This is the 1st affidavit of John Paul Ventrella in this case and was made on 05/25/2023

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

AFFIDAVIT OF JOHN PAUL VENTRELLA (sworn on May 25, 2023)

I, John Paul Ventrella, of the City of Toronto, in the Province of Ontario, lawyer, AFFIRM THAT:

- I am a lawyer with the law firm of Glaholt Bowles LLP, counsel for the Application Respondent, SCR Mining and Tunnelling L.P. ("SCR Mining"), and as such have knowledge of the matters contained in this affidavit.
- Attached hereto as "Exhibit A" is a copy of a construction lien (the "Construction Lien")
 which SCR Mining registered on title to the property legally described therein (the "Pure
 Gold Property") on November 1, 2022.
- 3. Attached hereto as "Exhibit B" is a copy of the Statement of Claim (the "Statement of Claim") in the proceeding of the Ontario Superior Court of Justice bearing Court File No. CV-22-00000100-0000 (the "SCR Lien Action"), which SCR Mining commenced as against the Petitioner, Pure Gold Mining Inc. ("Pure Gold"), on November 2, 2022.

4. Attached hereto as "Exhibit C" is a copy of Instrument No. KN111896 receipted on November 7, 2022 in the Land Registry Office of Kenora, pursuant to which SCR Mining submitted the Certificate of Action, issued on November 2, 2022, for registration on title to the Pure Gold Property.

SWORN (OR AFFIRMED) BEFORE ME at Toronto, Ontario on 05/25/2023:

Commissioner for Taking Affidavits
(or as may be)

MICHAEL VALO LSO# 60645H

JOHN PAUL VENTRELLA

This is Exhibit "A"

Referred to in the Affidavit of John Paul Ventrella,

sworn before me this 25th day of May 2023.

a Commissioner, etc.

MICHAEL VALO LSO# 60645H

Receipted as KN111798 on 2022 11 01

at 13:17

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 2

PIN

42005 - 0352

Description

FIRSTLY: MINING CLAIM KRL12523 BAIRD; SECONDLY: MINING CLAIM KRL12522 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE ABOVE PCL TRANSFERRED TO HER MAJESTY THE QUEEN IN RIGHT OF CANADA UNDER TRANSFER LT58006; THIRDLY: MINING CLAIM KRL12521 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS (AS TO SEVENTHLY), VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF ONTARIO UNDER LT73821 & EXCEPTING SRO PT 1 23R12344; FOURTHLY: MINING CLAIM KRL11509 BAIRD AMENDED BY LT138124, EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS OF THE ABOVE PCL VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO UNDER LT73821; FIFTHLY: MINING CLAIM KRL11506 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS OF THE ABOVE PCL VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO UNDER LT73821; SIXTHLY: MINING CLAIM KRL12527 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE ABOVE PCL TRANSFERRED TO HER MAJESTY THE QUEEN IN RIGHT OF CANADA UNDER TRANSFER LT58006 & EXCEPT PT 1, 23R10828 SRO; SEVENTHLY: MINING CLAIM KRL12528 BAIRD EXCEPT SRO AS IN 23R5427 PT 5, 14 TO 20 THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORE OF ROSS LAKE; S/T EASEMENT OVER PT 9, 11 AND 23, 23R5427 AS IN LT123741 AMENDED BY LT155422; S/T LT123745; SUBJECT TO AN EASEMENT IN GROSS OVER PART MINING CLAIM KRL12527, PART 1, PLAN 23R14608 BAIRD AS IN KN83850; SUBJECT TO AN EASEMENT IN GROSS OVER 1STLY: PT MINING CLAIM KRL12527 PT 1 23R14609: 2NDLY: PT MINING CLAIM KRL12528 PT 2 23R14609: 3RDLY: PT MINING CLAIM KRL12523 PTS 3, 4 & 5 23R14609; 4THLY: PT MINING CLAIM KRL12521 & KRL12523 PT 6 23R14609: 5THLY: PT MINING CLAIM KRL12521, PT 7 23R14609 AS IN KN83878; MUNICIPALITY OF RED LAKE

Address RED LAKE

PIN

42005 - 0235 LT

Description

PCL 5282 SEC DPF SRO; BLK C PL M667 T/W LT123738; RED LAKE

Address

2 MAIN STREET

MADSEN

PIN

42005 - 0234 LT

Description

PCL 5282 SEC DPF SRO; BLK B PL M667 T/W LT123738; MUNICIPALITY OF RED LAKE

Address

2 LAKE ROAD

MADSEN

Consideration

Consideration

\$577,053,22

Claimant(s)

Name

SCR MINING AND TUNNELLING L.P.

Address for Service

2797 White Street, Val Caron, Ontario

P3N 1B2

A person or persons with authority to bind the corporation has/have consented to the registration of this document.

