

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

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 deliver to the Receiver, to the extent available:
 - (a) a list of any vendors that have provided consignment inventory to CanWest, including, where available, names, addresses, email addresses and point of contact;
 - (b) 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;
 - (c) the fixed asset register for CanWest;
 - (d) 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;
 - (e) details of any current contracts and related parts/inventory that may be subject to *Controlled Goods Regulations* and *International Traffic in Arms Regulations*;
 - (f) a copy of the Controlled Goods Program Renewal Application, redacted for Mr. Jackson’s personal details;
 - (g) copies of all employee related records from November 1, 2022 to present; and
 - (h) 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 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:
 - (a) the access and information directed in paragraph 3 and 4 are required immediately, and no later than 5pm (Vancouver time) on November 24, 2023, or such later date as the ~~Monitor~~^{Receiver} may agree in writing; and
 - (b) nothing in this order shall require parties to deliver property, information or records where there is a legislative provision prohibiting disclosure of the information or record or delivery of the property.
6. Parties who are unable to deliver the records described in paragraph 3 on the basis that such lists do not exist are directed to, on or before November 24, 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. Delivery on November 24, 2023 shall be prior to 5:00pm (Vancouver time) that day.
7. Parties who are unable to deliver the property, information, or records required by this Order or the Receivership Order on the basis that such delivery would be contrary to law are directed to, on or before November 24, 2023, deliver to the Receiver particulars of the applicable legislative provision.
8. The Receiver is hereby authorized 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 or legislative provision prohibiting such removal;

- (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 or legislative provision prohibiting such removal;
 - (c) complete the seizure of property from CanWest's premises on or before December 17, 2023, or such other date as the Court may order.
9. In respect of the seizure of property authorized by paragraph 8, the Receiver is authorized to, in its 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.
10. In respect of the Abbotsford Premises, unless otherwise agreed between the Receiver and the landlord, any obligation to pay rent is hereby stayed pending the landlord providing the Receiver with a copy of the lease and further order of this Honourable Court.
11. To the extent that inventory, equipment or assets are not seized or sold pursuant to paragraph 8, 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>.

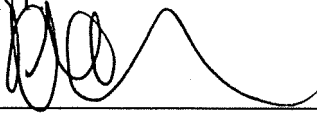
Receiver's Borrowings

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

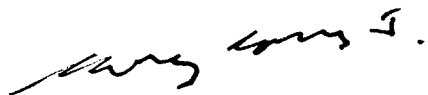
The Receiver is authorized and empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$500,000 (or such greater amount as this Court may by further Order authorize) 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.

- 13. 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
Lisa Hiebert	Deloitte Restructuring Inc., in its capacity as Receiver of CanWest Aerospace Inc. and Can West Global Airparts
Jordan Schultz	Royal Bank of Canada
Martin Sennott	The Defendant, Thomas Jackson