



FORCE FILED

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 September 27, 2023 at 9:30 a.m. 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 September 29 to December 1, 2023.

## 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 a Substitution Order granted December 21, 2022, 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 May 31, 2023, when the Court granted an order that, among other things:
  - (a) extended the Stay Period to September 29, 2023; and,
  - (b) approved an additional \$2.2 million in debtor in possession financing (“**Dip Financing**”) to be advanced by Romspen and a corresponding increase in the DIP Financing Charge (as defined in the SARIO) from \$3.7 million to \$5.9 million.
5. As at the date of the Monitor’s Tenth Report to Court (the “**Tenth Report**”), there remains \$3.3 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 December 1, 2023.
6. A more comprehensive background of the various orders granted in these proceedings is attached as Appendix “A” to the Tenth Report.

### THE BUILDING PERMIT APPLICATION

7. The background with respect to the application for a new building permit is detailed in the Monitor’s previous reports to Court.

8. As advised in the Monitor's Eighth Report to Court dated May 26, 2023 (the "**Eighth Report**"), the City of Richmond (the "**City**") advised the Monitor that the new building permit application should be submitted before November 1, 2023 as there will be amendments to the building code that are likely to be adopted in December 2023.
9. The Monitor continues to work with GBL Architects Inc. ("**GBL**") and the respective consultants to submit the new building permit application to the City before November 1, 2023. Based on the Monitor's updates from GBL, ongoing meetings and discussions with the City and the bi-weekly project update meetings with project consultants, the Monitor believes that the submission of the newbuilding permit application to the City by November 1, 2023 is achievable.
10. Once the new building permit application is submitted, there will be additional fees due to the City before the new building permit is issued. The Monitor is working with the City to determine the amount of the fees payable.

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

11. The current Stay Period expires on September 29, 2023, which the Monitor seeks to extend up to and including December 1, 2023.

### **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 December 1, 2023. 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 Fourth Report to the Court dated August 9, 2022;
2. Monitor's Fifth Report to the Court dated October 3, 2022;
3. Monitor's Sixth Report to the Court dated December 7, 2022;
4. Monitor's Seventh Report to the Court dated February 21, 2023;
5. Monitor's Eighth Report to the Court dated May 26, 2023; and
6. Monitor's Tenth Report to Court dated September 22, 2023.
7. Such further and other materials as counsel may advise and as this Court deems admissible.

The applicant estimates that the application will take 15 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: May 26, 2023

For: 

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

<input type="checkbox"/> with the following variations and additional terms:  ..... ..... .....
Date:
..... Signature of <input type="checkbox"/> Judge <input type="checkbox"/> 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
- X 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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0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., and  
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

**SERVICE LIST**

As at August 2, 2023

<b>Name of Counsel:</b>	<b>Name of Parties:</b>
<p>Dentons Canada LLP Barristers &amp; Solicitors 20<sup>th</sup> Floor – 250 Howe Street Vancouver, BC V6C 3R8</p> <p>Attention: John Sandrelli Valerie Cross Emma Newbery Avic Arenas</p> <p>E-mail: john.sandrelli@dentons.com valerie.cross@dentons.com emma.newbery@dentons.com avic.arenas@dentons.com</p> <p>Tel: (604) 687-4460 Fax : (604) 683-5214</p>	<p><i>0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p>

Name of Counsel:	Name of Parties:
<p>Fasken Martineau DuMoulin LLP 550 Burrard St #2900, Vancouver, BC V6C 0A3</p> <p>Attention: Kibben Jackson Mishaal Gill</p> <p>Email: <a href="mailto:kjackson@fasken.com">kjackson@fasken.com</a> <a href="mailto:mgill@fasken.com">mgill@fasken.com</a> <a href="mailto:svolkow@fasken.com">svolkow@fasken.com</a></p> <p>Tel. : 1 604 631 4786</p>	<p><i>Monitor of 0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p>
<p>The Bowra Group Inc. 430 – 505 Burrard Street Vancouver, BC V7X 1M3</p> <p>Attention: Mario Mainella Kevin Koo</p> <p>Email: <a href="mailto:mario.mainella@mnp.ca">mario.mainella@mnp.ca</a> <a href="mailto:kevin.koo@mnp.ca">kevin.koo@mnp.ca</a></p> <p>Tel: 604 689 8939</p>	<p><i>Monitor of 0989705 B.C. Ltd., Alderbridge Way Limited Partnership and Alderbridge Way GP Ltd.</i></p>
<p>Blake, Cassels &amp; Graydon LLP 595 Burrard Street, Suite 2600, Vancouver BC V7X 1L3</p> <p>Attention: Peter Rubin</p> <p>Email: <a href="mailto:peter.rubin@blakes.com">peter.rubin@blakes.com</a> <a href="mailto:greg.umbach@blakes.com">greg.umbach@blakes.com</a> <a href="mailto:peter.bychawski@blakes.com">peter.bychawski@blakes.com</a> <a href="mailto:claire.hildebrand@blakes.com">claire.hildebrand@blakes.com</a></p> <p>Tel: 604-631-3300 Fax: 604-631-3309</p>	<p><i>Romspen Investment Corporation</i></p>
<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>

