



No. S-228723
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF THE PLAN OF COMPROMISE AND ARRANGEMENT OF
PURE GOLD MINING INC.

PETITIONER

MONITORS CERTIFICATE

RECITALS

Pursuant to an Order of The Honourable Justice Walker of the Supreme Court of British Columbia (the "**Court**") dated October 31, 2022, the Petitioner commenced proceedings pursuant to the *Companies' Creditors Arrangement Act* (Canada) and KSV Restructuring Inc. was appointed as monitor of the Petitioner (the "**Monitor**") in those proceedings.

Pursuant to an Order of the Court dated May 29, 2023, the Court approved the Share Purchase Agreement dated May 10, 2023 (the "**Share Purchase Agreement**") among PGM ResidualCo Inc. (the "**Vendor**"), as vendor, West Red Lake Gold Mines Ltd. (the "**Purchaser**"), as purchaser, and Pure Gold Mining Inc., Sprott Private Resource Lending II (Collector), LP and Sprott Private Resource Lending II (CO), Inc.

Unless otherwise indicated herein, capitalized terms used herein have the meanings given to them in the Share Purchase Agreement.

THE MONITOR CERTIFIES the following:

The Vendor and the Purchaser have each delivered to the Monitor Closing Certificates pursuant to section 7.4 of the Share Purchase Agreement, confirming that the conditions precedent to Closing set forth in the Share Purchase Agreement have been satisfied or waived by the Parties to the Vendor's and Purchaser's satisfaction.

In accordance with section 7.4 of the Share Purchase Agreement, the Monitor's hereby issues and delivers this Monitor's Certificate concurrently to the Vendor and the Purchaser, and Closing is thereupon deemed to have occurred.

The Monitor will file as soon as practicable a copy of this Monitor's Certificate with the Court, and shall provide a true copy of such filed Monitor's Certificate to the Vendor and the Purchaser.

This Certificate was issued and delivered by the Monitor at 1:00 p.m. on June 16, 2023

**KSV Restructuring Inc., in its capacity
as Monitor, and not in its personal
capacity**

Per: 

Name: DAVID SIERADUK



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