



No. S-230764
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

**CANWEST AEROSPACE INC.
CAN WEST GLOBAL AIRPARTS INC.
THOMAS GEORGE JACKSON**

DEFENDANTS

NOTICE OF APPLICATION

NAME OF APPLICANT:

Deloitte Restructuring Inc., in its capacity as receiver and receiver-manager (in such capacity the “**Receiver**”) of Canwest Aerospace Inc. and Canwest Global Airparts Inc. (together, “**CanWest**” or the “**Companies**”)

ON NOTICE TO:

Transport Canada Civil Aviation
Public Service and Procurement Canada
Advance Aerospace Inc. (Attention: Farzun Malekani)
The Parties listed in the Service List, attached as **Schedule “A”**

TAKE NOTICE that an application will be made by the Receiver to the Honourable Justice Gomery at the courthouse at 800 Smithe Street, Vancouver, British Columbia on November 17, 2023, at 9:00am for the order set out in Part 1 below.

Part 1: ORDER SOUGHT

1. An order in substantially the form attached as **Schedule “B”**, among other things:
 - (a) Directing CanWest’s current and former directors, officers and others to provide access to CanWest’s property and records and deliver certain records and information to the Receiver;

- (b) Authorizing the Receiver to take steps in respect of CanWest's property and assets;
 - (c) Directing two parties that have indicated property claims to submit information in respect of those claims so that the Receiver can assess and determine those claims;
 - (d) Authorizing an increase in the borrowing permitted under the Receivership Order from \$150,000 to \$500,000.
2. An order in substantially the form attached as **Schedule "C"** approving the Receiver's activities as set out in the first report of the Receiver dated November 10, 2023 (the "**First Report**").
 3. Such further and other relief as counsel may advise and this Honourable Court may deem just and convenient in the circumstances.

Part 2: FACTUAL BASIS

4. Capitalized terms used but not otherwise defined herein have the meanings given to them in the Receivership Order made August 29, 2023.
5. The Companies are BC-based businesses that provide specialized aircraft and helicopter maintenance, repair and overhaul services. These receivership proceedings were preceded by proceedings under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c.C-36 pursuant to which the Companies obtained a stay of proceedings and sought to restructure their debts and affairs.
6. Since the Date of Receivership, the Receiver has, among other things attended at CanWest's premises, and had various discussions with Management and had various discussions with stakeholders, including creditors.¹ The Receiver has also, to the extent possible, identified and assessed CanWest's assets.²
7. The Receiver notes that Management has advised the Receiver that the property at CanWest's premises include property owned by CanWest's sole director (Mr. Jackson),

¹ First Report, paragraph 33.

² First Report, paragraphs 41 to 97.

CanWest's former CFO (Ms. Lundy) or related companies. Mr. Jackson and Ms. Lundy have not yet provided full particulars of their property claims. To assist in the efficient administration of these proceedings, the Receiver seeks an order directing Mr. Jackson and Ms. Lundy to provide particulars of any ownership claims they (or companies they control) assert so that the Receiver can assess and determine those claims. The Receiver proposes that such property claims be dealt with in the ordinary course, but seeks the Court's assistance in ensuring that the claim information is provided promptly.

Access to Records

8. At the time this Application was finalized, despite requests, the Receiver had not received access to CanWest's hard copy or electronic records (other than a backup copy of Quickbooks which was received on November 8, 2023). Management advises the Receiver that, for certain records, it is unable to do so since the records are either not available in the form requested by the Receiver or because there are regulations or other legal restrictions preventing Management from delivering these records.³ Among other things, Management has advised the Receiver that the regulatory restrictions were not brought to the Court's attention when the Receivership Order was made. Management has not provided the Receiver with particulars or authority for these restrictions to assist the Receiver in verifying the concerns.
9. After considering the information provided, and the applicable regulations, the Receiver is of the view that Management ought to be able to provide information and access to or copies of CanWest's records. The Receiver is also concerned that Management failing to provide these records has hindered its ability to assess and monetize CanWest's property for the benefit of stakeholders.
10. Accordingly, the Receiver seeks an order directing Management to provide access to CanWest's records, including access to electronic records. The draft form of order includes specific information sought and, in the alternative, that Management provide copies of or access to the underlying data and information so that the Receiver can gather the necessary

³ See, for example, First Report, paragraphs 117 to 122.

information. However, the Receiver seeks the information in the format requested, to the extent available, to minimize costs in these proceedings.

