderen: Mehmet Esin

Gönderildi: 24 Haziran 2020 Çarşamba 16:35

Kime: ilkey ahmet evren ; Maria Magni ; Rachel Bengino ; advice@cab.org.je ; 'lpillon@stikeman.com' ; 'mmackenzie@alvarezandmarsal.com' ; D. J. Miller ; attorneygeneral@ontario.ca ; 10th_Circuit_Calteam@ca10.uscourts.gov ; Clerk@ca10.uscourts.gov ; CA10_Team2@ca10.uscourts.gov ; CA10_Team1@ca10.uscourts.gov ; lydian@alvarezandmarsal.com ; Registry-Grefe@scc-csc.ca ; info.osp@maryland.gov ; reception@scc-csc.ca ; geoffrey.morawetz@scj-csj.ca ; nurhan.aycan@gowlingwlg.com ; gis@gov.vg ; Jay Kellerman-Contact ; mehmet.komurcu@gowlingwlg.com ; issuer.services@tmx.com ; tanya.rowntree@tmx.com ; monica.hamm@tmx.com ; engineering@tmx.com ; selma.thaver@tmx.com ; adrienne.fong@tmx.com ; martin.halpern@tmx.com ; stephen.alexander@mourant.com ; colin.brousson@gowlingwlg.com ; sarah.foss@acuris.com

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Konu: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Justice for the Majesty Queen's Honor...
Best Regards
Mehmet Esin
+90 530 108 67 51

From: ilkay ahmet evren

Sent: Wednesday, June 24, 2020 4:11 PM

To: Maria Magni ; Rachel Bengino ; advice@cab.org.je; 'lpillon@stikeman.com' ;
'mmackenzie@alvarezandmarsal.com' ; D. J. Miller ; attorneygeneral@ontario.ca;
10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov;
CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca;
info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com;
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tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com;
adrienne.fong@tmx.com; martin.halpern@tmx.com; stephen.alexander@mourant.com;
colin.brousson@gowlingwlg.com; sarah.foss@acuris.com

Cc: Muzaffer Begen ; aytacbozkurt997799@gmail.com; ilkay ahmet evren ; oguzkaramercan@gmail.com;
okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com;
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barisunver@msn.com; Retro Getto ; fazliakdere61@gmail.com; gurkan.araslar@gmail.com;
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okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com;
suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com;
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abircanelci@hotmail.com; gurkan.araslar@gmail.com

Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Justice for the Majesty Queen's Honor...
Best Regards
İLKAY AHMET EVREN
+90 530 152 03 56

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Best regards,

Mary, Assistant to Rachel Bengino



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RESTRUCTURING + LITIGATION

Maria Magni | MMagni@tgf.ca | Direct Line +1 **416 304-1012** | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Thank you.

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Chazha Hick

From: veli dogan <doganvd@hotmail.com>
Sent: 24 June 2020 17:47
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; Mehmet Esin; ilkay ahmet evren
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: 24 Haz 2020 veli doğan.png; About Lydian International 7.pdf; About Lydian International 8.pdf

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Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Justice for the Majesty Queen's Honor...

Best Regards

Veli DOĞAN

+90 533 360 73 54

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

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Best regards,

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Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: Mehmet Gurbuz <mehmet.gurbuz@baskanogullari.com>
Sent: 25 June 2020 11:45
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
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Mehmet GÜRBÜZ
e-mail: mehmet.gurbuz@baskanogullari.com
Gsm: 0553 277 77 67

Chazha Hick

From: recai öz <recaioz5000@hotmail.com>
Sent: 25 June 2020 11:55
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Attachments: recai öz 1.pdf; recai öz 2.pdf; recai öz.jpeg

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

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But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect the small investors and our investments will not be destroyed in the land of our precious Queen...

I'm not here to defend myself...I am not wolf lawyer.

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Our investments have become part of their bad games.

If everybody knows but not talking...Big companies talking to play!!!Not for justice ...

It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Recai Öz
recaioz5000@hotmail.com

Chazha Hick

From: Muzaffer Begen <Muzaffer.Begen@alacergold.com>
Sent: 25 June 2020 11:34
To: Ramazan KARAKAPLAN; MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; Ipillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Grefe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet Esin; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: RE: Lydian international
Attachments: Jersey Royal Court..pdf; court of justice act..pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

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Justice for the Majesty Queen's Honor...

Best Regards

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Kisiye özel bu mesaj ve içeriğindeki bilgiler gizlidir. Şirketimiz bu mesajın içeriği ve ekleri ile ilgili olarak hukuksal hiçbir sorumluluk kabul etmez. Yetkili alıcılardan biri değilseniz, bu mesajın herhangi bir şekilde ifsa edilmesi, kullanılması, kopyalanması, yayılması veya mesajda yer alan hususlarla ilgili olarak herhangi bir işlem yapılmasının kesinlikle yasak olduğunu bildiririz. Böyle bir durumda lütfen hemen mesajın göndericisini bilgilendiriniz ve mesajı sisteminizden siliniz. İnternet ortamında gönderilen e-posta mesajlarındaki hata ve/veya eksikliklerden veya viruslerden dolayı mesajın göndericisi herhangi bir sorumluluk kabul etmemektedir. Tesekkür ederiz.

Chazha Hick

From: Erhan Duz <Erhan.Duz@alacergold.com>
Sent: 25 June 2020 12:47
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet Esin; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: RE: Lydian international
Attachments: Erhan Düz Lydian case (3).pdf; Erhan Düz Lydian case (1).pdf; Erhan Düz Lydian case (2).pdf

CAUTION: This email originated from outside of Mourant.

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Justice for the Majesty Queen's Honor...

Best Regards

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Chazha Hick

From: cüneyt altınok <cuneyt.altinok@gmail.com>
Sent: 25 June 2020 09:06
To: Atilla BOZKAYA
Cc: Maria Magni; Rachel Bengino; advice@cab.org.je; Ipillon@stikeman.com; mmackenzie@alvarezandmarsal.com; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; hamitokuroglu@gmail.com
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: notice of appearance.pdf; case background.pdf; Shareholder Application for Jersey Court.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

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If everybody knows but not talking...Big companies talking to play!!!Not for justice ...
It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

Cüneyt Altınok

+90 533 2636573

cüneyt altınok <cuneyt.altinok@gmail.com>, 25 Haz 2020 Per, 11:03 tarihinde şunu yazdı:

Atilla BOZKAYA <atilla.bozkaya@hotmail.com>, 24 Haz 2020 Çar, 15:21 tarihinde şunu yazdı:

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

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Justice for the Majesty Queen's Honor...

Best Regards

Atilla Bozkaya
+905306977474

From: Maria Magni <MMagni@tgf.ca>
Sent: Tuesday, June 23, 2020 3:53 PM
Cc: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: Murat Koroglu <murat.koroglu@outlook.com>
Sent: 25 June 2020 10:44
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydingsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydingsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; Murat Koroglu; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; alpertaskin53@yahoo.com; afuat@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydingsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; Mehmet Esin; ilkay ahmet evren
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Court of Justice CV-19-00633392-00CL Murat Koroğlu.pdf; Form 38A.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thank you for your kind message. I live outside of Canada, but I would like to join the Court.

