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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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)
In re:)
) Chapter 11
REPUBLIC METALS REFINING CORP., *et*)
al.,) Case No. 18-13359 (SHL)
)
Debtors.) Jointly Administered
)
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NOTICE OF 30(b)(6) DEPOSITION

PLEASE TAKE NOTICE that, pursuant to Rule 30(b)(6) of the Federal Rules of Civil Procedure, as incorporated by Rules 7030, 9014, and 9016 of the Federal Rules of Bankruptcy Procedure, and the *First Amended Order Approving Uniform Procedures for Resolution of Ownership Disputes* [ECF No. 913] (as amended) (“Uniform Procedures”), *7645635 Canada Inc.*, party in interest in the above-captioned proceedings, will take the deposition(s) upon oral examination of Debtors Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation); Miami Metals II, Inc. (f/k/a Republic Metals Corporation); Miami Metals III LLC (f/k/a Republic Carbon Company, LLC); Miami Metals IV LLC (f/k/a J & L Republic LLC); Miami Metals V LLC (f/k/a R & R Metals, LLC); Miami Metals VI LLC (f/k/a RMC Diamonds, LLC); Miami Metals VII LLC (f/k/a RMC2, LLC); Miami Metals VIII LLC (f/k/a Republic High Tech Metals, LLC); Republic Trans Mexico Metals, S.R.L.; Republic Metals Trading (Shanghai) Co., Ltd., through

one or more of their officers, directors, or managing agents, or other person who consent to testify on their behalf, with regard to the matters set forth in the attached Schedule A.

The deposition(s) will take place at mutually agreeable dates and locations as may be agreed upon by the parties. The deposition(s) will be taken before a qualified notary public or other officer authorized by law to administer oaths, and will continue from day-to-day, excluding weekends and holidays, until completed. The testimony will be recorded stenographically and will be videotaped. By May 28, 2019, Debtors shall identify in writing those witnesses Debtors designate to testify on their behalf, the job title of each such witness, and the topics on which each such witness will testify.

This Notice of Deposition constitutes a notice on behalf of the parties represented by the undersigned counsel and on behalf of any other party to the proceedings governed by the Uniform Procedures (the “Ownership Proceedings”) with an interest in participating in a deposition of the Debtors on the topics set forth herein. As discussed during the May 10, 2019 meet and confer conference among counsel for the Debtors and parties to the Ownership Proceedings, counsel for Debtors agreed that a single Notice of Deposition would be sufficient and would extend to all parties to the Ownership Proceedings.

Dated: New York, New York
May 14, 2019

KLESTADT WINTERS JURELLER
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Corp. and 7645635 Canada Inc.*

SCHEDULE A

DEFINITIONS

1. The term “communication” includes any transfer of information, ideas, opinions, or thoughts by any means, written, oral, or otherwise, at any time or place under any circumstances. The definition is not limited to transfers between persons but also includes other transfers, such as records and memoranda to file; any written letter, memorandum, or other document which was sent by one or more individuals to another or others; any telephone call between one or more individuals and another or others, whether such call was by chance or prearranged, formal or informal; and any conversation, meeting, WebEx meeting, and presentation between one or more individuals and another, whether such contact was by chance or prearranged, formal or informal.

2. The term “Debtors” shall refer to Miami Metals I, Inc. (f/k/a Republic Metals Refining Corporation); Miami Metals II, Inc. (f/k/a Republic Metals Corporation); Miami Metals III LLC (f/k/a Republic Carbon Company, LLC); Miami Metals IV LLC (f/k/a J & L Republic LLC); Miami Metals V LLC (f/k/a R & R Metals, LLC); Miami Metals VI LLC (f/k/a RMC Diamonds, LLC); Miami Metals VII LLC (f/k/a RMC2, LLC); Miami Metals VIII LLC (f/k/a Republic High Tech Metals, LLC); Republic Trans Mexico Metals, S.R.L.; Republic Metals Trading (Shanghai) Co., Ltd.

3. The term “senior lenders” shall refer to the definition provided in *Debtors’ and the Senior Lenders’ Joint Memorandum of Law in Support of Joint Motion for Summary Judgment as to Bucket 1 Customers* [ECF No. 938].

4. The term “Uniform Procedures” shall refer to the *First Amended Order Approving Uniform Procedures for Resolution of Ownership Disputes* [ECF No. 913] (as amended).

5. The connectives “and” and “or” shall be construed either disjunctively or conjunctively, as necessary, to bring within the scope of the topic all subjects that might otherwise be construed to be outside of its scope.

6. The term “including” means “including, without limitation.”

7. The use of the singular form of any word includes the plural and vice versa.

TOPICS

1. The Debtors’ process for identifying, preserving, collecting and producing documents required to be produced pursuant to paragraph 3 of the Uniform Procedures including any additional discovery requests served on the Debtors pursuant to paragraphs 3(c), (d), (f) and (g) of the Uniform Procedures.