This document is not authorized under Power of Attorney by this party.

Statements

Name and Address of Owner PURE GOLD MINING INC., Suite 1900, 1055 West Hastings, Vancouver, British Columbia, Canada V6E 2E9 Name and address of person to whom lien claimant supplied services or materials Pure Gold Mining Inc., Suite 1900, 1055 West Hastings, Vancouver, British Columbia, Canada V6E 2E9 Time within which services or materials were supplied from 2022/06/01 to 2022/10/31 Short description of services or materials that have been supplied for supply of labour, material and equipment in part for drilling, bolting, equipment operation, personnel supply and equipment rental on the Red Lake Project. Contract price or subcontract price as involced Amount claimed as owing in respect of services or materials that have been supplied \$577,053.22

The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien

Signed	Ву
--------	----

John Robert Leblanc

15 Mackenzie Street

acting for

2022 11 01 Signed

Sudbury P3C 4Y1 Applicant(s)

Tel 705-675-7521 Fax 705-675-7390

I have the authority to sign and register the document on behalf of the Applicant(s).

LRO# 23 Construction Lien

Receipted as KN111798 on 2022 11 01

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 2 of 2

at 13:17

Submitted By

DESMARAIS, KEENAN LLP

15 Mackenzie Street

2022 11 01

Sudbury

Tel

705-675-7521

705-675-7390 Fax

P3C 4Y1

Fees/Taxes/Payment

Statutory Registration Fee

\$66.30

Total Paid

\$66.30

File Number

Claimant Client File Number :

104340

This is Exhibit "B"

Referred to in the Affidavit of John Paul Ventrella,

sworn before me this 25th day of May 2023.

a Commissioner, etc.

MICHAEL VALO LSO# 60645H



Court File No.

SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE CONSTRUCTION ACT, S.O. 1990, C. 30

BETWEEN:

SCR MINING AND TUNNELLING L.P.

Plaintiff

- and -

PURE GOLD MINING INC.

Defendant

STATEMENT OF CLAIM

TO THE DEFENDANT

A LEGAL PROCEEDING HAS BEEN COMMENCED AGAINST YOU by the plaintiff(s). The claim made against you is set out in the following pages.

IF YOU WISH TO DEFEND THIS PROCEEDING, you or an Ontario lawyer acting for you must prepare a statement of defence in Form 18A prescribed by the Rules of Civil Procedure, serve it on the plaintiff(s) lawyer(s) or, where the plaintiff(s) do(es) not have a lawyer, serve it on the plaintiff(s), and file it, with proof of service, in this court office, WITHIN TWENTY DAYS after this statement of claim is served on you, if you are served in Ontario.

IF YOU FAIL TO DEFEND THIS PROCEEDING, JUDGMENT MAY BE GIVEN AGAINST YOU IN YOUR ABSENCE AND WITHOUT FURTHER NOTICE TO YOU. IF YOU WISH TO DEFEND THIS PROCEEDING BUT ARE UNABLE TO PAY LEGAL FEES, LEGAL AID MAY BE AVAILABLE TO YOU BY CONTACTING THE LOCAL LEGAL AID OFFICE.

TAKE NOTICE: THIS ACTION WILL AUTOMATICALLY BE DISMISSED if it has not been set down for trial or terminated by any means within five years after the action was commenced unless otherwise ordered by the court.

Date:	Issued by:
	Local Registrar
TO:	-
Pure Gold Mining Inc.	
Suite 1900 – 1055 West Hastings	Address of court office:
Vancouver, British Columbia	216 Water Street
V6E 2E9	Kenora, Ontario
	P9N 1S4

1. THE PLAINTIFF'S CLAIM IS FOR:

- (a) The sum of \$577,053.22;
- (b) Pre-judgment and post-judgement interest from the 31st day of October 2022 to the date of the Judgement herein;
- (c) Its costs of this action on a solicitor and client basis;
- (d) That in default of payment of the said sum of \$577,053.22 plus costs and interest, all premises described in Schedule "A" attached to the Claims for Lien registered against the property (hereinafter referred to as "the lands"), be sold and the proceeds applied toward payment of the Plaintiff's claim as aforesaid, pursuant to the provisions of the Construction Act, S.O. 1990, c.30, as amended;
- (e) For the purpose aforesaid, all proper directions to be given and accounts taken;
- (f) Such further and other relief as this Honourable Court may deem just.
- The Plaintiff, SCR Mining and Tunnelling L.P. ("SCR") is an incorporated company under the laws of the Province of Ontario, having a head office in the City of Greater Sudbury.
- 3. The Defendant, Pure Gold Mining Inc. ("Pure Gold") is a company incorporated under the laws of the Province of British Columbia.
- 4. The lands and premises described in Schedule "A" hereto are lands owned by Pure Gold.