We created a small investor group. We have approximately 25 million or more shares. The pandemic continues and the flights are closed.

I would like to inform you that our shares are being omitted. We got into this investment by relying on the laws of the government of UK & Canada, but we see that the investments of us that we have accumulated over years are being destroyed.

For now, I do not have enough funds to hire a lawyer. They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect the small investors and our investments will not be destroyed.

I'm not here to defend myself, but I am rather looking for my rights to be protected by justice.

This event is a definitely political and economic bankruptcy. As seen in many examples in the appendices, the mine is working and will work.

Our investments have become part of their bad games.

Best regards,

Murat Koroğlu

+90 532 346 90 42

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 18:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: gokhun gulec <gokhungulec@yahoo.com>
Sent: 25 June 2020 10:25
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; zekai önes
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; Mehmet Esin; ilkay ahmet evren
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: IMG_0128.jpg; About Lydian International 8.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect

the small investors and our investments will not be destroyed in the land of our precious Queen...

I'm not here to defend myself...I am not wolf lawyer.
You are there...Justice! You would!!! protect my right. I believe you...
This event is a definitely political and economic bankruptcy...
As seen in many examples in the appendices...The mine is working and will work...Did you see it in the documents.
Our investments have become part of their bad games.
If everybody knows but not talking...Big companies talking to play!!!Not for justice ...
It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...
Best Regards

Gokhun GULEC ([B.Sc](#), Civil Eng.)

Mobile : +90 533 725 69 96

On Thursday, June 25, 2020, 10:21:52 AM GMT+3, zekai önes wrote:

Dear All,
Thanks for your kind message.
I live outside of Canada.
But I would like to join Court.
We created a small investor group.
We have approximately 25 million or more shares.
The pandemic continues!!! The flights are closed!!!
Does it make sense to take over the company and destroy shareholders, knowing this opportunity?
Are you in a hurry?
What for?
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But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.
How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?
They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect
the small investors and our investments will not be destroyed in the land of our precious Queen...
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You are there...Justice! You would!!! protect my right. I believe you...
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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...
Best Regards
Hakan Zekai ÖNEŞ
+90 530 767 04 70

Gönderen: veli dogan

Gönderildi: 24 Haziran 2020 Çarşamba 19:46

Kime: Maria Magni ; Rachel Bengino ; advice@cab.org.je ; 'lpillon@stikeman.com' ; 'mmackenzie@alvarezandmarsal.com' ; D. J. Miller ; attorneygeneral@ontario.ca ; 10th_Circuit_Calteam@ca10.uscourts.gov ; Clerk@ca10.uscourts.gov ; CA10_Team2@ca10.uscourts.gov ; CA10_Team1@ca10.uscourts.gov ; lydian@alvarezandmarsal.com ; Registry-Greffe@scc-csc.ca ; info.osp@maryland.gov ; reception@scc-csc.ca ; geoffrey.morawetz@scj-csj.ca ; nurhan.aycan@gowlingwlg.com ; gis@gov.vg ; Jay Kellerman-Contact ; mehmet.komurcu@gowlingwlg.com ; issuer.services@tmx.com ; tanya.rowntree@tmx.com ; monica.hamm@tmx.com ; engineering@tmx.com ; selma.thaver@tmx.com ; adrienne.fong@tmx.com ; martin.halpern@tmx.com ; stephen.alexander@mourant.com ; colin.brousson@gowlingwlg.com ; sarah.foss@acuris.com

Bilgi: Muzaffer Begen ; aytacbozkurt997799@gmail.com ; oguzkaramercan@gmail.com ; okan_ercakir@hotmail.com ; bilalayhan@hotmail.com ; ramazankarakaplan75@hotmail.com ; mehmetsemihaydin@gmail.com ; Onatkilicoglu@gmail.com ; oktay-okyay@hotmail.com ; hcomertt@yahoo.com ; israfilbaykal@hotmail.com ; gokhungulec@yahoo.com ; recaioz5000@hotmail.com ; ekingen@yahoo.com ; ihsanberaat@hotmail.com ; canerpalaz34@hotmail.com ; alpertaskin53@yahoo.com ; barisunver@msn.com ; Retro Getto ; fazliakdere61@gmail.com ; gurkan.araslar@gmail.com ; Aydinsancak@gmail.com ; Erhandz@hotmail.com ; cuneyt.altinok@gmail.com ; Aydinsancak@gmail.com ; abircanelci@hotmail.com ; azmigumus13@gmail.com ; murat.koroglu@outlook.com ; dt_isildemir@yahoo.com ; okaan_turan@hotmail.com ; alpertaskin53@yahoo.com ; afuatk@hotmail.com ; suleyman.baykal@outlook.com ; ahmet_aras_24@hotmail.com ; a.buran24@hotmail.com ; zekai.ones24@hotmail.com ; Muzaffer Begen ; Onatkilicoglu@gmail.com ; Aydinsancak@gmail.com ; abircanelci@hotmail.com ; gurkan.araslar@gmail.com ; Mehmet Esin ; ilkay ahmet evren

Konu: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards
Veli DOĞAN
+90 533 360 73 54

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Kisiye özel bu mesaj ve içeriğindeki bilgiler gizlidir. Şirketimiz bu mesajın içeriği ve ekleri ile ilgili olarak hukuksal hiçbir sorumluluk kabul etmez. Yetkili alıcılardan biri değilseniz, bu mesajın herhangi bir şekilde ifsa edilmesi, kullanılması, kopyalanması, yayılması veya mesajda yer alan hususlarla ilgili olarak herhangi bir işlem yapılmasının kesinlikle yasak olduğunu bildiririz. Böyle bir durumda lütfen hemen mesajın göndericisini bilgilendiriniz ve mesajı sisteminizden siliniz. İnternet ortamında gönderilen e-posta mesajlarındaki hata ve/veya eksikliklerden veya viruslerden dolayı mesajın göndericisi herhangi bir sorumluluk kabul etmemektedir. Tesekkür ederiz.

From: aydin sancak <aydinsancak@gmail.com>
Sent: 25 June 2020 11:01
To: Murat Koroglu
Cc: Maria Magni; Rachel Bengino; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Mehmet Esin; ilkay ahmet evren
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Form 38A (Aydın Sancak).pdf; Court Of Justice Act. Aydın SANCAK.pdf; About Lydian International.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thank you for your kind message. I live outside of Canada, but I would like to join the Court.

We created a small investor group. We have approximately 25 million or more shares. The pandemic continues and the flights are closed.

I would like to inform you that our shares are being ommitted. We got into this investment by relying on the laws of the government of UK & Canada, but we see that the investments of us that we have accumulated over years are beeing destroyed.

For now, I do not have enough funds to hire a lawyer. They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect the small investors and our investments will not be destroyed.

I'm not here to defend myself, but I am rather looking for my rights to be protected by justice.

This event is a definitely political and economic bankruptcy. As seen in many examples in the appendices, the mine is working and will work.

Our investments have become part of their bad games.

Best regards,

Aydın SANCAK

Murat Koroglu <murat.koroglu@outlook.com>, 25 Haz 2020 Per, 12:44 tarihinde şunu yazdı:

Dear All,

Thank you for your kind message. I live outside of Canada, but I would like to join the Court.