Regulatory issues

11. From time to time during these proceedings, particularly after the Receiver advised Management that a going-concern transaction was not viable, Management has advised the Receiver that CanWest is subject to various regulations that prevent them from allowing the Receiver access to CanWest's records and/or property. Details of these issues are described in the First Report beginning at paragraph 98.
12. As noted above, Management has not provided particulars or the specific authority for these restrictions and, due to limited resources, the Receiver has not conducted a complete analysis of the regulations. The Receiver has, however, identified that CanWest is permitted to authorize the Receiver to receive access to CanWest's information and records.⁴ The Receiver has also contacted the applicable regulators regarding these proceedings but has not, at the time this Application was finalized, received a response.
13. The Receiver proposes to notify the regulators, at the email address and mailing address listed on their websites, of this application and of its intentions regarding CanWest's property, so that the regulators can take such steps, if any, as they consider necessary.
14. The Receiver seeks an order confirming that it can provide notice to the regulators (Transport Canada Civil Aviation and Public Services and Procurement Canada) at the contact information listed on their websites, which includes both an email address and mailing address. Because this information is publicly available, and provided by the applicable regulator, the Receiver expects that this is an efficient and effective method of contacting these parties.

⁴ First Report, paragraph 115.

Potential sale

15. CanWest's assets and business has been extensively marketed, including during the CCAA Proceedings that preceded these receivership proceedings.⁵ Despite these efforts, the Receiver has concluded that a going-concern sale of the business is not viable and that it is unlikely that such a transaction could be concluded in a cost-effective or timely manner.⁶ The Receiver notes that it has reached this conclusion after investing significant time in advancing documents for a potential sale, which did not result in an executed definitive agreement.⁷
16. The Receiver has also had discussions with a potential purchaser regarding an asset transaction. However, at this time, the Receiver is unable to advance such discussions since it requires access to CanWest's records and property which is not currently available. As a result, any potential transaction is subject to significant variables and uncertainty.⁸ Among other things, the Receiver has noted that the potential transaction requires diligence on the assets and confirmation of the assets that can be sold, including any assets that maybe subject to regulatory restrictions or third party claims.
17. After obtaining CanWest's records, the Receiver will evaluate the viability of an asset transaction, whether with the party identified in the First Report or another party. However, at this time, the Receiver does not believe that there is a viable transaction and that the commercially reasonable path forward may be to abandon CanWest's property, except for property that is economically viable and clearly not subject to regulatory restrictions.⁹
18. The Receiver proposes to attend at CanWest's premises, with the assistance of a bailiff or sheriff as the Receiver may consider necessary, to take possession of any property which is economically viable, and which the Receiver can determine is not subject to any restrictions, so that those assets can be monetized for the benefit of stakeholders. If the

⁵ The CCAA sale process is described beginning at paragraph 133 of the First Report and the Receivership sale process is described beginning at paragraph 138 of the First Report.

⁶ First Report, paragraph 158.

⁷ First Report, paragraphs 141 to 157.

⁸ First Report, paragraph 175.

⁹ First Report, paragraph 205.

Receiver has determined that an *en bloc* transaction is not available, after removing the economically viable property, the Receiver intends to abandon the remaining property since it would not provide a net benefit to CanWest's creditors.

19. As noted above, the Receiver intends to notify the applicable regulators so that they can take the steps, if any, considered necessary in respect of CanWest's property.

Abbotsford Premises

20. As noted in the First Report, some of CanWest's property is located in two workshops and related storage areas on an Abbotsford property owned by Ms. Lundy. The Receiver has not been provided with a copy of the lease for this property, and notes that the monthly rent appears to be high, based on the Receiver's experience.¹⁰
21. Prior to the Receivership Order, rent for the Abbotsford location had been paid up to September 30, 2023. On October 16, 2023, Ms. Lundy advised the Receiver that she would not charge rent from October 16, 2023.¹¹ The Receiver understands that this was intended to reduce operating costs to facilitate a going-concern sale.
22. The Receiver has limited access to the Abbotsford property since it is also the personal residence of Mr. Jackson and Ms. Lundy.
23. At this stage of the proceedings, the Receiver intends to take possession of CanWest's property, to the extent that it is commercially viable. However, given the limited resources, and the inability of the Receiver to verify the terms of the lease and the rent amount, the Receiver seeks an order that it is not required to pay rent for the Abbotsford location, provided that it completes the seizure of property on or before December 17, 2023. In that regard, the Receiver notes that its ability to do complete the seizure by that date will require that Mr. Jackson and Ms. Lundy provide copies of records and access to the property, as contemplated by the draft order.

