



NO. S-222758  
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, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF  
0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., and  
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

**NOTICE OF APPLICATION**

**Name of applicant:** MNP Ltd. (“**MNP**”) (formerly The Bowra Group Inc. (“**TBGI**”), in its capacity as Monitor (the “**Monitor**”) of Alderbridge Way GP Ltd., Alderbridge Way Limited Partnership and 0989705 B.C. Ltd. (collectively the “**Companies**”).

**To:** The Service List, a copy of which is attached hereto as Schedule “A”

TAKE NOTICE that an application will be made by the Applicant to the Honourable Madam Justice Fitzpatrick at the courthouse at 800 Smithe Street, Vancouver, B.C. on December 1, 2023 at 9:00 a.m. BY MS TEAMS for the orders set out in **Part 1** below.

**Part 1: ORDERS SOUGHT**

1. An order in substantially the form of draft order attached hereto as Schedule “B” extending the Stay Period, as defined in the Second Amended and Restated Initial Order made by the Honourable Madam Justice Fitzpatrick in these proceedings on August 11, 2022 (the “**SARIO**”), and the other relief granted therein, from December 1, 2023 to March 1, 2024.

## **Part 2: FACTUAL BASIS**

### **BACKGROUND**

1. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the SARIO.
2. Effective December 1, 2022, TBGI merged with MNP and pursuant to orders granted December 21, 2022 and October 24, 2023, MNP was substituted as Monitor in place of TBGI in this proceeding.
3. On April 1, 2022, this court made an order (the “**Initial Order**”) under the CCAA granting the Companies protection from their creditors and authorizing the Companies to borrow up to \$850,000 by way of debtor in possession financing and secured by the Interim Financing Charge (as defined in the SARIO).
4. The Stay Period has been extended by various orders of the Court, including most recently on September 27, 2023, when the Court granted an order that, among other things, extended the Stay Period to December 1, 2023.
5. As at the date of the Monitor’s Eleventh Report to Court (the “**Eleventh Report**”), there remains \$1.8 million of DIP Financing that the Monitor is authorized to borrow which, in the view of the Monitor, is sufficient to fund the Receiver through the proposed extension of the Stay Period to March 1, 2024.
6. A more comprehensive background including the various orders granted in these proceedings is attached as Appendix “A” to the Eleventh Report.

### **THE BUILDING PERMIT APPLICATION**

7. As advised in the Monitor’s previous reports to Court (collectively, the “**Previous Reports**”), the City of Richmond (the “**City**”) advised the Monitor that the new building permit application should be submitted before November 1, 2023 before further amendments to the building code were adopted in December 2023.
8. A new building permit application under the 2018 Building Code was submitted on November 1, 2023 which is currently under review by the City. The Monitor estimates that,

subject to the new building permit application being fully compliant, the new building permit will be issued in March 2024.

9. As advised in the Previous Reports, there will be additional fees due to the City before the new building permit is issued. The Monitor continues to work with the City to determine the amount and timing of the fees payable.

#### **EXTENSION OF THE STAY PERIOD**

10. The current Stay Period expires on December 1, 2023, which the Monitor seeks to extend up to and including March 1, 2024.

### **Part 3: LEGAL BASIS**

#### **EXTENSION OF THE STAY PERIOD**

1. The Monitor relies on sections 11 and 11.02, of the CCAA and the inherent jurisdiction and statutory discretion of this Honourable Court.
2. Subsection 11.02(2) of the CCAA provides that a debtor company may apply for an extension of the stay of proceedings for a period of time that the court considers necessary on any terms that it may impose. Subsection 11.02(3) of the CCAA provides that the court shall not make an order extending the stay period unless it is satisfied that: (a) the circumstances exist that make the order appropriate; and (b) the debtor company has acted and is acting in good faith and with due diligence.
3. The extension of the Stay Period will provide additional time for the Monitor, in consultation with the appropriate consultants, to prepare and submit the new building permit application to preserve the value of the Development Project with a goal to completing a sale of the lands for the benefit of the Petitioners' stakeholders.
4. The Monitor seeks to extend the Stay Period until 11:59 p.m. on March 1, 2024. The Monitor recommends that this Court grant the extension being sought, including for the following reasons:

- (a) the Sales and Investment Solicitation Process did not result in an acceptable transaction;
- (b) more time is required to obtain a new building permit, which will preserve the value of the Development Project;
- (c) Romspen Investment Corporation has consented to an extension of the Stay Period;
- (d) the Petitioners have been, and are, acting in good faith and with due diligence; and
- (e) no creditor of the Companies will be materially prejudiced by the extension of the Stay Period being sought.

**Part 4: MATERIAL TO BE RELIED ON**

- 1. Monitor's Eighth Report to the Court dated May 26, 2023;
- 2. Monitor's Tenth Report to Court dated September 22, 2023; and
- 3. Monitor's Eleventh Report to Court dated November 21, 2023
- 4. Such further and other materials as counsel may advise and as this Court deems admissible.

The applicant estimates that the application will take 10 minutes.