We created a small investor group. We have approximately 25 million or more shares. The pandemic continues and the flights are closed.

I would like to inform you that our shares are being omitted. We got into this investment by relying on the laws of the government of UK & Canada, but we see that the investments of us that we have accumulated over years are being destroyed.

For now, I do not have enough funds to hire a lawyer. They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect the small investors and our investments will not be destroyed.

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This event is a definitely political and economic bankruptcy. As seen in many examples in the appendices, the mine is working and will work.

Our investments have become part of their bad games.

Best regards,

Murat Köroğlu

+90 532 346 90 42

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 18:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino

Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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From: Oz K <oguzkaramercan@gmail.com>
Sent: 24 June 2020 20:33
To: Maria Magni; Rachel Bengino; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; advice@cab.org.je; attorneygeneral@ontario.ca; Clerk@ca10.uscourts.gov; D. J. Miller; CA10_Team2@ca10.uscourts.gov; lydian@alvarezandmarsal.com; 10th_Circuit_Calteam@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; Registry-Grefe@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; reception@scc-csc.ca; info.osp@maryland.gov; Jay Kellerman-Contact; gis@gov.vg; mehmet.komurcu@gowlingwlg.com; Stephen Alexander
Cc: issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; nurhan.aycan@gowlingwlg.com; colin.brousson@gowlingwlg.com
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International 7.pdf; About Lydian International 8.pdf; Court Case Application Form.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join to the Court case.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

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I'm not here to defend myself...I am not wolf lawyer.

You are there...I want justice! I sincerely believe that you will protect my right.

This event is a definitely political and economic bankruptcy...

As seen in many examples in the appendices...The mine is working and will work...Did you see it in the documents?

Our investments have become part of their bad games.

I need your justice and you to defend small investors who still believe that Toronto Stock Exchange Market is regulated.

Justice for small investors and justice for all of us.

Best Regards

Oguz Atil KARAMERCAN
+90 533 816 34 38

On Wed, Jun 24, 2020 at 7:46 PM veli dogan <doganvd@hotmail.com> wrote:

Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Veli DOĞAN
+90 533 360 73 54

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com'

<mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Best regards,

Mary, *Assistant to Rachel Bengino*

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Thank you.

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From: alper taskin <alpertaskin53@yahoo.com>
Sent: 24 June 2020 15:44
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; 10th_circuit_calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; ca10_team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; ca10_team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Atilla BOZKAYA
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International.pdf; ALPER TAŞKIN.jpg

CAUTION: This email originated from outside of Mourant.

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We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect

the small investors and our investments will not be destroyed in the land of our precious Queen...

I'm not here to defend myself...I am not wolf lawyer.

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As seen in many examples in the appendices...The mine is working and will work...Did you see it in the documents.

Our investments have become part of their bad games.

If everybody knows but not talking...Big companies talking to play!!!Not for justice ...

It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Alper Taşkın
+905497846745

On Tuesday, June 23, 2020, 06:54:18 PM GMT+3, Maria Magni <mmagni@tgf.ca> wrote:

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: Mehmet Esin <Mehmet.Esin@alacergold.com>
Sent: 24 June 2020 14:35
To: ilkay ahmet evren; Maria Magni; Rachel Bengino; advice@cab.org.je; 'Ipillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Grefe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com
Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International 7.pdf; About Lydian International 8.pdf; Court Of Justice Act. - Mehmet Esin.jpg

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

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Justice for the Majesty Queen's Honor...

Best Regards

Mehmet Esin

+90 530 108 67 51

From: ilkay ahmet evren <ahmetevren_18@hotmail.com>
Sent: Wednesday, June 24, 2020 4:11 PM
To: Maria Magni <MMagni@tgf.ca>; Rachel Bengino <RBengino@tgf.ca>; advice@cab.org.je; 'lpillon@stikeman.com' <lpillon@stikeman.com>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; D. J. Miller <DJMiller@tgf.ca>; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact <Jkellerman@stikeman.com>; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; stephen.alexander@mourant.com; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen <Muzaffer.Begen@alacergold.com>; aytacbozkurt997799@gmail.com; ilkay ahmet evren <ahmetevren_18@hotmail.com>; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet Esin <Mehmet.Esin@alacergold.com>; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto <retrogetto@hotmail.com>; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen <Muzaffer.Begen@alacergold.com>; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

Dear All,

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

İLKAY AHMET EVREN

+90 530 152 03 56

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com'

<mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: Atilla BOZKAYA <atilla.bozkaya@hotmail.com>
Sent: 24 June 2020 13:21
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_jsildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: Re: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: 20200524_131639.jpg; apply form.jpg; About Lydian International 7.pdf; About Lydian International 8.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

Atila Bozkaya
+905306977474

From: Maria Magni <MMagni@tgf.ca>
Sent: Tuesday, June 23, 2020 3:53 PM
Cc: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.
Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.
Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: Palancioğulları <palanciogullari@hotmail.com>
Sent: 25 June 2020 10:06
To: Stephen Alexander
Cc: advice@cab.org.je; gis@gov.vg
Subject: Lydian

CAUTION: This email originated from outside of Mourant.

Dear Stephan Aleksander

I am a shareholder of Llydiann, our shares were extinguished and canceled with the last company configuration

However, my shares are in the form, this is not a gentleman, I am not responsible for the opening of the amulsar mine.

Armenian president nikol pashinyan, 25 January 2020, Reuters announced that his opponents were also shareholders in Lydia

Our only crime was to trust your investment

From: Ramazan KARAKAPLAN <ramazankarakaplan75@icloud.com>
Sent: 25 June 2020 11:28
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_jsildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: Lydian international
Attachments: IMG_3309.jpg; ATT00001.txt; IMG_3310.jpg; ATT00002.txt; IMG_3311.jpg; ATT00003.txt; IMG_3312.jpg; ATT00004.txt; IMG_3308.jpg; ATT00005.txt

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Justice for the Majesty Queen's Honor...

Best Regards

From: I◆fffffe◆ffffdI DEM◆ffffddR <dt_isildemir@yahoo.com>
Sent: 24 June 2020 15:45
To: Maria Magni; Rachel Bengino; advice@cab.org.je; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; attorneygeneral@ontario.ca; 10th_circuit_calteam@ca10.uscourts.gov; 10th_circuit_calteam@ca10.uscourts.gov; clerk@ca10.uscourts.gov; clerk@ca10.uscourts.gov; ca10_team2@ca10.uscourts.gov; ca10_team2@ca10.uscourts.gov; ca10_team1@ca10.uscourts.gov; ca10_team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; lydian@alvarezandmarsal.com; registry-grefe@scc-csc.ca; registry-grefe@scc-csc.ca; info.osp@maryland.gov; info.osp@maryland.gov; reception@scc-csc.ca; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; nurhan.aycan@gowlingwlg.com; gis@gov.vg; gis@gov.vg; jkellerman@stikeman.com; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; martin.halpern@tmx.com; Stephen Alexander; Stephen Alexander; colin.brousson@gowlingwlg.com; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; mehmetsemihaydin@gmail.com; onatkilicoglu@gmail.com; onatkilicoglu@gmail.com; mehmet.esin@alacergold.com; mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; alpertaskin53@yahoo.com; barisunver@msn.com; barisunver@msn.com; retrogetto@hotmail.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; gurkan.araslar@gmail.com; aydinsancak@gmail.com; aydinsancak@gmail.com; erhandz@hotmail.com; erhandz@hotmail.com; cuneyt.altinok@gmail.com; cuneyt.altinok@gmail.com; aydinsancak@gmail.com; aydinsancak@gmail.com; abircanelci@hotmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; okaan_turan@hotmail.com; doganvd@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; alpertaskin53@yahoo.com; afuat@hotmail.com; afuat@hotmail.com; suleyman.baykal@outlook.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; zekai.ones24@hotmail.com; muzaffer.begen@alacergold.com; muzaffer.begen@alacergold.com; onatkilicoglu@gmail.com; onatkilicoglu@gmail.com; aydinsancak@gmail.com;

