



COURT FILE NO. VLC-S-S-234019
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE RECEIVERSHIP OF
BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.

AND

BUSINESS DEVELOPMENT BANK OF CANADA

PLAINTIFF

BEYOND THE GRAPE ON PREMISE WINEMAKING
LTD.

FRASER MILLS FERMENTATION COMPANY LTD.

IAN DONALD MACKERRICHER

MICHAEL EDWARD DRUCE

DANIEL JOSEPH PARENT

STEPHEN PAUL SHELDON

WARREN TODD BOYER

DEFENDANTS

FINAL REPORT OF THE RECEIVER

May 29, 2024

**BDO Canada Limited, Receiver of
Beyond the Grape on Premise
Winemaking Ltd. (dba Fraser Mills
Fermentation Company Ltd.)**

Unit 1100 – 1055 W Georgia Street
Vancouver, BC V6E 3P3

**FINAL REPORT OF THE RECEIVER
BDO CANADA LIMITED
May 29, 2024**

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I. PURPOSE OF THE REPORT

1. The purpose of this report is to:
 - i. Update the Court with respect to the receivership; and,
 - ii. Request that this Honourable Court approve the:
 - a) Proposed distribution to the secured creditors in order of priority;
 - b) Receiver's activities and fees incurred to date, plus the estimated fees, disbursements and taxes to a maximum of \$15,000 to complete the administration of the receivership;
 - c) Fees of the Receiver's legal counsel to date plus the estimated fees, disbursements and taxes to a maximum of \$7,000 to complete the administration of the receivership; and,
 - d) Discharge of the Receiver, subject to the distribution of funds on hand in accordance with an Order of the Court.
2. This is our Final Report to Court and should be read in conjunction with the First Report to Court dated October 20, 2023 (the "**First Report**").
3. In preparing this Final Report and in making recommendations to the Court, the Receiver has been provided with and has relied upon information obtained from discussions with the director of Beyond the Grape on Premise Winemaking Ltd. ("**BTG**" or the "**Company**") and from a review of the Company's books and records. The Receiver expresses no opinion or other assurance in respect of the accuracy or completeness of such information as is reflected in the Receiver's Reports to the Court.

II. BACKGROUND

4. BDO Canada Limited was appointed as Receiver (the “**Receiver**”) of the assets, undertakings and properties (the “**Assets**”) of the Company pursuant to an Order made by the Supreme Court of British Columbia on September 18, 2023 (the “**Court Order**”).
5. Pursuant to another Order in the Supreme Court of British Columbia issued on September 18, 2023, BDO Canada Limited was also appointed as Trustee (the “**Trustee**”) in the Bankruptcy of Beyond the Grape on Premise Winemaking Ltd. Attached as **Appendix A** is a copy of the Bankruptcy Order.
6. In the First Report dated October 20, 2023, the Receiver outlined to the Court the purchase offers received. The Receiver accepted an offer (the “**Asset Purchase Agreement**”) from Chris Walton and Ian MacKerricher (the “**Purchasers**”) for \$201,013. The Asset Purchase Agreement was subsequently amended to assign it to Train Wreck Brewing Ltd., a newly incorporated company for which Chris Walton and Ian MacKerricher are the directors. The Asset Purchase Agreement was approved by the Court on November 3, 2023 and closed on November 21, 2023.
7. All of the Assets have been sold as part of the receivership proceedings.

III. SUMMARY OF RECEIVER’S ACTIVITIES

8. Since the date of the Receivership Order, the Receiver’s activities have included:
 - a) Performing its statutory duties as required pursuant to subsection 245 (1) and 246(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3 (the “**BIA**”) in relation to creditor and Official Receiver notification;
 - b) Freezing the Company’s bank account;
 - c) Attending the Company’s premises in Port Moody, British Columbia and securing the Assets;