¹⁰ First Report, paragraphs 20 to 22.

¹¹ First Report, paragraph 23.

Part 3: LEGAL BASIS

24. The Receiver relies on:

- (a) The *Law and Equity Act*, R.S.B.C. 1996, c.250;
- (b) The *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3 (the “**BIA**”), including s.249;
- (c) The *Supreme Court Civil Rules*, B.C. Reg. 168/2009, including Rule 14-1;
- (d) The Receivership Order made August 29, 2023, including paragraph 36;
- (e) The inherent jurisdiction of this Honourable Court; and
- (f) Such further and other grounds as counsel may advise and this Honourable Court may permit.

Advice and Directions

25. The BIA and the Receivership Order each expressly authorized the Receiver to apply to this Honourable Court for directions. In doing so, the BIA provides that the Court shall give such directions, if any, it considers appropriate. Such directions are typically to assist the receiver where there are procedural issues impacting the receiver’s duties and powers.

BIA s.249.

Bennett on Receiverships, 3rd Edition (Toronto: Carswell, 2011) at pg. 266-267

(“**Bennett**”).

Griffiths McBurney & Partners v. Ernst & Young YBM Inc., 2000 ABCA 284 at para 30-

32 (“**YBM**”).

26. The Alberta Court of Appeal has set out circumstances where the court ought to decline to give advice and directions, including where it would impact proceedings in another jurisdiction or where the advice and direction sought is effectively legal advice.

YBM at paras 34 and 46. See also, Bennett at pg. 277.

27. The Receiver is an officer of the Court, appointed to take possession of CanWest's records and property and to safeguard the property for the benefit of those entitled to it.
28. To assist the Receiver in discharging this duty, the Receivership Order compels all parties to provide all "Records" in their possession to the Receiver and to provide "unfettered" access required to access those Records. Similarly, the Receivership Order requires all parties to grant "immediate and continued access" to all "property" and deliver such property to the Receiver upon the Receiver's request.

Receivership Order, paras 3 to 6.

29. These requirements and directions are clear and unambiguous. In respect of records, there are only two exceptions: solicitor/client privilege and statutory prohibitions on disclosure. There is no allegation of the former, and no authority or specific basis has been provided to support the latter. Accordingly, the Receiver submits that neither is engaged.

Receivership Order, para 5.

30. The Receivership Order also requires that parties provide records in the manner requested by the Receiver. The Receivership Order specifically provides that all Persons must "provide the Receiver with all such assistance in gaining immediate access to the Information in the Records as the Receiver may require." The Receiver is entitled to decide the best and most efficient way for it to access the information.

Receivership Order, para 6.

Canadian Solar Solutions Inc. v. RA Solar Leasing Inc., 2013 ONSC 671 at para 40.

31. No party has appealed or sought to vary the Receivership Order. The Receiver also notes that CanWest, represented by counsel, had notice of the receivership application and its terms and did not bring regulatory concerns to the attention of the Court prior to the Receivership Order being made. Similarly, in asserting that "regulations" prevent records from being provided to the Receiver, no specific authority or regulation has been provided.

Tangerine Financial Products Limited Partnership v. The Reeves Family Trust, 2012

BCSC 1586 at paras 57 and 60.

32. As set out above and detailed in the First Report, CanWest's principals have resisted and delayed providing the Receiver with access to the Property and delivering Records. The Receiver submits that this is, at least in part, in an effort to maintain the possibility of a sale as a going concern sale which, as noted in the First Report, does not appear viable at this stage. The consequence of this resistance is that the Receiver has been hindered in its ability to take possession of the Property and realize value for stakeholders.
33. The Receiver brings this Application to clarify parties' obligations and facilitate the Receiver carrying out its powers and duties under the Receivership Order, including taking possession of CanWest's property pursuant to paragraph 3 and CanWest's records pursuant to paragraphs 5 and 6 of the Receivership Order.
34. The Receiver also seeks an order requiring Mr. Jackson and Ms. Lundy to provide particulars of their property claim so that it can be assessed and determined by the Receiver.
35. The Receiver submits that these directions are procedural matters contemplated by the Receivership Order and do not impact third parties, except in requiring compliance with the existing Receivership Order and facilitating the Receiver in carrying out its powers and duties. Accordingly, the Receiver requests the Court's assistance in ensuring that it secures CanWest's records and property to complete administration of these proceedings and, to the extent possible, realizing value for the benefit of stakeholders.