Cc: aydinsancak@gmail.com; abircanelci@hotmail.com; abircanelci@hotmail.com;
gurkan.araslar@gmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com;
hamitokuroglu@gmail.com
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Lydian 1.pdf; Lydian 2.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

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over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

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the small investors and our investments will not be destroyed in the land of our precious Queen...

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Justice for the Majesty Queen's Honor...

Best Regards

Işıl ERDEMİR

+90 505 776 52 07

From: israfil baykal <israfilbaykal@hotmail.com>
Sent: 24 June 2020 13:38
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jkellerman@Stikeman.com; Komurcu, Mehmet; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; Bilgi: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; Huseyin Comert; israfil baykal; gokhungulec@yahoo.com; recaioz5000@hotmail.com; Mehmet Ali Ekingen; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai Önes; Bilgi: muzaffer.begen@alacergold.com; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; hamitokuroglu@gmail.com
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Court Of Justice Act.pdf; Jersey Royal Court.pdf

CAUTION: This email originated from outside of Mourant.

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

İsrafil Baykal
+905336600888

From: Maria Magni <MMagni@tgf.ca>
Sent: Tuesday, June 23, 2020 3:53 PM
Cc: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.
Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.
Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: okan ercakil <okan_ercakil@hotmail.com>
Sent: 25 June 2020 11:13
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International 8.pdf; Court Of Justice Act.pdf; Jersey Royal Court.pdf

CAUTION: This email originated from outside of Mourant.

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Justice for the Majesty Queen's Honor...

Best Regards

Okan Ercakil

Secretary
905073900280

Chazha Hick

From: Huseyin Comert <hcomertt@yahoo.com>
Sent: 25 June 2020 10:03
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Israfil Baykal; Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; afuat@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; Mehmet Esin; ilkay ahmet evren
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: case background.pdf; Notice of apperance.pdf; Shareholder Application for Jersey court.pdf

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dead.
Justice for the Majesty Queen's Honor...

Best Regards

Huseyin Comert

+90533 630 55 63

Chazha Hick

From: zekai önes <zekai.ones24@hotmail.com>
Sent: 25 June 2020 08:22
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; Mehmet Esin; ilkay ahmet evren
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Dilekçe 1.pdf; Court Of Justice Act. Hakan Zekai Öneş.pdf

CAUTION: This email originated from outside of Maurant.

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Justice for the Majesty Queen's Honor...
Best Regards
Hakan Zekai ÖNEŞ
+90 530 767 04 70

Gönderen: veli dogan

Gönderildi: 24 Haziran 2020 Çarşamba 19:46

Kime: Maria Magni ; Rachel Bengino ; advice@cab.org.je ; 'lpillon@stikeman.com' ;
'mmackenzie@alvarezandmarsal.com' ; D. J. Miller ; attorneygeneral@ontario.ca ;
10th_Circuit_Calteam@ca10.uscourts.gov ; Clerk@ca10.uscourts.gov ; CA10_Team2@ca10.uscourts.gov ;
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tanya.rowntree@tmx.com ; monica.hamm@tmx.com ; engineering@tmx.com ; selma.thaver@tmx.com ;
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colin.brousson@gowlingwlg.com ; sarah.foss@acuris.com

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okan_ercakir@hotmail.com ; bilalayhan@hotmail.com ; ramazankarakaplan75@hotmail.com ;
mehmetsemihaydin@gmail.com ; Onatkilicoglu@gmail.com ; oktay-okyay@hotmail.com ; hcomertt@yahoo.com ;
israfilbaykal@hotmail.com ; gokhungulec@yahoo.com ; recaioz5000@hotmail.com ; ekingen@yahoo.com ;
ihsanberaat@hotmail.com ; canerpalaz34@hotmail.com ; alpertaskin53@yahoo.com ; barisunver@msn.com ; Retro
Getto ; fazliakdere61@gmail.com ; gurkan.araslar@gmail.com ; Aydinsancak@gmail.com ; Erhandz@hotmail.com ;
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zekai.ones24@hotmail.com ; Muzaffer Begen ; Onatkilicoglu@gmail.com ; Aydinsancak@gmail.com ;
abircanelci@hotmail.com ; gurkan.araslar@gmail.com ; Mehmet Esin ; ilkay ahmet evren

Konu: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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I'm not here to defend myself...I am not wolf lawyer.

You are there...Justice! You would!!! protect my right. I believe you...

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If everybody knows but not talking...Big companies talking to play!!!Not for justice ...

It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Veli DOĞAN

+90 533 360 73 54

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Thornton Grout Finnigan LLP
RESTRUCTURING + LITIGATION

Maria Magni | MMagni@tgf.ca | Direct Line +1 [416 304-1012](tel:416-304-1012) | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Thank you.

Kisiye özel bu mesaj ve içeriğindeki bilgiler gizlidir. Şirketimiz bu mesajın içeriği ve ekleri ile ilgili olarak hukuksal hiçbir sorumluluk kabul etmez. Yetkili alıcılardan biri değilseniz, bu mesajın herhangi bir şekilde ifşa edilmesi, kullanılması, kopyalanması, yayılması veya mesajda yeralan hususlarla ilgili olarak herhangi bir işlem yapılmasının kesinlikle yasak olduğunu bildiririz. Böyle bir durumda lütfen hemen mesajın göndericisini bilgilendiriniz ve mesajı sisteminizden siliniz. İnternet ortamında gönderilen e-posta mesajlarındaki hata ve/veya eksikliklerden veya viruslerden dolayı mesajın göndericisi herhangi bir sorumluluk kabul etmemektedir. Tesekkür ederiz.

