

Court File No. CV-14-10417-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

<b>THE HONOURABLE</b>  <b>JUSTICE CAVANAGH</b>	) ) )	<b>WEDNESDAY, THE 22<sup>ND</sup></b>  <b>DAY OF SEPTEMBER, 2021</b>
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B E T W E E N:

**GLOBAL RESOURCE FUND**

Applicant

- and -

**TAMERLANE VENTURES INC. and PINE POINT HOLDING CORP.**

Respondents

**IN THE MATTER OF AN APPLICATION UNDER SECTION 243 OF THE  
BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS AMENDED, AND  
SECTION 101 OF THE COURTS OF JUSTICE ACT, RSO 1990, C. C-43.**

**AUTHORIZATION ORDER**

**THIS MOTION**, made by KSV Restructuring Inc. (formerly KSV Kofman Inc.), in its capacity as receiver (the “**Receiver**”) of the assets, properties and undertakings of Tamerlane Ventures Inc. (“**Tamerlane**”) and Pine Point Holding Corp. appointed pursuant to an Order of this Court dated January 30, 2014 (the “**Receivership Order**”), for an order confirming the Receiver’s authority to grant powers of attorney in the name and on behalf of Tamerlane and to take such actions and execute such documents as are necessary or desirable to complete a transaction relating to an assignment of Tamerlane’s rights in certain judicial causes of action

commenced in Peru (the “**Assignment Transaction**”) as previously approved by this Court pursuant to an Approval and Authorization Order dated January 30, 2019 (the “**Transaction Approval Order**”), was heard this day by judicial videoconference at Toronto, Ontario due to the COVID-19 pandemic.

**ON READING** the Notice of Motion, filed, and the Fifth Report of the Receiver dated September 14, 2021, filed, and on hearing the submissions of counsel for the Receiver and such other counsel as were present and wished to be heard, no one else appearing although duly served with the Notice of Motion as appears from the affidavit of service:

1. **THIS COURT ORDERS** that, unless otherwise indicated or defined herein, capitalized terms used in this Order shall have the meanings given to them in the Transaction Approval Order.
2. **THIS COURT ORDERS** that this Order is supplementary and in addition to the Receivership Order and the Transaction Approval Order and nothing herein shall limit or alter the authority of the Receiver pursuant to the Receivership Order, the Transaction Approval Order, or any other order of the Court in these proceedings.
3. **THIS COURT ORDERS AND DECLARES** that the Receiver remains exclusively authorized pursuant to the Receivership Order to grant one or more powers of attorney, in the name and on behalf of Tamerlane, to Noah Goldstein, identified with Canadian passport No. AG366741 (the “**Goldstein POA**”), or such other person or persons as the Receiver may determine in its discretion from time to time, on such terms as the Receiver may determine in its discretion.
4. **THIS COURT ORDERS** that (a) Noah Goldstein, identified with Canadian passport No. AG366741, (b) any other person granted a power of attorney by the Receiver pursuant to this Order (including any other person authorized to exercise powers in substitution for Noah Goldstein pursuant to the Goldstein POA), and (c) any other representative of the Receiver, whether or not a power of attorney has been given to such representative, are hereby authorized to take all such actions, execute all such documents and instruments (including, without limitation, the Assignment Agreement) and ratify all such actions of Tamerlane or the Receiver

(whether in the name of Duff & Phelps Canada Restructuring Inc., KSV Kofman Inc., KSV Restructuring Inc. or anyone acting on their behalf) taken prior to the date hereof, in the name and on behalf of Tamerlane, as may be necessary or desirable in connection with the Assignment Transaction and the completion thereof.

5. **THIS COURT ORDERS** that the Receiver and its representatives, including any person to whom the Receiver has granted a power of attorney, are authorized to execute, in the name and on behalf of Tamerlane, any document or instrument that a director or officer of Tamerlane is authorized or required to execute.

6. **THIS COURT DECLARES** that the Receiver is the receiver of Tamerlane and is authorized to take all such actions in the name and on behalf of Tamerlane as are authorized pursuant to the Receivership Order, the Transaction Approval Order, or any other order of this Court granted in these proceedings. The Receiver shall remain the receiver of Tamerlane, without the need for any further order, act or formality, until such time as the Receiver is discharged as receiver of Tamerlane pursuant to an order of this Court.

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, or regulatory, administrative or governmental body having jurisdiction in Canada, Peru, the United States, or any other foreign jurisdiction, to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals and regulatory, administrative and governmental bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Receiver in the name and on behalf of Tamerlane in any foreign proceeding, or to assist the Receiver and its agents in carrying out the terms of this Order. Without limiting the generality of the foregoing, this Court hereby requests that the National Superintendence of Public Registries (*Superintendencia Nacional de los Registros Públicos*) of Peru give effect to this Order by duly registering in the Registry of Legal Entities (*Registro de Personas Jurídicas*) of Peru the Goldstein POA and any other power of attorney granted by the Receiver in the name and on behalf of Tamerlane.

8. **THIS COURT ORDERS** that the Receiver and its agents be at liberty and are hereby authorized and empowered to apply to any court, tribunal, or regulatory, administrative or

governmental body, whether located in Canada, Peru, or any other jurisdiction, for the recognition of this Order and for assistance in carrying out the terms of this Order.

9. **THIS COURT ORDERS** that this Order and all of its provisions are enforceable as of the date hereof without any need for entry or filing.

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Proceeding commenced at Toronto

**AUTHORIZATION ORDER****GOODMANS LLP**Barristers & Solicitors  
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**MOTION RECORD  
(Returnable September 22, 2021)**

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**GOODMANS LLP**

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