Order regarding rent

36. The *Supreme Court Civil Rules* allow the Court to direct parties to pay costs, which can include a direction for payment of a lump sum or for special costs to be awarded for increased recovery.

Supreme Court Civil Rules, Rule 14-1.

37. The Receiver is not an ordinary litigant and its costs are borne by CanWest's stakeholders. Where parties have failed or refused to comply with existing orders, necessitating an application, the Receiver submits that it is appropriate for the Court to make an order

awarding costs in favour of the Receiver so that the costs of the application are not fully borne by CanWest's stakeholders.

38. In this case, the Receiver seeks an order confirming that, for the Abbotsford property owned by Ms. Lundy and occupied by Ms. Lundy and Mr. Jackson, it not be required to pay rent, provided it completes the seizure of property by December 17, 2023. The Receiver seeks this order in lieu of an order directing Mr. Jackson and Ms. Lundy to pay costs to the Receiver.
39. The Receiver acknowledges that, ordinarily, rent would be paid for the period a receiver occupied a property. However, the Receiver submits that it is appropriate for the Court to make an order confirming that, for the Abbotsford property, no rent is payable by the Receiver through December 17, 2023.
40. First, as noted above, the Receiver submits that this would be an appropriate case for an order of costs against Mr. Jackson and/or Ms. Lundy. The proposed order provides some financial relief to CanWest's stakeholders, without a specific monetary burden on Mr. Jackson or Ms. Lundy.
41. Second, the Receiver has not been provided with a copy of a lease for the premises or to verify that the rent asserted is properly due and payable.

Increased Receiver's Borrowings

42. Given the limited realizations to date, the Receiver seeks an order increasing its ability to borrow so that it can complete the steps necessary to seize CanWest's property and, to the extent possible, realize value for stakeholders. The Receiver has prepared the proposed borrowing amount based on a high-end estimate of the potential realization costs. The Receiver submits that the proposed increase in charge is not materially prejudicial to stakeholders since the Receiver may be unable to complete the seizure and sale of CanWest's property unless it has the ability to borrow funds to cover its costs of doing so. The Receiver also notes that the charge is subordinate to the Administration Charge, Receiver's Charge and Sections 14.06(7), 81.4(4) and 81.6(2) of the BIA.

Approval of Activities

43. The Receiver seeks the approval of the Court with respect to its activities set out in the First Report. The activities of the Receiver have all been necessary and conducted in accordance with the Receiver's powers as granted in the Receivership Order and, as such, the Receiver seeks approval of its activities thus far.
44. The Court has inherent jurisdiction to review and approve the activities of a court-appointed receiver. If the Receiver has met the objective test of demonstrating that it has acted reasonably, prudently and not arbitrarily, the Court may approve the activities of the Receiver as set out in Part 2 herein and further detailed in the First Report.

Leslie & Irene Dube Foundation Inc. v. P218 Enterprises Ltd., 2014 BCSC 1855 at para. 54.

Part 4: MATERIAL TO BE RELIED ON

45. The Receiver's First Report, dated November 10, 2023; and
46. Such further and other materials as counsel may advise and this Court may allow.

The applicant estimates that the application will take **1 hour**.

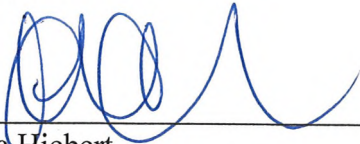
This matter is not within the jurisdiction of a master. Justice Gomery is seized of these proceedings. The time for this Application has been set with Supreme Court Scheduling.

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 10, 2023



 Lisa Hiebert
 Lawyer for the Receiver, Deloitte Restructuring Inc.