Chazha Hick

From: Oktay Okay <oktay-oktay@hotmail.com>
Sent: 25 June 2020 07:59
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; Muzaffer Begen; Onatkilicoglu@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com; Mehmet Esin; ilkay ahmet evren; veli dogan
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Court Of Justice Act. - Oktay-Gökçe Okay.pdf; Jersey Royal Court..pdf

CAUTION: This email originated from outside of Mourtant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

Oktay Okyay
+90 533 390 79 50

Chazha Hick

From: Caner Palaz <canerpalaz34@hotmail.com>
Sent: 24 June 2020 19:15
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International 7.pdf; ATT00001.htm; About Lydian International 8.pdf; ATT00002.htm; Dava basyuru formu-1.pdf; ATT00003.htm

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

CANER PALAZ

+90 5448170425

From: ilkay ahmet evren

Sent: Wednesday, June 24, 2020 4:11 PM

To: Maria Magni ; Rachel Bengino ; advice@cab.org.je; 'lpillon@stikeman.com' ; 'mmackenzie@alvarezandmarsal.com' ; D. J. Miller ; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact ; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; stephen.alexander@mourant.com; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com

Cc: Muzaffer Begen ; aytacbozkurt997799@gmail.com; ilkay ahmet evren ; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet Esin ; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto ; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com;

dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com;
alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com;
ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com;
zekai.ones24@hotmail.com; Muzaffer Begen ; Onatkilicoglu@gmail.com;
Aydinsancak@gmail.com; abircanelci@hotmail.com; gurkan.araslar@gmail.com
Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-
00633392-00CL

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

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Justice for the Majesty Queen's Honor...

Best Regards

İLKAY AHMET EVREN

+90 530 152 03 56

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, *Assistant to Rachel Bengino*



Maria Magni | MMagni@tgf.ca | Direct Line +1 [416 304-1012](tel:4163041012) | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: ISIL DEMIR <dt_isildemir@yahoo.com>
Sent: 24 June 2020 15:27
To: suleyman baykal
Cc: Mehmet Esin; ilkay ahmet evren; Maria Magni; Rachel Bengino; advice@cab.org.je; Ipillon@stikeman.com; mmackenzie@alvarezandmarsal.com; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com; Muzaffer Begen; aytacbozkurt997799@gmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; Retro Getto; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; okaan_turan@hotmail.com; doganvd@hotmail.com; afuatk@hotmail.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com
Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: ScanPro 24 Haz 2020 17.20 - 1.pdf; ATT00001.htm; ScanPro 24 Haz 2020 17.20.pdf; ATT00002.htm

CAUTION: This email originated from outside of Mourant.

Dear All,

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I live outside of Canada.

But I would like to join Court.

We created a small investor group.

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The pandemic continues!!! The flights are closed!!!

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards
Işıl ERDEMİR

+90 505 776 52 07

Chazha Hick

From: Bilal Ayhan <bilalayhan@hotmail.com>
Sent: 25 June 2020 11:16
To: Maria Magni; Rachel Bengino; advice@cab.org.je; 'lpillon@stikeman.com'; 'mmackenzie@alvarezandmarsal.com'; D. J. Miller; attorneygeneral@ontario.ca; 10th_circuit_calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; registry-greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Subject: !lt:About Lydian International Dosyalar
Attachments: About Lydian International 7.pdf; About Lydian International 8.pdf; 7D7BE823-B979-4270-BC35-DE419ADF44EB.jpeg; AE006E43-E811-4B90-8EBF-653C45F75F52.jpeg; 704832DE-8F2F-43DC-889C-B822776F617F.jpeg; 273339F3-154D-4A7B-B477-0F1DD5310BD7.jpeg; 16CD73E6-5E03-4233-AFFA-7FD4C0FF6B06.jpeg

CAUTION: This email originated from outside of Mourant.

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Justice for the Majesty Queen's Honor...

Best Regards

İLAYDA NUR AYHAN
05323495810

Chazha Hick

From: hasan Batik <hasabatik66@gmail.com>
Sent: 25 June 2020 12:07
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; hamitokuroglu@gmail.com
Subject: Fwd: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Letter to Certain Shareholders of Lydian International Limited (June 23, 2020).PDF; Hasan Batik.pdf; hasan batik 1.pdf

CAUTION: This email originated from outside of Mourant.

Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

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How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect the small investors and our investments will not be destroyed in the land of our precious Queen...

I'm not here to defend myself...I am not wolf lawyer.
You are there...Justice! You would!!! protect my right. I believe you...
This event is a definitely political and economic bankruptcy...
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Our investments have become part of their bad games.
If everybody knows but not talking...Big companies talking to play!!!Not for justice ...
It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.
Justice for the Majesty Queen's Honor...

Best Regards

Hasan Batık
+90533 389 4985

----- Forwarded message -----

Gönderen: **Maria Magni** <MMagni@tgf.ca>

Date: 23 Haz 2020 Sal, 18:54

Subject: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To:

Cc: Rachel Bengino <RBengino@tgf.ca>, D. J. Miller <DJMiller@tgf.ca>, mmackenzie@alvarezandmarsal.com <mmackenzie@alvarezandmarsal.com>, lpillon@stikeman.com <lpillon@stikeman.com>

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, *Assistant to Rachel Bengino*



Maria Magni | MMagni@tgf.ca | Direct Line +1 416 304-1012 | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Chazha Hick

From: İsmail Keklik <ismailkeklik2423@gmail.com>
Sent: 25 June 2020 08:33
To: Maria Magni; Rachel Bengino; advice@cab.org.je; Ipillon@stikeman.com; mmackenzie@alvarezandmarsal.com; D. J. Miller; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Subject: Fwd: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: Dilekçe 2.pdf; Court Of Justice Act. İsmail Keklik.pdf

CAUTION: This email originated from outside of Mourant.

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Justice for the Majesty Queen's Honor...

Best Regards

İsmail Keklik

+90 536 870 51 33

----- Forwarded message -----

Gönderen: **zekai önes** <zekai.ones24@hotmail.com>

Date: 25 Haz 2020 Per, 10:23

Subject: İlt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To: ismailkeklik2423@gmail.com <ismailkeklik2423@gmail.com>

Gönderen: zekai önes <zekai.ones24@hotmail.com>

Gönderildi: 25 Haziran 2020 Perşembe 10:21

Kime: Maria Magni <MMagni@tgf.ca>; Rachel Bengino <RBengino@tgf.ca>; advice@cab.org.je <advice@cab.org.je>; 'lpillon@stikeman.com' <lpillon@stikeman.com>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; D. J. Miller <DJMiller@tgf.ca>; attorneygeneral@ontario.ca <attorneygeneral@ontario.ca>; 10th_Circuit_Calteam@ca10.uscourts.gov <10th_Circuit_Calteam@ca10.uscourts.gov>; Clerk@ca10.uscourts.gov <Clerk@ca10.uscourts.gov>; CA10_Team2@ca10.uscourts.gov <CA10_Team2@ca10.uscourts.gov>; CA10_Team1@ca10.uscourts.gov <CA10_Team1@ca10.uscourts.gov>; lydian@alvarezandmarsal.com <lydian@alvarezandmarsal.com>; Registry-Greffe@scc-csc.ca <Registry-Greffe@scc-csc.ca>; info.osp@maryland.gov <info.osp@maryland.gov>; reception@scc-csc.ca <reception@scc-csc.ca>; geoffrey.morawetz@scj-csj.ca <geoffrey.morawetz@scj-csj.ca>; nurhan.aycan@gowlingwlg.com <nurhan.aycan@gowlingwlg.com>; gis@gov.vg <gis@gov.vg>; Jay Kellerman-Contact <jkellerman@stikeman.com>; mehmet.komurcu@gowlingwlg.com <mehmet.komurcu@gowlingwlg.com>; issuer.services@tmx.com <issuer.services@tmx.com>; tanya.rowntree@tmx.com <tanya.rowntree@tmx.com>; monica.hamm@tmx.com <monica.hamm@tmx.com>; engineering@tmx.com <engineering@tmx.com>; selma.thaver@tmx.com <selma.thaver@tmx.com>; adrienne.fong@tmx.com <adrienne.fong@tmx.com>; martin.halpern@tmx.com <martin.halpern@tmx.com>; stephen.alexander@mourant.com <stephen.alexander@mourant.com>; colin.brousson@gowlingwlg.com <colin.brousson@gowlingwlg.com>; sarah.foss@acuris.com <sarah.foss@acuris.com>

