



NO. S-241456
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE RECEIVERSHIP OF

MAHINDRA JEWELLERS LTD., SURREY GOLD JEWELLERS LTD., 786SD ESTATE LTD., MG 786 ENTERPRISES LTD., 1237647 B.C. LTD., 1257271 B.C. LTD., HEERA JEWELLERS INC., P. SONA JEWELLERS INC., RCJ JEWELLERS INC.

NOTICE OF APPLICATION

Name of applicant: BDO Canada Limited, in its capacity as court appointed receiver and manager (“BDO” or the “Receiver”)

To: the Service List, attached a **Schedule “A”** to this Notice of Application

TAKE NOTICE that an application will be made by the Petitioner at the courthouse at 800 Smithe Street, Vancouver, British Columbia on 11/JUNE/ 2025 at 9:45 a.m. for the order set out in Part 1 below.

The applicant(s) estimate(s) that the application will take 10 minutes.

- This matter is within the jurisdiction of an associate judge.
- This matter is not within the jurisdiction of an associate judge.

ORDER SOUGHT

1. An Order:
 - (a) approving the sale of certain Property and premises which are the subject of this proceeding; and
 - (b) approving an increase in the borrowing powers of the Receiver from \$150,000 to \$300,000

substantially in the form attached hereto as **Schedule “B”**

Part 2: **FACTUAL BASIS**

A. The Receivership

1. CIBC provided credit facilities (the "**Credit Facilities**") to Mahindra Jewellers Ltd., Surrey Gold Jewellers Ltd., 1237647 B.C. Ltd., 1257271 B.C. Ltd., Heera Jewellers Inc., P. Sona Jewellers Inc., and RCJ Jewellers Inc. (the "**Debtors**").
2. The Loans are secured against various real property owned by the Debtors. The Companies are collectively indebted to CIBC in the estimated amount of \$9,800,000 as at March 4, 2025.
3. On March 4, 2025, on application of the Petitioner, BDO was appointed as court-appointed receiver of all the assets, undertakings and property of the Debtors, including all proceeds but excluding certain real property.

B. The Hillcrest Property

4. 1237647 B.C. Ltd. ("**123**") is the registered owner of Property having a civic address of 116 32083 Hillcrest Avenue, Abbotsford, British Columbia, legally described as:

PID: 029-346-720

Strata Lot 15, Section 20, Township 16, New Westminster District Strata Plan EPS2091, Together With An Interest In The Common Property In Proportion To The Unit Entitlement Of The Strata Lot As Shown On Form V

(the "**Property**").

5. The Receiver brings this application to approve the sale of the Property.
6. The Property is a 1,326 square foot two-storey retail/warehouse strata unit located in Abbotsford, BC. The Property was built in 2014 and was previously a jewelry store. The Property has three parking stalls and is situated on a connecting transit thoroughfare.
7. The Receiver engaged Colliers (the "**Sales Agent**") to act as the listing agent for the Property. The Sales Agent began marketing the Property on April 4, 2025. The Property was listed for sale at a list price of \$1,050,000.
8. On April 17, 2025, an offer to purchase the Property was received for the price of \$900,000. The offer was not countered by the Receiver as it had subject conditions.
9. On April 17, 2025, the Receiver received an unconditional offer to purchase the Property for the price of \$951,000 from Om Golds Ltd. (the "**Purchaser**"). The

Receiver countered the offer with \$1,040,000. The Purchaser then countered the Receiver's offer with \$955,000, which the Receiver accepted.

10. As a result of the negotiations, the Purchaser and the Receiver entered into a contract of Purchase and Sale (the "**Purchase Agreement**") to purchase the Property for \$955,000 (the "**Purchase Price**").
11. The Purchaser has provided a \$100,000 deposit, which is currently held in trust by the Sales Agent. The sale is set to close 15 days after court approval.
12. The following entities hold secured charges against the Property, in order of priority:
 - (a) CIBC holds a first ranking mortgage and assignment of rents under charge numbers CB23946 and CB23947;
 - (b) Lanyard Investments Inc. holds a mortgage and assignment of rents under charge numbers CB1671628 and CB1671629;
 - (c) 1243387 B.C. Ltd. holds a mortgage and assignment of rents under charge numbers CB1595161 and CB1595162; and
 - (d) Prabhjot Singh Brar and Jaspreet Singh Gill hold a mortgage and assignment of rents under charge numbers CB1671873 and CB1671874.
13. The Receiver understands that CIBC is satisfied with the transaction contemplated by the Purchase Agreement.
14. Since the Property was initially listed on April 10, 2025, the Sales Agent has facilitated two tours to view the Property. The Sales Agent has confirmed that the Purchase Price is aligned with fair market value for the Property.
15. Since the execution of the Purchase Agreement, the Sales Agent has continued to market the property and seek competing bids pursuant to the Court's Practice Direction #66.
16. The Receiver therefore seeks approval of the sale of the Property for \$955,000.

