



FORM 32 (RULE 8-1(4))

No. S-205095
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 THE *BUSINESS CORPORATIONS*
ACT, S.B.C. 2002, c. 57, AS AMENDED

—AND—

IN THE MATTER OF A PLAN OF COMPROMISE AND
ARRANGEMENT OF 1379305 B.C. LTD. and EVERGREEN
HOUSE DEVELOPMENT LIMITED PARTNERSHIP

NOTICE OF APPLICATION

Name of applicant: Domain Mortgage Corp. ("**Domain**")

To: The Service List

TAKE NOTICE that an application will be made by the applicant to Madam Justice Fitzpatrick at the courthouse at the Law Courts, 800 Smithe Street, Vancouver, British Columbia V6Z 2E1 on October 12, 2022 at 9:00 a.m., for the orders set out in Part 1 below.

Part 1: ORDERS SOUGHT

1. An order substantially in the form attached as **Schedule "A"**, or in such other form as this court may order, providing for distribution of the net proceeds arising from the sale transaction completed in accordance with the Amended and Restated Approval and Vesting Order made September 16, 2022.

Part 2: FACTUAL BASIS

1. The sale transaction contemplated by the Purchase and Sale Agreement dated July 22, 2022 between the petitioners and Solterra Acquisitions Corp., as assigned to Solterra Development (Terrace House) Corp. and Solterra (Terrace House) Limited Partnership,

has completed. The Monitor filed the Monitor's Certificate herein on September 21, 2022.

2. The petitioners are effectively absent and the Monitor's powers are limited. Accordingly, Domain makes this application.
3. The net proceeds stand in the place and stead of the Purchased Assets. The priorities of the parties' respective claims to the proceeds are primarily prescribed by orders of this Court and the Court of Appeal. Subject to review of responses received, if any, and Aviva Insurance Company of Canada ("Aviva") satisfying the court with respect to the noted protective disbursement, the proceeds ought to be distributed:
 - a) First, to the beneficiaries of the Administration Charge (as defined in the Further Amended and Restated Initial Order made February 14, 2022), \$100,000;
 - b) Second, to Domain, the amount secured under its mortgage and security (per paragraph 8 of the order of the Court of Appeal made September 22, 2021);
 - c) Third, to the beneficiaries of the Supplemental Administration Charge (as defined in the Approval and Vesting Order made September 16, 2022), \$150,000;
 - d) Fourth, to Aviva on account of monies advanced as protective disbursements to pay insurance premiums, \$236,049; and
 - e) Fifth, the balance of the then remaining proceeds, if any, to 1296371 B.C. Ltd. and Aviva in the following percentages: 65% to 1296371 B.C. Ltd. and 35% to Aviva.
4. The amount due and owing to Domain as of October 12, 2022 will total \$17,660,259.27 (inclusive of legal costs incurred by Domain, but exclusive of unbilled legal costs) with per diem interest at \$7,980.68 before compounding.

Part 3: LEGAL BASIS

1. *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-356, including s. 11 and 36, and the inherent jurisdiction of this court.

Part 4: MATERIAL TO BE RELIED ON

1. Affidavit #1 of L. Ward made July 5, 2022 (filed in No. S-225423).
2. Affidavit #1 of L. Ward made October 4, 2022.
3. Order of the Court of Appeal made September 22, 2021.
4. Further Amended and Restated Initial Order made February 14, 2022.
5. Amended and Restated Approval and Vesting Order made September 16, 2022.
6. Monitor's Certificate filed September 21, 2022.
7. Fourteenth Report of the Monitor dated September 29, 2022.

The applicant estimates that the application will take 30 minutes.

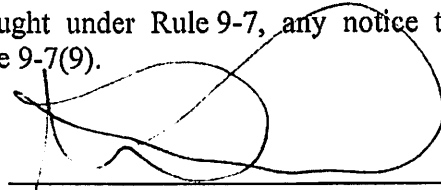
- ☐ This matter is within the jurisdiction of a master.
- ☒ This matter is not within the jurisdiction of a master.

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 proceedings, 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: October 4, 2022



Signature of lawyer for Domain Mortgage Corp.,
Scott H. Stephens

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

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
- ☐ none of the above

SCHEDULE "A"

FORM 35 (RULES 8-4(1), 13-1(3) AND 17-1(2))

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ARRANGEMENT OF 1379305 B.C. LTD. and EVERGREEN
HOUSE DEVELOPMENT LIMITED PARTNERSHIP

ORDER MADE AFTER APPLICATION

BEFORE	)	THE HONOURABLE JUSTICE	)	12/OCT/2022
	)	FITZPATRICK	)	
	)		)	

ON THE APPLICATION of Domain Mortgage Corp. ("**Domain**"), coming on for hearing at Vancouver, British Columbia on 12/OCT/2022, and on hearing Scott H. Stephens, counsel for Domain, and no-one else appearing although duly served in accordance with the Rules of Court, and on reading the materials filed herein;

THIS COURT ORDERS that:

1. The Monitor is hereby authorized and directed to distribute the net proceeds arising from the sale transaction completed in accordance with the Amended and Restated Approval and Vesting Order made September 16, 2022 (the "**Approval Order**") as follows:
 - a) First, to the beneficiaries of the Administration Charge (as defined in the Further Amended and Restated Initial Order made February 14, 2022), \$100,000;

- b) Second, to Domain, the amount secured under its mortgage and security as of the date of payment;
 - c) Third, to the beneficiaries of the Supplemental Administration Charge (as defined in the Approval Order), \$150,000;
 - d) Fourth, to Aviva on account of monies advanced as protective disbursements to pay insurance premiums, \$236,049; and
 - e) Fifth, the balance of the then remaining proceeds, if any, to 1296371 B.C. Ltd. and Aviva in the following percentages: 65% to 1296371 B.C. Ltd. and 35% to Aviva.
2. Endorsement of this order by any person other than counsel for Domain 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 lawyer for Domain Mortgage
Corp., Scott H. Stephens

By the Court.

Registrar

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COMPROMISE AND ARRANGEMENT OF
1379305 B.C. LTD. and EVERGREEN HOUSE
DEVELOPMENT LIMITED PARTNERSHIP

ORDER MADE AFTER APPLICATION

OWEN BIRD LAW CORPORATION
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Three Bentall Centre
2900 - 595 Burrard Street
Vancouver, BC V7X 1J5
Attention: Scott H. Stephens
File No. 37943-0002
