SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL

N° : 500-11-048908-152

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT* OF:

STRATECO RESOURCES INC.
Debtor

-and-

ERNST & YOUNG INC.
Monitor

-and-

THIRD EYE CAPITAL CORPORATION
Applicant

MONITOR'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Superior Court of Quebec, Commercial Division (the **"Court")** issued an initial order with respect to Strateco Resources Inc. (the "**Debtor**") pursuant to the *Companies' Creditors Arrangement Act* (the "**CCAA**") appointing Ernst & Young Inc. as monitor (the "**Monitor**") providing an initial thirty-day period (the "**Stay Period**") and other relief (as amended and restated thereafter, the "**Initial Order**");

B. **WHEREAS** the Stay Period was extended by way of different Orders of this Court and is set to expire on April 30th, 2021;

C. **WHEREAS** on October 23, 2015, this Court issued its second amended and restated initial order which created in favour of Applicant an Interim Lender Charge (together with the Administration Charge and the Directors' Charge, the **"CCAA Charges"**) charging all of the Debtor's assets;

D. **WHEREAS** on April 30, 2021, the Court issued an approval and vesting order with respect to all of the Debtor's assets, including all of its rights and interest therein (the "**Debtor's Assets**") providing for the issuance of this Monitor's Certificate to confirm and give full effect to the assignments, transfers and vesting provided therein (the **"Approval and Vesting Order"**);

E. Each capitalized term used and not defined herein has the meaning given to such term in the Approval and Vesting Order;

F. The Approval and Vesting Order also directed the Monitor to file with the Court, a copy of this Monitor's Certificate forthwith after issuance thereof.

THEREFORE, THE MONITOR CERTIFIES THE FOLLOWING:

(a) The Monitor has received satisfactory evidence or confirmation that:

(i) the Assignment and Assumption Agreement between Third Eye Capital Credit Opportunities Fund – Insight Fund, Ninepoint-TEC Private Credit Fund and Third Eye Capital Alternative Credit Trust (collectively, the "**Assignors**") and 12942534 Canada Ltd. (the "**Assignee**") by which the Assignee has purchased and assumed all of each Assignors' interest in and to the Assignors' rights and obligations under the DIP Facility Agreement has been executed; and

(ii) all outstanding post-filing claims and obligations owed to and/or payable to the Monitor, its counsel, the Debtor and its counsel and operating costs of a net amount of $61,773.00, , and of the applicable cure costs payable by the Applicant, if any have been paid or funds have been received by the Monitor to make such payments;

(b) the Approval and Vesting Order was issued on April 30, 2021 and is executory notwithstanding appeal;

(c) the Termination and Discharge Order was issued by this Court on April 30, 2021 and is executory notwithstanding appeal;

THIS MONITOR'S CERTIFICATE was issued by the Monitor on April 30, 2021.

Ernst & Young Inc., in its capacity as Monitor to Strateco Resources Inc., and not in its personal or corporate capacity

By: Michel Marleau

Name: Michel Marleau

S U P E R I O R   C O U R T
Commercial Division
District of Montréal
File No.: 500-11-048908-152

IN THE MATTER OF THE PROPOSED PLAN OF COMPROMISE AND ARRANGEMENT OF :

STRATECO RESOURCES INC.

Debtor

-and-

ERNST & YOUNG INC.

Monitor

MONITOR'S CERTIFICATE
DATED APRIL 30, 2021

ORIGINAL

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