C. Increased Borrowing Charge

17. In the event that the sale of the Property does not close by approximately June 15, 2025, the Receiver estimates that borrowings above the \$150,000 threshold will be required in order to pay the property taxes due July 2, 2025.

18. The Receiver has not drawn or collected any professional fees, nor has the Receiver remitted any payments to the bailiffs, aside from their out-of-pocket costs.
19. The Receiver therefore seeks an increase to the Receiver's borrowing powers from \$150,000 to \$300,000, to fund the ongoing administration of the receivership.

Part 3: LEGAL BASIS

1. The Petitioner will rely on:
 - (a) the Receivership Order;
 - (b) Section 243 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 (as may be amended from time to time) [**BIA**];
 - (c) Rule 13-5 of the *Supreme Court Civil Rules*; and
 - (d) Section 15 of the *Law and Equity Act*, R.S.B.C. 1996, c. 253.
2. Pursuant to paragraphs 3(l)(ii) and 3(m) of the Receivership Order, the Receiver was granted the power to sell the Property, subject to approval of this Court, and to apply for a vesting order in connection with the same.
3. *Royal Bank v. Soundair Corp.* is the leading authority on the relevant considerations guiding the Court when approving a sale proposed by a receiver, which are:
 - (a) whether the receiver has made a sufficient effort to get the best price and has not acted improvidently;
 - (b) the interests of all parties;
 - (c) the efficacy and integrity of the process by which offers are obtained; and
 - (d) whether there has been unfairness in the sales process.

***Royal Bank v. Soundair Corp.*, 1991
CarswellOnt 205 (O.N.C.A.) [*Soundair*] at
para. 16.**

4. In this case the Receiver submits all of the *Soundair* factors have been met and the Court should approve the sale proposed herein. The Receiver submits that an order approving the sale of the Property to the relevant purchaser is appropriate for the following reasons:

- (a) the Receiver and the Sales Agent have made a sufficient effort to get the best price for the Property and have not acted improvidently, and the purchase price reflects the fair market value for the Property;
- (b) as of the date of this hearing, the Property will have been listed with the Sales Agent for a cumulative total of 68 days;
- (c) the sale is supported by CIBC;
- (d) the process used to market and sell the Property has efficacy and integrity; the Receiver and Sales Agent subjected the Property to a reasonable exposure to market through the creation of a brochure, an MLS commercial broadcast, the installation of signage and two tours; and
- (e) the process used to market and sell the Property was fair and reasonable.


Part 4: MATERIAL TO BE RELIED ON

1. Receivership Order made March 4, 2025;
2. Affidavit #1 of Navneet Sdhu, made 28/MAY/ 2025;
3. Receiver's First Report to the Court, to be filed; and
4. Any other material this Honourable Court may allow.

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 of 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: 28 MAY/2025



 Signature of lawyer for filing party
 Catherine Ewasiuk

To be completed by the court only:	
Order made	
<input type="checkbox"/>	in the terms requested in paragraphs _____ of Part 1 of this Notice of Application
<input type="checkbox"/>	with the following variations and additional terms:
<hr style="border: none; border-top: 1px solid black;"/> <hr style="border: none; border-top: 1px solid black;"/> <hr style="border: none; border-top: 1px solid black;"/>	
Date: _____	
Signature of <input type="checkbox"/> Judge <input type="checkbox"/> Associate Judge	

APPENDIX

THIS APPLICATION INVOLVES THE FOLLOWING:

- discovery: comply with demand for documents
- discovery: production of additional documents

- 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"