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<Mehmet.Esin@alacergold.com>; ilkey ahmet evren <ahmetevren_18@hotmail.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Hakan Zekai ÖNEŞ

+90 530 767 04 70

Gönderen: veli dogan <doganvd@hotmail.com>

Gönderildi: 24 Haziran 2020 Çarşamba 19:46

Kime: Maria Magni <MMagni@tgf.ca>; Rachel Bengino <RBengino@tgf.ca>; advice@cab.org.ie

<advice@cab.org.ie>; 'lpillon@stikeman.com' <lpillon@stikeman.com>; 'mmackenzie@alvarezandmarsal.com'

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ihsanberaat@hotmail.com <ihsanberaat@hotmail.com>; canerpalaz34@hotmail.com
<canerpalaz34@hotmail.com>; alpertaskin53@yahoo.com <alpertaskin53@yahoo.com>; barisunver@msn.com
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<fazliakdere61@gmail.com>; gurkan.araslar@gmail.com <gurkan.araslar@gmail.com>; Aydinsancak@gmail.com
<Aydinsancak@gmail.com>; Erhandz@hotmail.com <Erhandz@hotmail.com>; cuneyt.altinok@gmail.com
<cuneyt.altinok@gmail.com>; Aydinsancak@gmail.com <Aydinsancak@gmail.com>; abircanelci@hotmail.com
<abircanelci@hotmail.com>; azmigumus13@gmail.com <azmigumus13@gmail.com>; murat.koroglu@outlook.com
<murat.koroglu@outlook.com>; dt_isildemir@yahoo.com <dt_isildemir@yahoo.com>; okaan_turan@hotmail.com
<okaan_turan@hotmail.com>; alpertaskin53@yahoo.com <alpertaskin53@yahoo.com>; afuatk@hotmail.com
<afuatk@hotmail.com>; suleyman.baykal@outlook.com <suleyman.baykal@outlook.com>;
ahmet_aras_24@hotmail.com <ahmet_aras_24@hotmail.com>; a.buran24@hotmail.com
<a.buran24@hotmail.com>; zekai.ones24@hotmail.com <zekai.ones24@hotmail.com>; Muzaffer Begen
<Muzaffer.Begen@alacergold.com>; Onatkilicoglu@gmail.com <Onatkilicoglu@gmail.com>;
Aydinsancak@gmail.com <Aydinsancak@gmail.com>; abircanelci@hotmail.com <abircanelci@hotmail.com>;
gurkan.araslar@gmail.com <gurkan.araslar@gmail.com>; Mehmet Esin <Mehmet.Esin@alacergold.com>; ilkey
ahmet evren <ahmetevren_18@hotmail.com>

Konu: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

Subject: RE: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

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Justice for the Majesty Queen's Honor...

Best Regards

Veli DOĞAN

+90 533 360 73 54

Gönderen: Maria Magni <MMagni@tgf.ca>

Gönderildi: 23 Haziran 2020 Salı 15:53

Bilgi: Rachel Bengino <RBengino@tgf.ca>; D. J. Miller <DJMiller@tgf.ca>; 'mmackenzie@alvarezandmarsal.com' <mmackenzie@alvarezandmarsal.com>; 'lpillon@stikeman.com' <lpillon@stikeman.com>

Konu: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

To Certain Shareholders of Lydian International Limited:

Please find attached correspondence of today's date with respect to the above-noted matter.

Should you have any questions or concerns, please contact Rachel Bengino at rbengino@tgf.ca.

Best regards,

Mary, Assistant to Rachel Bengino



Maria Magni | MMagni@tgf.ca | Direct Line +1 [416 304-1012](tel:416-304-1012) | Suite 3200, TD West Tower, 100 Wellington Street West, P.O. Box 329, Toronto-Dominion Centre, Toronto, Ontario M5K 1K7 | 416-304-1616 | Fax: 416-304-1313 | www.tgf.ca

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Thank you.

Kisiye özel bu mesaj ve icerisindeki bilgiler gizlidir. Sirketimiz bu mesajin icerigi ve ekleri ile ilgili olarak hukuksal hicbir sorumluluk kabul etmez. Yetkili alıcılardan biri degilseniz, bu mesajin herhangi bir sekilde ifsa edilmesi, kullanilmasi, kopyalanmasi, yayilmasi veya mesajda yeralan hususlarla ilgili olarak herhangi bir islem yapilmasinin kesinlikle yasak oldugunu bildiririz. Boyle bir durumda lutfen hemen mesajin gondericisini bilgilendiriniz ve mesajı sisteminizden siliniz. Internet ortamında gönderilen e-posta mesajlarındaki hata ve/veya eksikliklerden veya viruslerden dolayı mesajın göndericisi herhangi bir sorumluluk kabul etmemektedir. Tesekkür ederiz.

Chazha Hick

From: Recep Bakkaloğlu <recep.bakkaloglu@ciftay.com.tr>
Sent: 25 June 2020 13:16
To: 'Maria Magni'; 'Rachel Bengino'; advice@cab.org.je; 'mmackenzie@alvarezandmarsal.com'; 'D. J. Miller'; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; 'Jay Kellerman-Contact'; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: Muzaffer.Begen@alacergold.com; aytacbozkurt997799@gmail.com; 'ilkay ahmet evren'; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; 'Mehmet Esin'; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; 'Retro Getto'; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; Aydinsancak@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; alpertaskin53@yahoo.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; doganvd@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; 'Muzaffer Begen'; Onatkilicoglu@gmail.com
Subject: FW: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL
Attachments: About Lydian International 7.pdf; About Lydian International 8.pdf; Form 38A.pdf

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Dear All,

Thanks for your kind message.

I live outside of Canada.

But I would like to join Court.

We created a small investor group.

We have approximately 25 million or more shares.

The pandemic continues!!! The flights are closed!!!

Does it make sense to take over the company and destroy shareholders, knowing this opportunity?

Are you in a hurry?

What for?

We got into this business by relying on the laws of the government of UK & Canada

But we see that the investments of us and our children that we have accumulated over 20-25 years are trying to be destroyed.

How can I hire a lawyer? Everything for the rich... Are there any democracy and justice?

They are now trying to destroy our investments with cunning lawyers and company structures by making use of the gaps in the law. In this context, we fully believe that your precious court will protect

the small investors and our investments will not be destroyed in the land of our precious Queen...

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If everybody knows but not talking...Big companies talking to play!!!Not for justice ...

It will sign this decision with conscience, if there is a Judge...The vows are empty...Justice will dead.

Justice for the Majesty Queen's Honor...