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

SCHEDULE "A"

Service List

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC.
CAN WEST GLOBAL AIRPARTS INC.
THOMAS GEORGE JACKSON

DEFENDANTS

SERVICE LIST

Updated: November 2, 2023

Name of Counsel:	Name of Parties:
<p>Deloitte Level 19 - 410 West Georgia Street Vancouver, BC V6B 0S7</p> <p>Attention: Paul Chambers Jeff Keeble</p> <p>Email: pachambers@deloitte.ca jkeeble@deloitte.ca joryin@deloitte.ca</p> <p>Tel: (604) 640-3368</p>	<p><i>Receiver</i></p>
<p>Fasken Martineau DuMoulin LLP 2900 – 550 Burrard Street Vancouver, BC V6C 0A3</p> <p>Attention: Kibben Jackson Lisa Hiebert</p> <p>Email: kjackson@fasken.com lhiebert@fasken.com svolkow@fasken.com akumar@fasken.com</p>	<p><i>Counsel for the Receiver</i></p>

Name of Counsel:	Name of Parties:
<p>FTI Consulting Canada Inc. 1502 - 701 West Georgia Street Vancouver, BC V7Y 1C6</p> <p>Attention: Craig Munro Huw Parks</p> <p>Email: craig.munro@fticonsulting.com; Huw.Parks@fticonsulting.com</p> <p>Tel: 604-757-6108</p>	<p><i>Monitor</i></p>
<p>DLA Piper (Canada) LLP Suite 2800, Park Place 666 Burrard St Vancouver, BC V6C 2Z7</p> <p>Attention: Colin Brousson Dannis Yang (Assistant)</p> <p>Email: colin.brousson@dlapiper.com; dannis.yang@dlapiper.com</p> <p>Tel: 604-643-6400</p>	<p><i>Counsel to the Monitor</i></p>
<p>Dentons Canada LLP 20th Floor, 250 Howe Street Vancouver, BC V6C 3R8</p> <p>Attention: Jordan Schultz Eamonn Watson Avic Arenas (Paralegal) Chelsea Denton (Assistant)</p> <p>Email: jordan.schultz@dentons.com; eamonn.watson@dentons.com; avic.arenas@dentons.com; chelsea.denton@dentons.com</p> <p>Tel: 604-691-6452 / 604-629-4997</p>	<p><i>Counsel to Royal Bank of Canada</i></p>
<p>Kornfeld LLP 1100 – 505 Burrard Street Vancouver, BC V7X 1M5</p> <p>Attention: Douglas Hyndman</p> <p>Email: dhyndman@kornfeldllp.com</p> <p>Tel: 604-331-8303</p>	<p><i>Counsel to Business Development Bank of Canada</i></p>

Name of Counsel:	Name of Parties:
<p>Department of Justice Canada British Columbia Regional Office 900 – 840 Howe Street Vancouver, BC V6Z 2S9</p> <p>Attention: Aminollah Sabzevari</p> <p>Email: aminollah.sabzevari@justice.gc.ca Khanh.gonzalez@justice.gc.ca</p> <p>Tel: 587 930-5282</p>	<p><i>Counsel for HMTK in Right of Canada</i></p>
<p>CanWest Aerospace Inc. 4345 King Street Delta, BC V4K 0A5</p> <p>Attention: Thomas Jackson, CEO Tara Lundy, CFO</p> <p>Email: tomjackson346@gmail.com taralundy7004@gmail.com</p> <p>Tel: 604 532 0322</p>	
<p>Boughton Law Corporation 700 – 595 Burrard Street Vancouver, BC V7X 1S8</p> <p>Attention: Martin Sennott Sherri Evans</p> <p>Email: msennott@boughtonlaw.com sevans@boughtonlaw.com</p> <p>Tel: 604 687 6789</p>	<p><i>Counsel for Thomas George Jackson</i></p>

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SCHEDULE "B"

Draft Form of Order – Advice and Directions

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC., CAN WEST GLOBAL
AIRPARTS INC., THOMAS GEORGE JACKSON

DEFENDANTS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
JUSTICE GOMERY) NOVEMBER 17, 2023

THE APPLICATION of Deloitte Restructuring Inc. in its capacity as Court-appointed Receiver and Manager (the “**Receiver**”) of the assets, undertakings and properties of CanWest Aerospace Inc. and Can West Global Airparts Inc. (together, “**CanWest**”) coming on for hearing at Vancouver, British Columbia, on the 17th day of November, 2023; AND ON HEARING Lisa Hiebert, counsel for the Receiver, and those other counsel listed on Schedule “A” hereto, and no one else appearing although duly served; AND UPON READING the material filed, including the First Report of the Receiver dated November 10, 2023 (the “**First Report**”);

THIS COURT ORDERS that:

1. The time for service of the Notice of Application for this order and the supporting material is hereby abridged and this application is properly returnable today and any further service thereof is hereby dispensed with.