2. The processes and procedures used by the Debtors to receive, store, weigh, melt, sample, assay (including provision and final assay(s)), and refine materials delivered by the Debtors’ customers, including the Debtors’ practices with respect to commingling and/or segregation of materials delivered by 7645635 Canada Inc. and the other customers set forth on Exhibit A hereto.

3. To the extent not included in Topic No. 2 herein, the process and procedures used by the Debtors to determine the quantities of deleterious elements in doré bars or other materials delivered by 7645635 Canada Inc. and the other customers set forth on Exhibit A hereto.

4. The Debtors’ processes and procedures for obtaining insurance for individual shipments of doré bars and other materials delivered by the Debtors’ customers for refining.

5. The Debtors’ processes and procedures for the sale, transfer, crediting or other disposition of materials received or refined by the Debtors, including but not limited to the materials in which the Debtors’ customers assert ownership (under any theory), as specified in the

Customer Statement (as amended or supplemented) of 7645635 Canada Inc. and the other customers listed on Exhibit A hereto that such customer filed pursuant to the Uniform Procedures.

6. To the extent not included in Topic No. 5 herein, the Debtors' processes and procedures for effectuating instructions by the Debtors' customers to transfer and/or credit refined metal to accounts designated by the customers, including but not limited to the Debtors' receipt of "standing instructions" from customers, the creation of "pledge letters," and/or any communications to third-parties concerning such transfers.

7. The Debtors' method of accounting for their transfers of precious metal or precious metal credits to accounts designated by their customers, including but not limited to the points at which the Debtors purported to obtain and/or relinquish any economic interest in such precious metals or precious metal credits.

8. The Debtors' system for tracking the transfers of precious metals or precious metal credits to accounts designated by their customers.

9. The Debtors' accounting system and systems used to track customer materials and/or inventory, including, without limitation, (a) the Navision system, (b) all systems used to generate, track and account for customer pool accounts and customer pool account transactions and (c) systems used by the Debtors to account for and record payments made and received by the Debtors.

10. The drafting and development of the Debtors' "Standard Terms and Conditions," as defined in the *Debtors' Omnibus Response to Customer Statements pursuant to the Order Approving Uniform Procedures for Resolution of Ownership Disputes* [ECF No. 648] and the applicability of such "Standard Terms and Conditions" to the Debtors' transactions with customers.

11. The Debtors' "Peace of Mined" program, including but not limited to its (a) development, (b) marketing to customers, (c) implementation, (d) capacity to provide tracing throughout all stages of refining, (e) qualifications for participation by customers, (f) payment of fees, premiums or other method(s) of compensation to participating customers (if any), (g) payment of fees, premiums or other method(s) of compensation to the Debtors (if any) and (h) oversight by the Debtors' management and employees.

12. The negotiation, execution and performance of the Debtors' transactions and contracts, including but not limited to contracts or agreements other than the Debtors' "Standard Terms and Conditions," with 7645635 Canada Inc. and the other customers set forth on Exhibit A hereto.

13. The Debtors' communications with, and reporting obligations to, their senior lenders, including the preparation and submission of financial statements and borrowing base reports or certificates.

14. The preparation of the Debtors' audited and unaudited financial statements, including the Debtors' relationship and communications with their external auditors concerning the Debtors' financial statements.

EXHIBIT A

Laurelton Sourcing, LLC

Tiffany and Company

Yamana Gold Inc.

Pretium Exploration Inc.

Cyber-Fox Trading, Inc.

Geib Refining Corp.

Minas de Oroco Resources, S.A. de C.V.

Alamos Gold Inc.

Minera Santa Rita S. de R.L. de C.V.

Premier Gold Mines Limited

So Accurate Group, Inc.

Midwest Refineries, LLC

Design Gold Group, Inc.

Coeur Mexicana S.A. de C.V.

Coeur Rochester, Inc.

Alex Morningstar Corp. d/b/a Morningstar's Jewelers & Pawnbrokers

Deb Schott, Inc.

FCP Diamonds, LLC

General Refining and Smelting, Corp.

Mid-States Recycling, Inc.

Noble Metal Services, Inc.

PPS, Inc. d/b/a Braswell & Son

SCMI US Inc. d/b/a Sumitomo

CERTIFICATE OF SERVICE

I hereby certify that on May 14, 2019, I caused to be served true and correct copies of the foregoing Notice of Deposition via (1) electronic notification through the CM/ECF System on all parties registered in this case and (2) first-class mail with prepaid U.S. postage to the Chambers of the Honorable Sean H. Lane, United States Bankruptcy Judge for the Southern District of New York, One Bowling Green, New York, New York, 10004 and to Shannon Anne Scott, Office of the United States Trustee, 201 Varick Street, Suite 1006, New York, New York 10014.

Dated: New York, New York
May 14, 2019

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