SERVICE LIST

As at January 13, 2025

<p>BDO Canada Limited, in its capacity as court-appointed Receiver Royal Centre, 1055 West Georgia Street Unit 1100, PO Box 11101 Vancouver, BC V6E 3P3</p> <p>Chris Bowra tel: 604-694-8372 Email: cbowra@bdo.ca</p> <p><i>Court-appointed Receiver of Mahindra Jewellers Ltd., Surrey Gold Jewellers Ltd., 1237647 B.C. Ltd., 1257271 B.C. Ltd., Heera Jewellers Inc., P. Sona Jewellers Inc., RCJ Jewellers Inc.</i></p>	<p>Dentons Canada LLP 20th Floor, 250 Howe Street Vancouver, BC V5C 3R8</p> <p>Attention: Jordan Schultz</p> <p>Email: jordan.schultz@dentons.com nav.sidhu@dentons.com chelsea.denton@dentons.com</p> <p><i>Counsel for the Receiver, BDO Canada Limited</i></p>
<p>Gowling WLG (Canada) LLP 2300 – 550 Burrard Street Vancouver, BC V6C 2B5</p> <p>Jonathan B. Ross tel: 604-891-7278 email: jonathan.ross@ca.gowlingwlg.com</p> <p><i>Counsel for the Petitioner, Canadian Imperial Bank of Commerce</i></p>	<p>Campbell, Froh, May & Rice LLP 5611 Cooney Road Richmond, BC V6X 3J6</p> <p>William Macleod tel: 604 273-8481 Email: bmacleod@cfmrlaw.com</p> <p><i>Counsel for the Debtors, Mahindra Jewellers Ltd., Surrey Gold Jewellers Ltd., 786SD Estate Ltd., MG 766 Enterprises Ltd., 1237647 B.C. Ltd., 1257271 B.C. Ltd., Heera Jewellers Inc., P. Sona Jewellers Inc., RCJ Jewellers Inc.</i></p>
<p>Richards & Richards 10325 150th Street Surrey, BC V3R 4B1</p> <p>George H. Richards tel: 604-588-6844 email: litigation@richardslaw.com</p> <p><i>Counsel for the Debtors, Balbir Kaur Sangha and Jasbinder Kaur Gohal</i></p>	<p>Ministry of the Attorney General (BC) Legal Services Branch, Min. of Attorney General PO Box 9280 Stn Prov Govt (2nd Flr, 1001 Douglas Street) Victoria, BC V8W 9J7</p> <p>Hanjia Yu, Paralegal tel: (236) 468-1544 (direct) email: AGLSBRevTaxInsolvency@gov.bc.ca</p> <p><i>Counsel for the Province of BC (Justice, Health and Revenue)</i></p>

Borden Ladner Gervais LLP

1200 Waterfront Centre
200 Burrard Street
Vancouver, BC V7X 1T2

Kendall Andersen

Email: kandersen@blg.com

*Counsel for LFC Hickory24 Limited Partnership,
by its general partner, Lanyard Investments Inc*

Schedule "B"

Draft Order

(See Attached)

2. The sale transaction (the “**Transaction**”) contemplated by the Contract is hereby approved, and the Contract is commercially reasonable. The execution of the Contract by the Receiver is hereby authorized and approved, and the Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance to the Purchaser of the assets described in the Contract (the “**Purchased Assets**”).

3. Upon delivery by the Receiver to the Purchaser of a certificate confirming the Transaction has completed to the satisfaction of the Receiver (the “**Receiver’s Certificate**”), all of the right, title and interest of the Respondents in and to the Purchased Assets described in the Contract shall vest absolutely in the Purchaser in fee simple, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”) including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of this Court dated March 4, 2025; and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* of British Columbia or any other personal property registry system (all of which are collectively referred to as the “**Encumbrances**”) and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Purchased Assets are hereby expunged and discharged as against the Purchased Assets.

4. On filing a certified copy of this Order in the New Westminster Land Title Office together with a letter from the Receiver’s solicitor authorizing the filing, the Lands be conveyed to and vest in the Purchaser as registered owners in fee simple, free and clear of any estate, right, title, interest, equity of redemption and other claims of the parties, together with any other charges, liens, encumbrances, caveats, or certificates of pending litigation registered against the Lands subsequent to the Petitioner’s Certificate of Pending Litigation, but subject to the reservations, provisos, exceptions, and conditions express in the original grants thereof from the Crown.

5. For the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and from and after the delivery of the Receiver’s Certificate all Claims shall attach to the net proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having had possession or control immediately prior to the sale.