Best Regards

Recep BAKKALOĞLU

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From: ilkey ahmet evren <ahmetevren_18@hotmail.com>

Sent: Wednesday, June 24, 2020 4:11 PM

To: Maria Magni <MMagni@tgf.ca>; Rachel Bengino <RBengino@tgf.ca>; advice@cab.org.je; lpillon@stikeman.com <lpillon@stikeman.com>; mmackenzie@alvarezandmarsal.com <mmackenzie@alvarezandmarsal.com>; D. J. Miller <DJMiller@tgf.ca>; attorneygeneral@ontario.ca;

10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; Jay Kellerman-Contact <Jkellerman@stikeman.com>; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; stephen.alexander@mourant.com; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com

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Subject: Ynt: In the Matter of Lydian International Limited - Court File No. CV-19-00633392-00CL

From: Hüseyin KEKLİK <hsynkeklik@gmail.com>
Sent: 25 June 2020 12:38
To: MMagni@tgf.ca; RBengino@tgf.ca; advice@cab.org.je; lpillon@stikeman.com; mmackenzie@alvarezandmarsal.com; DJMiller@tgf.ca; attorneygeneral@ontario.ca; 10th_Circuit_Calteam@ca10.uscourts.gov; Clerk@ca10.uscourts.gov; CA10_Team2@ca10.uscourts.gov; CA10_Team1@ca10.uscourts.gov; lydian@alvarezandmarsal.com; Registry-Greffe@scc-csc.ca; info.osp@maryland.gov; reception@scc-csc.ca; geoffrey.morawetz@scj-csj.ca; nurhan.aycan@gowlingwlg.com; gis@gov.vg; jkellerman@stikeman.com; mehmet.komurcu@gowlingwlg.com; issuer.services@tmx.com; tanya.rowntree@tmx.com; monica.hamm@tmx.com; engineering@tmx.com; selma.thaver@tmx.com; adrienne.fong@tmx.com; martin.halpern@tmx.com; Stephen Alexander; colin.brousson@gowlingwlg.com; sarah.foss@acuris.com
Cc: muzaffer.begen@alacergold.com; aytacbozkurt997799@gmail.com; ahmetevren_18@hotmail.com; oguzkaramercan@gmail.com; okan_ercakir@hotmail.com; bilalayhan@hotmail.com; ramazankarakaplan75@hotmail.com; mehmetsemihaydin@gmail.com; Onatkilicoglu@gmail.com; Mehmet.esin@alacergold.com; oktay-okyay@hotmail.com; hcomertt@yahoo.com; israfilbaykal@hotmail.com; gokhungulec@yahoo.com; recaioz5000@hotmail.com; ekingen@yahoo.com; ihsanberaat@hotmail.com; canerpalaz34@hotmail.com; alpertaskin53@yahoo.com; barisunver@msn.com; retrogetto@hotmail.com; fazliakdere61@gmail.com; gurkan.araslar@gmail.com; Aydinsancak@gmail.com; Erhandz@hotmail.com; cuneyt.altinok@gmail.com; abircanelci@hotmail.com; azmigumus13@gmail.com; murat.koroglu@outlook.com; dt_isildemir@yahoo.com; okaan_turan@hotmail.com; doganvd@hotmail.com; afuatk@hotmail.com; suleyman.baykal@outlook.com; ahmet_aras_24@hotmail.com; a.buran24@hotmail.com; zekai.ones24@hotmail.com; hamitokuroglu@gmail.com
Subject: About Lydian International
Attachments: 20200625153156840.pdf; 20200625153208275.pdf; 20200625153220412.pdf

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Dear All,

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Justice for the Majesty Queen's Honor...

Best Regards

CITATION: Lydian International Limited (Re), 2020 ONSC 4006
COURT FILE NO.: CV-19-00633392-00CL
DATE: 2020-07-10

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

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
LYDIAN INTERNATIONAL LIMITED, LYDIAN CANADA VENTURES
CORPORATION AND LYDIAN U.K. CORPORATION LIMITED

BEFORE: Chief Justice G.B. Morawetz

COUNSEL: *Elizabeth Pillon, Maria Konyukhova, Sanja Sopic, and Nicholas Avis*, for the Applicants

D. J. Miller and Rachel Bergino, for Alvarez & Marsal Inc.

Robert Mason and Virginie Gauthier, for Osisko Bermuda Limited

Pamela Huff and Chris Burr, for Resource Capital Fund VI L.P.

David Bish and Michael Pickersgill, for Orion Capital Management

Alexander Steele, for Caterpillar Financial Services (UK) Limited

Bruce Darlington, for ING Bank N.V./Abs Svensk Exportkredit (publ)

John LeRoux, Hasan Ciftehan, Mehmet Ali Ekingen and Atilla Bozkay, each in their capacity as a Shareholders of Lydian International Limited

**HEARD by ZOOM Hearing
and DECIDED:**

June 29, 2020

REASONS RELEASED:

July 10, 2020

ENDORSEMENT

[1] Lydian International Limited, Lydian Canada Ventures Corporation and Lydian U.K. Corporation Limited (the "Applicants") bring this motion for an order (the "Sanction and Implementation Order"), among other things:

- a) declaring that the Meeting of Affected Creditors held on June 19, 2020 was duly convened and held, all in accordance with the Meeting Order;
- b) sanctioning and approving the Applicants' Plan of Arrangement (the "Plan") as approved by a requisite majority of Affected Creditors at the Meeting, in accordance with the Plan Meeting Order (each as defined below), a copy of which is attached as Schedule "A" to the draft Sanction and Implementation Order; and
- c) granting various other related relief (as more particularly outlined below).

[2] The Applicants submit that the Plan represents the culmination of the Applicants' restructuring efforts and allows for the resolution of these CCAA Proceedings. The Monitor and the majority of the Affected Creditors are supportive of the Plan and if sanctioned and implemented, the Plan will provide a path forward for Lydian Canada and Lydian UK as part of a privatized Restructured Lydian Group (as defined in the Plan) and ultimately lead to the termination of these CCAA Proceedings.

[3] Shortly after the conclusion of the hearing on June 29, 2020, which was conducted by Zoom, I granted the motion with reasons to follow.

[4] The facts with respect to this motion are more fully set out in the Affidavit of Edward A. Sellers sworn June 24, 2020 (the "Sellers Sanction Affidavit"), the Affidavit of Edward A. Sellers sworn June 15, 2020 (the "Sellers Meeting Affidavit") and the Affidavit of Mark Caiger sworn June 11, 2020 (the "BMO Affidavit"). Mr. Sellers and Mr. Caiger were not cross-examined. Capitalized terms used herein but not otherwise defined have the meanings ascribed to them in the Sellers Sanction Affidavit, the Sellers Meeting Affidavit, and the Plan. All references to currency in this factum are references to United States dollars, unless otherwise indicated.

Background

[5] The Applicants are three entities at the top of the Lydian Group. The Lydian Group owns a development-stage gold mine in south-central Armenia through its wholly owned non-applicant operating subsidiary Lydian Armenia. The Applicants contend that they have been unable to access their main operating asset, the Amulsar mine, since June 2018 due to blockades and the associated actions and inactions of the Government of Armenia ("GOA"), and as a result, this has prevented the Applicants from completing construction of the mine and generating revenue in the ordinary course.

