



This is the 1st Affidavit of Doug Chivers
in this case and was made on March 14, 2022

No. S2111109
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

PROSPERA CREDIT UNION

PETITIONER

AND:

1143924 B.C. LTD.
BUFFALO-GENTAI (ST. JOHNS)
INVESTMENTS LIMITED PARTNERSHIP
BUFFALO-GENTAI DEVELOPMENT LTD.
HONGYU TINA MU
YU YANG
GENTAI DEVELOPMENT CORP.
BUFFALO HOLDINGS INC.
WJY 2015 TRUST
CANADIAN WESTERN BANK

RESPONDENTS

AFFIDAVIT

I, Doug Chivers, of 505 Burrard St #430, Vancouver, BC, MAKE OATH AND SAY AS
FOLLOWS:

1. I am Senior Vice President of The Bowra Group Inc. ("**Bowra**"), the Receiver, without security, of all of the assets, undertakings and property of 1143924 B.C. Ltd., Buffalo-Gentai (St. Johns) Investment Limited Partnership and Buffalo-Gentai Development Ltd. (the "**Debtors**").

Background

2. The Debtors primary business involved the development of a mixed-use commercial and multi-unit residential rental facility in Port Moody, B.C. (the "**Development**"), having civic addresses of 3101 and 3103 St. Johns Street, 123, 125, 127 and 129 Buller Street, and 3104, 3108 and 3112 St. George Street, Port Moody (the "**Lands**").

3. These proceedings were commenced by the Petitioner, Prospera Credit Union (“**Prospera**”) on December 21, 2021. Prospera provided mortgage financing in connection with the purchase of the Lands and holds a mortgage on three of the lots and the four strata lots (the “**Prospera Mortgage**”). The Respondent, Canadian Western Bank (“**CWB**” and together with Prospera, the “**Secured Lenders**”) holds a mortgage on the remaining two lots.

The Development Application

4. In 2019, the Debtors submitted an application to the City of Port Moody (the “**City**”) to amend the Official Community Plan and to rezone the Lands from their current single-family, duplex and fourplex designations of RT, RSI and RM4 to CD81 (collectively the “**Development Application**”). The Development Application has undergone various revisions with input from the City and others.
5. The Receiver has obtained two marketing proposals of the Development from Cushman & Wakefield and from Colliers, both of which indicate that the highest value of the Development will likely be achieved by obtaining third-reading approval of the Development Application by the City, though both note various risks. I have not attached these marketing proposals to this affidavit because they both contain valuations and information that might adversely impact the eventual marketing and sale of these properties.
6. The Receiver prepared an outline, timeline and costs of the steps that would be taken to seek third-reading approval, and presented that information to the primary stakeholders, the Debtors and Secured Lenders. Those stakeholders all support the Receiver moving forward with this process to obtain third-reading approval, subject to certain terms. I have not attached this document to this affidavit because it contains strategic information that might adversely impact the application for third-reading approval. The Secured Lenders have agreed to advance funds to the Receiver, in accordance with the Receivership Order, to fund the professional fees and other costs with this process.

7. The Receiver is hopeful that the Development Application will be ready for a public hearing and third reading prior to the end of July 2022, or at latest by the end of September 2022.

Proposed Amendments to paragraph 1 and 2 (o) of the Receivership Order

8. Paragraph 1 of the Receivership Order only expressly refers to the property located at 3108 St. George Street, Port Moody, B.C. The Receiver seeks an order to amend Paragraph 1 to the Receivership Order to list each of the parcels of land that are the subject of these proceedings to avoid issues with future Land Title Office filings. The title searches for the lands that are properly subject to the Receivership Order are attached as Exhibit "C" and "M" to the Affidavit of Catherine Carmichael, filed herein on December 21, 2021.

9. In addition, in order to carry out its duties and obligations as Receiver in accordance with the Receivership Order, the Receiver will need to deal specifically with matters involving the Development Application and obtaining a third reading approval by the City, and accordingly, the Receiver (and the Secured Lenders and the Debtors) seeks to amend the Receivership Order to specifically give the Receiver authority:

Paragraph 2 (o): to take such steps as the Receiver thinks necessary or desirable to obtain third-reading approval by the council of the City of Port Moody of the Debtors' application for an amendment to the Official Community Plan and rezoning application, including the negotiation of related agreements with the City of Port Moody and other persons or entities, in furtherance of the Debtors' development of the subject lands.

SWORN BEFORE ME at the City of)
Vancouver, in the Province of British)
Columbia, this 14th day of March, 2022.)
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A Commissioner for taking Affidavits for)
British Columbia.)

DOUG CHIVERS

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COLUMBIA**

BETWEEN: PROSPERA PETITIONER
 CREDIT UNION

AND: 1143924 B.C. LTD.
 AND OTHERS RESPONDENTS

AFFIDAVIT



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Attention: William L. Roberts
 and Joel Schachter