2. Capitalized terms used in this Order and not otherwise defined have the meaning set out in the Receivership Order made August 29, 2023 (the “**Receivership Order**”).
3. CanWest and its current and former directors, officers, employees, agents, accountants, legal counsel and shareholders and all other persons acting on its instructions or behalf, including Mr. Thomas George Jackson and Ms. Tara Lundy, are hereby directed to:
 - (a) Grant immediate and continued access to the Property upon the Receiver’s request pursuant to the Receivership Order paragraph 3, including the access required to carry out the directions set out in paragraph 7(a) and 7(b) of this Order;
 - (b) Grant the Receiver immediate and unfettered access to and use of accounting, computer, software and physical facilities, including access to electronic records pursuant to the Receivership Order paragraph 6, including but not limited to a back-up copy of the Quantum software files and associated usernames and passwords;
 - (c) Deliver to the Receiver, to the extent available:
 - (i) a list of any vendors that have provided consignment inventory to CanWest, including, where available, names, addresses, email addresses and point of contact;
 - (ii) details of the insurance claim submitted in respect of CanWest property at its former Langley location, including the claim reference number and correspondence with the insurance broker and claims adjuster;
 - (iii) the fixed asset register for CanWest;
 - (iv) copies of any regulatory approvals or export certificates that relate to CanWest contracts with the Bangladesh government and any information in their possession regarding regulatory restrictions applicable to parts or other assets regarding these contracts;

- (v) details of any current contracts and related parts/inventory that may be subject to *Controlled Goods Regulations* and *International Traffic in Arms Regulations*;
 - (vi) a copy of the Controlled Goods Program Renewal Application, redacted for Mr. Jackson's personal details;
 - (vii) copies of all employee related records from November 1, 2022 to present; and
 - (viii) a copy of the lease for the premises located at 28629 58th Avenue in Abbotsford, British Columbia (the "**Abbotsford Premises**").
4. Mr. Jackson and Ms. Lundy are directed to forthwith provide the Receiver with a property proof of claim in respect of equipment, tools, machinery or other property that Mr. Jackson, or Ms. Lundy, directly or through companies which they control, assert ownership (the "**Property Claim**") including: (a) a list of the specific property claimed; (b) if available, photos of the property claimed; and (c) supporting documentation in respect of the claim.
5. For greater clarity, the access and information directed in paragraph 3 and 4 are required immediately, and no later than 5pm (Vancouver time) on November 22, 2023.
6. Parties who are unable to deliver the records described in paragraph 3(c) on the basis that such lists do not exist are directed to, on or before November 22, 2023, deliver to the Receiver all physical and electronic records in respect of CanWest's property and business that are in its possession and control, and all electronic access information for electronic records, including user names and passwords.
7. The Receiver is hereby authorized and directed to:
- (a) Attend at CanWest's premises at 4345 King Street in Delta, British Columbia and remove any property, including but not limited to equipment, tools or machinery belonging to CanWest that the Receiver considers economically viable and that are not subject to the Property Claim;

- (b) Attend at the Abbotsford Premises and remove any property, including but not limited to equipment, tools or machinery belonging to CanWest that the Receiver considers economically viable and that are not subject to the Property Claim;
 - (c) Complete the seizure of property from CanWest's premises on or before December 17, 2023.
8. In respect of the seizure of property authorized by paragraph 7, the Receiver is authorized to, in its sole discretion:
- (a) Use a bailiff, sheriff or both during the attendance at CanWest's premises; and
 - (b) Leave property at the premises if it deems it advisable or desirable to do so.
9. In respect of the Abbotsford Premises, this Honourable Court declares that no rent shall be payable by the Receiver, provided that the Receiver completes the seizure of property on or before December 17, 2023.
10. To the extent that inventory, equipment or assets are not seized or sold pursuant to paragraph 7, the Receiver is authorized and directed to notify the following regulatory or government bodies that CanWest's property has been abandoned, at the following addresses:
- (a) Transport Canada Civil Aviation by email and mail to the Abbotsford address listed at: https://tc.canada.ca/en/aviation/civil-aviation-contacts-offices#pacific_region; and
 - (b) Public Service and Procurement Canada (in respect of the Controlled Goods Program) by email and mail to the address listed at: <https://www.tpsgc-pwgsc.gc.ca/pmc-cgp/communiquer-contact-eng.html>.