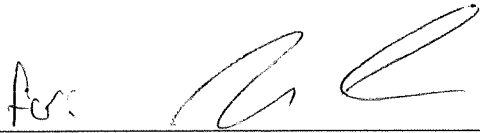
This matter is not within the jurisdiction of a master.

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this Notice of Application, you must, within 5 business days after service of this Notice of Application or, if this application is brought under Rule 9-7, within 8 business days after service of this Notice of Application,

- (a) file an Application Response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
  - (i) you intend to refer to at the hearing of this application, and
  - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party of record one copy of the following:

- (i) a copy of the filed Application Response;
- (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;
- (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

Date: November 23, 2023



Signature of lawyer for MNP Ltd., in its  
capacity as Monitor  
Kibben Jackson

**To be completed by the court only:**

Order made

in the terms requested in paragraphs ..... of Part 1 of this Notice of Application

with the following variations and additional terms:

.....

.....

.....

Date:

.....

Signature of  Judge  Master

The Solicitors for the Monitor are Fasken Martineau DuMoulin LLP, whose office address and address for delivery is 550 Burrard Street, Suite 2900, Vancouver, BC V6C 0A3 Telephone: +1 604 631 3131 Facsimile: +1 604 631 3232. (Reference: Kibben Jackson/265884.00015)

**APPENDIX**

**THIS APPLICATION INVOLVES THE FOLLOWING:**

- discovery: comply with demand for documents
- discovery: production of additional documents
- other matters concerning document discovery
- extend oral discovery
- other matter concerning oral discovery
- amend pleadings
- add/change parties
- summary judgment
- summary trial
- service
- mediation
- adjournments
- proceedings at trial
- case plan orders: amend
- case plan orders: other
- experts
- other

SCHEDULE "A"

SERVICE LIST

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
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AND

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ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

**SERVICE LIST**

As at August 2, 2023

<b>Name of Counsel:</b>	<b>Name of Parties:</b>
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<p>Romspen Investment Corporation 162 Cumberland Street, Suite 300 Toronto, Ontario M5R 3N5</p> <p>Attention: Blake Cassidy Wes Roitman</p> <p>Email: <a href="mailto:BlakeCassidy@romspen.com">BlakeCassidy@romspen.com</a> <a href="mailto:wes@romspen.com">wes@romspen.com</a></p> <p>Tel: 416.928.4868 Fax: 416.928.3848</p>	<p><i>Romspen Investment Corporation</i></p>

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<p>Deputy Attorney General  British Columbia Regional Office  Department of Justice Canada  National Litigation Sector  900 - 840 Howe Street  Vancouver, BC V6Z 2S9    Attention: Jason Levine    E-mail: <a href="mailto:jason.levine@justice.gc.ca">jason.levine@justice.gc.ca</a>    Tel.: (604) 666-0632  Fax: (604) 666-1462</p>	<p><i>Her Majesty The Queen in Right of Canada</i></p>
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SCHEDULE "B"

DRAFT ORDER

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

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

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF  
0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., and  
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

**ORDER MADE AFTER APPLICATION**  
**(STAY EXTENSION ORDER)**

BEFORE	)	THE HONOURABLE	)	December 1, 2023
	)	MADAM JUSTICE FITZPATRICK	)	
	)		)	
	)		)	

ON THE APPLICATION OF MNP Ltd. (formerly The Bowra Group Inc.) (the “**Monitor**”) in its capacity as Monitor of Alderbridge Way GP Ltd., Alderbridge Way Limited Partnership and 0989705 B.C. Ltd. (collectively the “**Companies**”) coming on for hearing at Vancouver, British Columbia on this date; AND ON HEARING Mishaal Gill, counsel for the Monitor, and those other counsel listed in Schedule “A” hereto; AND UPON READING the materials filed, including the Monitor’s Eleventh Report to Court, dated November 21, 2023; AND PURSUANT to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the “**CCAA**”) and the inherent jurisdiction of this Honourable Court;

THIS COURT ORDERS AND DECLARES THAT:

1. The time for service of the Monitor’s Notice of Application dated November 23, 2023, is abridged such that it is properly returnable today.



2. All capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Second Amended and Restated Initial Order of this court made herein on August 11, 2022 (the “SARIO”).
3. All relief granted under the SARIO, including the Stay Period provided for in paragraph 18 thereof, is hereby extended until March 1, 2024.
4. Endorsement of this order by counsel appearing on this application, other than counsel for the Monitor, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

---

Signature of Mishaal Gill  
Lawyer for the Monitor

BY THE COURT

---

REGISTRAR

**SCHEDULE "A"**

Counsel Appearing

<b>Name of Party</b>	<b>Counsel Name</b>
0989705 B.C. LTD., Alderbridge Way Gp Ltd. and Alderbridge Way Limited Partnership <i>Petitioners</i>	
MNP Ltd. <i>Monitor</i>	Mishaal Gill

No. S-222758  
Vancouver Registry

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ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

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**ORDER MADE AFTER APPLICATION  
(STAY EXTENSION)**

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**FASKEN MARTINEAU DuMOULIN LLP**

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Counsel: Mishaal Gill  
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