Name of Counsel:	Name of Parties:
<p>Miller Thomson LLP 40 King Street West, Suite 5800 P.O. Box 1011 Toronto, Ontario M5H 3S1</p> <p>Attention: Asim Iqbal Gavin Finlayson Bryan Hicks</p> <p>E-mail: <a href="mailto:aiqbal@millerthomson.com">aiqbal@millerthomson.com</a> <a href="mailto:gfinlayson@millerthomson.com">gfinlayson@millerthomson.com</a> <a href="mailto:bjhicks@millerthomson.com">bjhicks@millerthomson.com</a></p> <p>Tel : 416.597.6008</p>	<p><i>CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p>
<p>Harper Grey LLP Barristers &amp; Solicitors 3200 – 650 West Georgia Street Vancouver, BC, V6B 4P7</p> <p>Attention: John Sullivan and Salman Bhura</p> <p>Email: <a href="mailto:jsullivan@harpergrey.com">jsullivan@harpergrey.com</a> <a href="mailto:sbhura@harpergrey.com">sbhura@harpergrey.com</a></p> <p>Tel: 604 687 0411</p>	<p><i>CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p>
<p>KPMG 777 Dunsmuir Street, 11th Floor Vancouver, BC, V7Y 1K3</p> <p>Attention: Huey Lee and Michelle Wang</p> <p>Email: <a href="mailto:hueylee@kpmg.ca">hueylee@kpmg.ca</a> <a href="mailto:mmwang@kpmg.ca">mmwang@kpmg.ca</a></p> <p>Tel: 604 691 3000</p>	<p><i>Advisor to CIBT Education Group Inc., GEC Education City (Richmond) Limited Partnership and GEC (Richmond) GP Inc.</i></p>
<p>Cassels Brock &amp; Blackwell LLP 2200 – 885 West Georgia Street Vancouver, BC V6E 3C8</p> <p>Attention: Vicki Tickle</p> <p>Email: <a href="mailto:vtickle@cassels.com">vtickle@cassels.com</a> <a href="mailto:jenns@cassels.com">jenns@cassels.com</a> <a href="mailto:hroberts@cassels.com">hroberts@cassels.com</a></p> <p>Tel: 604 691 6120</p>	<p><i>R. Jay Management Ltd. and MNB Enterprises Inc.</i></p>

Name of Counsel:	Name of Parties:
<p>Digby Leigh &amp; Co. 201 - 3053 Edgemont Blvd., North Vancouver, BC V7R 2N5</p> <p>Attention: Digby Leigh</p> <p>Email: <a href="mailto:dleigh@leighco.ca">dleigh@leighco.ca</a> <a href="mailto:vchen@leighco.ca">vchen@leighco.ca</a></p> <p>Tel: 604-984-3394</p>	<p><i>MNB Enterprises Inc.</i></p>
<p>Bennett Jones 4500 Bankers Hall East 855 2nd Street SW Calgary, AB T2P 4K7</p> <p>Attention: Kelsey Meyer Onna Kathler Adam Williams Kelsey Meyer</p> <p>Email: <a href="mailto:meyerk@bennettjones.com">meyerk@bennettjones.com</a> <a href="mailto:kathlerd@bennettjones.com">kathlerd@bennettjones.com</a> <a href="mailto:williamsa@bennettjones.com">williamsa@bennettjones.com</a> <a href="mailto:meyerk@bennettjones.com">meyerk@bennettjones.com</a></p> <p>Tel: 403.298.4485</p>	<p><i>JV Driver Investments Inc.</i></p>
<p>JV Driver International 1458-409 Granville Street Vancouver, B.C. V6C 1T2</p> <p>Attention: Michael Weber Tamara Middleton Greg Pratch</p> <p>Email: <a href="mailto:mweber@jvdriver.com">mweber@jvdriver.com</a> <a href="mailto:tmiddleton@jvdriver.com">tmiddleton@jvdriver.com</a> <a href="mailto:gpratch@jvdriver.com">gpratch@jvdriver.com</a></p> <p>Tel: 604-349-2011</p>	<p><i>JV Driver International, J.V. Driver Inc. And 1185678 B.C. Ltd.</i></p>
<p>McCarthy Tetrault LLP 745 Thurlow St Suite 2400, Vancouver, BC V6E 0C5</p> <p>Attention: Lance Williams</p> <p>Email: <a href="mailto:lwilliams@mccarthy.ca">lwilliams@mccarthy.ca</a> <a href="mailto:sdanielisz@mccarthy.ca">sdanielisz@mccarthy.ca</a></p> <p>Tel: 604-643-7154</p>	<p><i>Metro-Can Construction (AT) Ltd., Keller Foundations Ltd., Rush Contracting Ltd. and Storm Guard Water Treatment Inc.</i></p>