Court File No./N° du dossier du greffe : CV-22-0000100-0000

5. Pure Gold ordered supply of labour, material and equipment in part for drilling, bolting, equipment operation, personnel supply and equipment rental for the premises owned by Pure Gold.

6. SCR states that it is entitled to the value of its labour, material, supplies and the value of equipment rented which was authorized by Pure Gold.

7. SCR states that Pure Gold is liable to SCR for any and all amounts.

8. That by reason of the supplying of this labour, material and equipment in part for drilling, bolting, equipment operation, personnel supply and equipment rental, SCR is entitled to Liens for the sum of \$577,053.22 together with pre and post judgement interest and costs of this action pursuant to the provisions of the Construction Act, S.O. 1990, Chapter 30.

That on November 1st, 2022 the Plaintiff caused to be registered the following Claim for Lien: Instrument #KN111798.

Name of Claimant: Address for Service: SCR Mining and Tunnelling L.P. 2797 White Street Val Caron, Ontario P3N 1B2 - 5-

Name	of Owner	

Address:

Pure Gold Mining Inc.

Suite 1900, 1055 West Hastings Vancouver, British Columbia

V6E 2E9

Name of person to whom Lien Claimant supplies services or

material: Address: Pure Gold Mining Inc.

Suite 1900, 1055 West Hastings Vancouver, British Columbia

V6E 2E9

Time within which services or materials were supplied:

June 1, 2022 to October 31, 2022

Short description of services or materials that have been supplied:

Supply of labour, material and equipment in part for drilling, bolting, equipment operation, personnel

supply and equipment rental on the Red Lake

Project.

Amount claimed as owing in respect of services or materials that have been supplied:

\$577,053.22

The Lien Claimant claims a lien against the interests of every person identified above as an owner of the premises described in Schedule "A" to this Claim for Lien.

DATED at Sudbury, this 1st day of November, 2022.

P	er:	

Brandon Seguin,

I have the authority to bind the corporation.

Court File No./N° du dossier du greffe : CV-22-00000100-0000

- 10. The lands described in Schedule "A" to the Claim for Lien herein before set forth were at all material times occupied by the Defendant and are the lands for which SCR supplied labour, material and equipment in part for drilling, bolting, equipment operation, personnel supply and equipment rental at the request of and on behalf of and with the consent and for the benefit of all of the Defendant and accordingly the Defendant Pure Gold and the owner is liable to pay the set amounts.
- 11. The Plaintiff proposes that this action be tried at the Town of Kenora in the Province of Ontario.

November 2nd, 2022

DESMARAIS, KEENAN LLP Barristers & Solicitors 15 Mackenzie Street Sudbury, Ontario P3C 4Y1

Attention: J. Robert Leblanc (LSUC#14854R)

leblanc@dklawyers.ca

(705) 675-7521 Fax: (705) 675-7390

Lawyers for the Plaintiff

SCHEDULE "A"

PIN 42005-0352(LT)

Description: FIRSTLY: MINING CLAIM KRL12523 BAIRD; SECONDLY: MINING CLAIM KRL12522 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE ABOVE PCL TRANSFERRED TO HER MAJESTY THE QUEEN IN RIGHT OF CANADA UNDER TRANSFER LT58006; THIRDLY: MINING CLAIM KRL12521 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS (AS TO SEVENTHLY), VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF ONTARIO UNDER LT73821 & EXCEPTING SRO PT 1 23R12344; FOURTHLY: MINING CLAIM KRL11509 BAIRD AMENDED BY LT138124, EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS OF THE ABOVE PCL VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO UNDER LT73821; FIFTHLY: MINING CLAIM KRL11506 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE SURFACE RIGHTS OF THE ABOVE PCL VESTED IN HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO UNDER LT73821; SIXTHLY: MINING CLAIM KRL12527 BAIRD EXCEPTING THEREOUT AND THEREFROM THAT PORTION OF THE ABOVE PCL TRANSFERRED TO HER MAJESTY THE QUEEN IN RIGHT OF CANADA UNDER TRANSFER LT58006 & EXCEPT PT 1, 23R10828 SRO; SEVENTHLY: MINING CLAIM KRL12528 BAIRD EXCEPT SRO AS IN 23R5427 PT 5, 14 TO 20 THE SRO ON AND OVER A STRIP OF LAND ONE CHAIN IN PERPENDICULAR WIDTH ALONG THE SHORE OF ROSS LAKE; S/T EASEMENT OVER PT 9, 11 AND 23, 23R5427 AS IN LT123741 AMENDED BY LT155422; S/T LT123745; SUBJECT TO AN EASEMENT IN GROSS OVER PART MINING CLAIM KRL12527, PART 1, PLAN 23R14608 BAIRD AS IN KN83850; SUBJECT TO AN EASEMENT IN GROSS OVER 1STLY: PT MINING CLAIM KRL12527 PT 1 23R14609; 2NDLY: PT MINING CLAIM KRL12528 PT 2 23R14609; 3RDLY: PT MINING CLAIM KRL12523 PTS 3, 4 & 5 23R14609; 4THLY: PT MINING CLAIM KRL12521 & KRL12523 PT 6 23R14609: 5THLY: PT MINING CLAIM KRL12521, PT 7 23R14609 AS IN KN83878; MUNICIPALITY OF RED LAKE