[6] The Applicants further contend that the effects of the blockades, amongst other factors, caused the Applicants to seek protection under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "CCAA"). An Initial Order was granted on December 23, 2019. Alvarez & Marsal Canada Inc. was appointed as Monitor.

[7] In the two years since the blockades began, the Applicants contend that they have used their best efforts to resolve the factors that led to their insolvency, including engaging in negotiations with the GOA, defending their commercial rights and commencing legal proceedings in Armenia to attempt to remove the blockades but these efforts have yet to result in the Applicants re-gaining access to the Amulsar site.

[8] In early 2018, the Applicants retained BMO to canvass the market for potential refinancing or sale options. BMO has conducted multiple rounds of a sales process to market the Lydian Group's mining assets. BMO also ran a process to solicit interest in financing the Applicants' potential Treaty Arbitration. These efforts have not yet resulted in a transaction capable of satisfying the claims of the Applicants' secured lenders.

[9] Since the blockades began, the Senior Lenders have been funding the Applicants' efforts to find a solution to the situation caused by the blockades. The Senior Lenders provided additional financial support to the Lydian Group totalling in excess of \$43 million.

[10] As of March 31, 2020, the Lydian Group owed its secured lenders more than \$406.8 million.

[11] According to the Applicants, the secured lenders are no longer willing to support the Applicants' efforts to monetize their assets. The Equipment Financiers CAT and ING have taken enforcement steps and Ameriabank has issued preliminary notice of enforcement.

[12] Further, the Applicants point out that the liquidity made available to the Applicants since April 30, 2020 has been conditioned on the Applicants: (i) proposing a restructuring that would be equivalent to the Senior Lenders enforcing their security over the shares of Lydian Canada; and (ii) meeting a deadline to exit the CCAA Proceedings imposed by a majority of the Applicants' Senior Lenders, or further enforcement steps would be taken.

[13] The Applicants submit that the Plan represents the most efficient mechanism to effect an orderly transition of the Lydian Group's affairs. The Applicants contend that the Plan minimizes adverse collateral impacts on Lydian Armenia, provides for winding down the proceedings before this court and the Jersey Court and avoids uncoordinated enforcement steps being taken on the Lydian Group's property to the detriment of the Lydian Group's stakeholders generally.

The Plan

[14] The Plan recognizes and continues the priority position of the Senior Lenders in the Restructured Lydian Group. The Senior Lenders make up the only class eligible to vote on the Plan and receive a distribution thereunder.

[15] According to the Applicants, secured creditors and unsecured creditors with claims at or below Restructured Lydian will continue to maintain their claims in the Restructured Lydian Group, including Lydian Armenia, with the same priority as they previously had, ranking behind the Senior Lenders. Stakeholders with claims at the Lydian International level will continue to have their claims on the Plan Implementation Date, which are intended to be addressed through

the proposed J&E Process in Jersey. Equity claims and unsecured claims against Lydian International will not be assumed by Restructured Lydian as part of the Plan.

[16] The purpose of the Plan is to (a) implement a corporate and financial restructuring of the Applicants, (b) provide for the assignment or settlement of all intercompany debts owing to the Applicants prior to the Effective Time to, among other things, minimize adverse tax consequences to Lydian Armenia and its stakeholders, (c) provide for the equivalent of an assignment of substantially all of the assets of Lydian International to an entity owned and controlled by the Senior Lenders (“SL Newco”), through an amalgamation of Lydian Canada with SL Newco resulting in a new entity (“Restructured Lydian”), and (d) provide a release of all of the existing indebtedness and obligations owing by Lydian International to the Senior Lenders. The Plan will result in the privatization of the Lydian Group to continue as the Restructured Lydian Group.

[17] The steps involved in the Plan’s execution are described in detailed in paragraphs 71 to 74 of the Sellers Meeting Affidavit.

[18] The Plan provides for certain releases. The releases are more fully described in the Sellers Meeting Affidavit at paragraph 83.

[19] Mr. Sellers in the Sellers Sanction Affidavit at para. 16 states that the releases were critical components of the negotiations and decision-making process for the D&Os and Senior Lenders in obtaining support for the Plan and resolving these CCAA Proceedings for the benefit of the Restructured Lydian Group, including Lydian Armenia, and all of its stakeholders.

[20] Mr. Sellers further states that the Released Parties made significant contributions to the Applicants’ restructuring, both prior to and throughout these CCAA Proceedings, which resulted directly in the preservation of the Lydian Group’s business, provided numerous opportunities for the Applicants to seek to monetize their assets for the benefit of stakeholders generally and led to the successful negotiation of the Plan for the benefit of the Restructured Lydian Group.

[21] The Plan provides for a Plan Implementation Date on or prior to June 30, 2020. The majority of the Applicants’ Senior Lenders have agreed to fund the costs associated with implementing the Plan and termination of the CCAA Proceedings and the J&E Process in Jersey, through the DIP Exit Facility Amendment, which will make a DIP Exit Credit Facility available to the Applicants totalling an estimated additional \$1.866 million.

[22] The test that a debtor company must satisfy in seeking the Court’s approval for a plan of compromise or arrangement under the CCAA is well established:

- a) there must be strict compliance with all statutory requirements;
- b) all materials filed and procedures carried out must be examined to determine if anything has been done or purported to be done which is not authorized by the CCAA and prior Orders of the Court in the CCAA proceedings; and

- c) the plan must be fair and reasonable.

Issues

[23] The issues for determination on this motion are whether:

- a) the Plan is fair and reasonable and should be sanctioned;
- b) the releases contemplated by the Plan are appropriate;
- c) the increase to the DIP Charge to capture the amounts to be advanced under the DIP Exit Credit Facilities is appropriate;
- d) the Stay Period should be extended;
- e) the unredacted Sellers Sanction Affidavit should be sealed; and
- f) the Monitor's activities, as detailed in the Fifth Report, Sixth Report and Seventh Report, should be approved and the fees of Monitor and its counsel through to June 23, 2020 should be approved.

LAW AND ANALYSIS

Approval of the Plan

[24] To determine whether there has been strict compliance with all statutory requirements, the court considers factors such as whether: (a) the applicant meets the definition of a "debtor company" under section 2 of the CCAA; (b) the applicant has total claims against it in excess of C\$5 million; (c) the notice calling the creditors' meeting was sent in accordance with the order of the court; (d) the creditors were properly classified; (e) the meeting of creditors was properly constituted; (f) the voting was properly carried out; and (g) the plan was approved by the requisite majority.

[25] The Applicants submit that they have complied with the procedural requirements of the CCAA, the Initial Order, the Amended and Restated Initial Order, the Meeting Order and all other Orders granted by this Court during these CCAA Proceedings. In particular:

- a) at the time the Initial Order was granted, the Applicants were found to be "debtor companies" to which the CCAA applied and that the Applicants' liabilities exceeded the C\$5 million threshold amount under the CCAA;
- b) the classification of the Applicants' Senior Lenders into one voting class (namely, the Affected Creditors class) was approved pursuant to the Meeting Order. This classification was not opposed at the hearing to approve the Meeting, nor was the Meeting Order appealed; the Applicants properly effected notice in accordance with the Meeting Order prior to the