Receiver's Borrowings

11. Paragraph 23 of the Receivership Order is deleted and replaced with the following:

The Receiver is authorized and empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or

desirable, provided that the outstanding principal amount does not exceed \$500,000 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as the Receiver deems advisable for such period or periods of time as it may arrange, for the purpose of funding the exercise of the powers and duties conferred upon the Receiver by this Order, including interim expenditures. The whole of the Property shall be and is charged by way of a fixed and specific charge (the “**Receiver’s Borrowings Charge**”) as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to: (i) the Administration Charge; (ii) the Receiver’s Charge; and (iii) the charges, if any, created pursuant to Sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

12. Endorsement of this Order by counsel appearing on this application, other than counsel for the Receiver, 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 Lisa Hiebert
Lawyer for the Receiver, Deloitte Restructuring Inc.

BY THE COURT

REGISTRAR

Schedule A – Appearance List

Counsel	Party

No. S-230764
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC., CAN WEST GLOBAL
AIRPARTS INC., THOMAS GEORGE JACKSON

DEFENDANTS

ORDER MADE AFTER APPLICATION

FASKEN MARTINEAU DuMOULIN LLP

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

Counsel: Lisa Hiebert
E-mail: lhiebert@fasken.com
Matter No: 242587.00106

SCHEDULE "C"

Draft Form of Order – Approval of Activities

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC., CAN WEST GLOBAL
AIRPARTS INC., THOMAS GEORGE JACKSON

DEFENDANTS

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE)
JUSTICE GOMERY) NOVEMBER 17, 2023

THE APPLICATION of Deloitte Restructuring Inc. in its capacity as Court-appointed Receiver and Manager (the “**Receiver**”) of the assets, undertakings and properties of CanWest Aerospace Inc. and Can West Global Airparts Inc. (together, “**CanWest**”) coming on for hearing at Vancouver, British Columbia, on the 17th day of November, 2023; AND ON HEARING Lisa Hiebert, counsel for the Receiver, and those other counsel listed on Schedule “A” hereto; AND UPON READING the material filed, including the First Report of the Receiver dated November 10, 2023 (the “**First Report**”);

THIS COURT ORDERS that:

1. The time for service of the Notice of Application for this order and the supporting material is hereby abridged and this application is properly returnable today and any further service thereof is hereby dispensed with.
2. The activities of the Receiver as set out in the First Report be and are hereby approved; provided however that only Deloitte Restructuring Inc. in its personal capacity and only

with respect to its own personal liability shall be entitled to rely upon or utilize in any way such approval.

3. Endorsement of this Order by counsel appearing on this application, other than counsel for the Receiver, 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 Lisa Hiebert
Lawyer for the Receiver, Deloitte Restructuring Inc.

BY THE COURT

REGISTRAR

Schedule A – Appearance List

Counsel	Party

No. S-230764
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC., CAN WEST GLOBAL
AIRPARTS INC., THOMAS GEORGE JACKSON

DEFENDANTS

ORDER MADE AFTER APPLICATION

FASKEN MARTINEAU DuMOULIN LLP

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

Counsel: Lisa Hiebert
E-mail: lhiebert@fasken.com
Matter No: 242587.00106

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 matters 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

Court No. S-230764
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ROYAL BANK OF CANADA

PLAINTIFF

AND:

CANWEST AEROSPACE INC.
CAN WEST GLOBAL AIRPARTS INC.
THOMAS GEORGE JACKSON

DEFENDANTS

NOTICE OF APPLICATION

FASKEN MARTINEAU DUMOULIN LLP

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Vancouver, BC V6C 0A3
Telephone: (604) 631 4977
Client/Matter: 242587.00106
Attn: Lisa Hiebert