6. All persons claiming possession of the Lands, or any portion thereof, shall deliver vacant possession of the Lands to the Purchaser, or their agents, successors or assigns, on the Possession Date, as defined in the Contract (herein, the “**Possession Date**”).

7. If any person fails to deliver vacant possession of the Lands to the Purchaser at the Possession Date, then the Receiver shall be at liberty to apply to the Registrar for a Writ of Possession, under Rule 13-2(13) and without further Order of the Court.

8. The net sale proceeds after adjustments shall be paid to Dentons Canada LLP, in trust, or otherwise in accordance with the written direction of Dentons Canada LLP, and then disbursed in accordance with the following priorities without further Order:

- (a) first, payment of water and sewer rates, property taxes, arrears of property taxes, interest and penalties on arrears of property taxes, owing in respect of the Lands;
- (b) second, payment of real estate commission in an amount not exceeding 2.5% of purchase price, plus applicable taxes thereon; and
- (c) third, the balance to the Receiver.

9. For the purpose of issuing title and in respect of the Lands, the following charges, liens, encumbrances, caveats, mortgages, and certificates of pending litigation be cancelled insofar as they apply to the Lands:

	Party	Nature of Charge	Registration No.
(a)	Canadian Imperial Bank of Commerce	Mortgage	CB23946
(b)	Canadian Imperial Bank of Commerce	Assignment of Rents	CB23947
(c)	Lanyard Investments Inc.	Mortgage	CB1671628
(d)	Lanyard Investments Inc.	Assignment of Rents	CB1671629
(e)	1243387 B.C. Ltd.	Mortgage	CB1595161
(f)	1243387 B.C. Ltd.	Assignment of Rents	CB1595162

	Party	Nature of Charge	Registration No.
(g)	Prabhjot Singh Brar and Jaspreet Singh Gill	Mortgage	CB1671873
(h)	Prabhjot Singh Brar and Jaspreet Singh Gill	Assignment of Rents	CB1671874

together with any other charges, liens, encumbrances, caveats, or certificates of pending litigation registered against the Lands subsequent to the Petitioner's Certificate of Pending Litigation.

Receiver Borrowings

10. Paragraph 24 of the Receivership Order is hereby amended by replacing the existing reference to \$150,000 with \$300,000 such that, after giving effect to such amendment, paragraph 24 of the Receivership Order shall provide as follows:

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 \$300,000 (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 the Receiver's Charge and the charges as set out in Sections 14.06(7), 81.4(4) and 81.6(2) of the BIA.

11. The Parties hereto and the Purchaser be at liberty to apply for such further and other direction as may be necessary to carry out the full purport and effect of this Order.

12. Endorsement of this Order by counsel appearing on this application other than counsel for the Receiver is 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 Jordan Schultz
Lawyer for the Receiver

By the Court.

Registrar

SCHEDULE "A"

LIST OF COUNSEL

Name	Appearing for

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

THE TORONTO-DOMINION BANK

PETITIONER

AND:

UPPAL FARMS & GREENHOUSES LTD., BHALVINDER KAUR
THANDI, JAGRAJBIR KAUR UPPAL, GURMINDER SINGH
UPPAL, PAWANBIR SINGH UPPAL, THE CROWN IN RIGHT OF
BRITISH COLUMBIA, HIS MAJESTY THE KING IN RIGHT OF
CANADA, DUC HUY NGO, JASVIR KAUR JOHAL, DALJIT SINGH
GILL, MKR GROWERS LTD., MGB ENT. LTD. THE BANK OF
NOVA SCOTIA, AGRICULTURAL CREDIT CORPORATION, DE
LAGE LANDEN FINANCIAL SERVICES CANADA INC., LINDE
CANADA INC. AND ALL TENANTS AND OCCUPANTS OF THE
SUBJECT LANDS

RESPONDENTS

**ORDER MADE AFTER APPLICATION
[APPROVAL OF SALE AND VESTING OF TITLE ORDER]**
[34050 HALLERT ROAD, ABBOTSFORD]

DENTONS CANADA LLP
BARRISTERS & SOLICITORS
250 Howe Street, 20th Floor
Vancouver, BC V6C 3R8
Phone No.: (604) 687-4460
Attention: Catherine Ewasiuk
File No. 131048-105