Address:

Red Lake

PIN:

42005-0235(LT)

Description: PCL 5282 SEC DPF SRO; BLK C PL M667 T/W LT123738; RED LAKE

Address:

2 Main Street, Madsen

PIN:

42005-0234(LT0

Description:

PCL 5282 SEC DPF SRO; BLK B PL M667 T/W LT123738; MUNICIPALITY OF

RED LAKE

Address:

2 Lake Road, Madsen

Electronically issued / Délivré par voie électronique : 02-Nov-2022 Kenora Superior Court of Justice / Cour supérieure de justice

PURE GOLD MINING INC.

and

SCR MINING AND TUNNELLING L.P.

Court File No./N° du dossier du greffe : CV-22-00000100-0000

(705) 675-7521 Fax: (705) 675-7390 Lawyer for the Plaintiff

This is Exhibit "C"

Referred to in the Affidavit of John Paul Ventrella,

sworn before me this 25th day of May 2023.

a Commissioner, etc.

MICHAEL VALO LSO #60645H

This document has not been submitted and may be incomplete.

yyyy mm dd Page 1 of 4

Properties

PIN

42005 - 0352 LT

Description

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Description

PCL 5282 SEC DPF SRO; BLK C PL M667 T/W LT123738; RED LAKE

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Description

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Address

2 LAKE ROAD

MADSEN

Party From(s)

Name

SCR MINING AND TUNNELLING L.P.

Acting as a company

Address for Service

2797 White Street, Val Caron, Ontario P3N 1B2

A person or persons with authority to bind the corporation has/have consented to the registration of this document.

This document is not authorized under Power of Attorney by this party.

Statements

This document relates to registration number(s)KN111798

Schedule: See Schedules

File Number

Party From Client File Number:

104340

Electronically Issued / Délivré par vole électronique : 02-Nov-2022 Kenora Supérior Court of Justice / Cour supérieure de justice Court File No./N° du dossier du greffe : CV-22-00000100-0000

CERTIFICATE OF ACTION UNDER SECTION 36 OF THE ACT

COUNT OF THE STATE OF THE STATE

Description of premises: See attached

Construction Act

Court File No.

ONTARIO

The Up and the Second							
WASHINGTON THE STREET	SUPERIOR (COURT OF JUSTICE					
BETWEEN	SCR MINING AND TUNNELLIN	G L.P.	Plaintiff(s)				
and							
(court seal)	PURE GOLD MINING INC.	W 11	Defendant(s)				
	CERTIFIC	CATE OF ACTION	¥				
	t of the premises described in Sch	rior Court of Justice under the Construction Act be hedule A to this certificate, and relating to the claim					
KN111	798						
Date:		(registrar or local registrar)	Je.				
	SC	CHEDULE A					

(The description of the premises must be the same as in the statement of claim, and must be sufficient for registration under the Land Titles Act or the Registry Act, as the case may be.)

SCHEDULE "A"

PIN 42005-0352(LT)

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Address: 2 Main Street, Madsen

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Description: PCL 5282 SEC DPF SRO; BLK B PL M667 T/W LT123738; MUNICIPALITY OF

RED LAKE

Address: 2 Lake Road, Madsen

at 13:17

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 1 of 2

Properties

PIN

42005 - 0352 LT

Description

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Consideration

Consideration

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Claimant(s)

Name

SCR MINING AND TUNNELLING L.P.

Address for Service

2797 White Street, Val Caron, Ontario

P3N 1B2

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The lien claimant claims a lien against the interest of every person identified as an owner of the premises described in said PIN to this lien

Signed By

John Robert Leblanc

15 Mackenzie Street

acting for Applicant(s) Signed 2022 11 01

Sudbury

P3C 4Y1

Tel 705-675-7521 Fax 705-675-7390

I have the authority to sign and register the document on behalf of the Applicant(s).

LRO# 23 Construction Lien

Receipted as KN111798 on 2022 11 01 at 13:17

at 13.17

The applicant(s) hereby applies to the Land Registrar.

yyyy mm dd Page 2 of 2

Submitted By

DESMARAIS, KEENAN LLP

15 Mackenzle Street

2022 11 01

Sudbury P3C 4Y1

Tel

705-675-7521

Fax

705-675-7390

Fees/Taxes/Payment

Statutory Registration Fee

\$66.30

Total Paid

\$66.30

File Number

Claimant Client File Number :

104340