Name of Counsel:	Name of Parties:
<p>McLean &amp; Armstrong LLP 300 – 1497 Marine Drive, West Vancouver, BC, V7T 1B8</p> <p>Attention: Chris Moore</p> <p>Email: <a href="mailto:cmoore@mcleanarmstrong.com">cmoore@mcleanarmstrong.com</a></p> <p>Tel: 604 925 0672</p>	<p><i>Metro-Can Construction (AT) Ltd.</i></p>
<p>Deputy Attorney General British Columbia Regional Office Department of Justice Canada National Litigation Sector 900 - 840 Howe Street Vancouver, BC V6Z 2S9</p> <p>Attention: Jason Levine</p> <p>E-mail: <a href="mailto:jason.levine@justice.gc.ca">jason.levine@justice.gc.ca</a></p> <p>Tel.: (604) 666-0632 Fax: (604) 666-1462</p>	<p><i>Her Majesty The Queen in Right of Canada</i></p>
<p>Clark Wilson LLP 900 – 885 West Georgia Street Vancouver, BC V6C 3H1</p> <p>Attention: Chris Ramsay Katie Mak</p> <p>Email: <a href="mailto:cramsay@cwilson.com">cramsay@cwilson.com</a> <a href="mailto:kmak@cwilson.com">kmak@cwilson.com</a> <a href="mailto:jlanda@cwilson.co@cwilson.com">jlanda@cwilson.co@cwilson.com</a></p> <p>Tel: 604 687 5700</p>	<p><i>City of Richmond</i></p>
<p>City of Richmond</p> <p>Attention: Lisa Hobman</p> <p>Email: <a href="mailto:lhobman@richmond.ca">lhobman@richmond.ca</a></p>	<p><i>City of Richmond</i></p>
<p>Avison Young 1920 McKinney Avenue, Suite 1100 Dallas, TX 75201</p> <p>Attention: Tracy Allen</p> <p>Email: <a href="mailto:tracy.allen@avisonyoung.com">tracy.allen@avisonyoung.com</a></p>	<p><i>Avison Young</i></p>
<p>DLA Piper 2800 – 666 Burrard Street Vancouver, BC V6C 2Z7</p> <p>Attention: Colin Brousson</p> <p>Email: <a href="mailto:colin.brousson@dlapiper.com">colin.brousson@dlapiper.com</a></p> <p>Tel: 604 643 6400</p>	<p><i>Gryphon Living</i></p>

Name of Counsel:	Name of Parties:
Robert A. Millar LC Email: <a href="mailto:rmillarlc@gmail.com">rmillarlc@gmail.com</a> Tel: 604-506-3332	<i>Wesgroup</i>
Canada Revenue Agency 9737 King George Boulevard Surrey, BC V3T 5W6 Vancouver, BC V6Z 2S9 Attention: K. Fuller Tel.: (236) 334-3246 Fax: (604) 658-2700	<i>Canada Revenue Agency</i>

EMAIL SERVICE LIST:

john.sandrelli@dentons.com; valerie.cross@dentons.com; emma.newbery@dentons.com;  
avic.arenas@dentons.com; kjackson@fasken.com; svolkow@fasken.com; mgill@fasken.com;  
peter.rubin@blakes.com; greg.umbach@blakes.com; peter.bychawski@blakes.com;  
claire.hildebrand@blakes.com; blakecassidy@romspen.com; wes@romspen.com; hueylee@kpmg.ca;  
dleigh@leighco.ca; vchen@leighco.ca; meyerk@bennettjones.com; mweber@jvdriver.com;  
tmiddleton@jvdriver.com; gpratch@jvdriver.com; lwilliams@mccarthy.ca; sdanielisz@mccarthy.ca;  
cmoore@mcleanarmstrong.com; jason.levine@justice.gc.ca; cramsay@cwilson.com;  
kmak@cwilson.com; jlanda@cwilson.com; lhobman@richmond.ca; jenns@cassels.com;  
hroberts@cassels.com; vtickle@cassels.com; kathlerd@bennettjones.com;  
tracy.allen@avisonyoung.com; mmwang@kpmg.ca; mario.mainella@mnp.ca; kevin.koo@mnp.ca;  
colin.brousson@dlapiper.com; rmillarlc@gmail.com; aigbal@millerthomson.com;  
gfinlayson@millerthomson.com; bjhicks@millerthomson.com; williamsa@bennettjones.com;  
meyerk@bennettjones.com jsullivan@harpergrey.com; sbhura@harpergrey.com

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 )	
)	MADAM JUSTICE FITZPATRICK )	September 27, 2023
)	)	
)	)	

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 Tenth Report to Court, dated September 22, 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 September 22, 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 December 1, 2023.
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

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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

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

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*ARRANGEMENT ACT*,  
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0989705 B.C. LTD., ALDERBRIDGE WAY GP LTD., AND  
ALDERBRIDGE WAY LIMITED PARTNERSHIP

PETITIONERS

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

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**FASKEN MARTINEAU DuMOULIN LLP**

Barristers and Solicitors  
550 Burrard Street, Suite 2900  
Vancouver, BC, V6C 0A3  
+1 604 631 3131

Counsel: Mishaal Gill  
Matter No: 265884.00015