- d) Arranging for a custodian to monitor the leased premises and Assets;
- e) Contacting the Company's landlord and making arrangements to continue to occupy the leased premises during the receivership;
- f) Working with the former principal to obtain additional information with respect to Assets of the Company;
- g) Borrowed \$50,000 in Receiver's borrowings from BDC to cover ongoing costs;
- h) Reviewing the Company's existing insurance coverage and determining the appropriateness thereof;
- i) Soliciting auction proposals with respect to the Company's Assets;
- j) Canvassing other local breweries to determine the level of interest in purchasing the Assets;
- k) Reviewing auction proposals and offers for the Assets;
- l) Obtaining Court approval for the sale of the Assets;
- m) Working with Canada Revenue Agency ("**CRA**") to facilitate a payroll trust audit;
- n) Liaising with numerous creditors;
- o) Attending to discussions and correspondence with legal counsel and various stakeholders;
- p) Initiating the transfer of the liquor licenses;
- q) Disclaiming the lease for the premises on November 21, 2023;
- r) Filing applicable statutory returns;

- s) Remitting payments to priority creditors;
- t) Providing updates to BDC and RBC; and,
- u) Preparing two reports to Court.

IV. DISTRIBUTION TO CREDITORS

9. CRA conducted a payroll trust examination. The result of the examination was a property claim of \$18,839 owing to CRA for unremitted payroll source deductions. The Receiver has remitted the balance owing on the property claim to CRA as of the date of this report.
10. Employees were owed approximately \$3,000 as a result of unpaid wages prior to the receivership. The Receiver has remitted the balance owing on outstanding wages to the employees as of the date of this report.
11. Business Development Bank of Canada ("**BDC**") is owed approximately \$752,000 by BTG. Royal Bank of Canada ("**RBC**") is owed approximately \$408,000. Both parties hold general securities agreements in respect of all present and after-acquired property of BTG. RBC and BDC signed a priority agreement dated August 28, 2019, which gives BDC priority over select pieces of equipment, and RBC has first priority over the remaining Assets.
12. The Receiver reviewed the B.C. Personal Property Registry ("**PPR**") in respect the Company and confirmed registration of the security interests of RBC and BDC. The Receiver is not aware of any other remaining claims that may be in priority to RBC and BDC. Attached as **Appendix B** is a copy of the PPR search conducted on May 29, 2024.

13. The Asset Purchase Agreement's purchase price was for \$201,013. The purchaser assigned a value of \$182,013 to the property over which BDC has priority. The remaining \$19,000 was assigned to the property over which RBC has priority. Accordingly, BDC will be paid approximately \$43,000 and RBC will be paid approximately \$4,500.
14. Accordingly, the total distribution to creditors is estimated as follows:

As at May 28, 2024		(\$000's)
<i>Assets</i>		
	Cash from Company's bank account	3
	Proceeds from sale of Assets	201
<i>Less:</i>		
	Occupation costs and professional fees including unbilled fees	(134)
	Net assets available for distribution	<u>70</u>
<i>Distribution to secured and priority creditors</i>		
	Canada Revenue Agency - Source deductions	19
	Employee claims (wages)	3
	BDC	43
	RBC	5
	Total distribution to secured and priority creditors	<u>70</u>
	Shortfall to secured creditors	<u>1,112</u>

15. Both RBC and BDC will suffer significant shortfalls on their respective claims. Accordingly, there is no recovery for unsecured creditors.

V. INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS

16. A summary of the Interim Statement of Receipts and Disbursements of the Receiver for the period September 18, 2023, to May 28, 2024 is summarized on the following page.

Receipts	\$
Sale of assets	201
Advance from secured creditor	50
Sales tax collected and refunded	24
Cash in bank account	3
Interest	3
	<u>281</u>
Disbursements	
Receiver's fees	51
Return advance to secured creditor	50
Rent	32
Sales tax paid and remitted	23
Deemed trust claim and priority creditor payments	22
Legal fees	21
Security, insurance, locksmith and utilities	7
License, filing and office fees	3
Interest on advance from secured creditor	2
	<u>211</u>
Excess Receipts over Disbursements	<u>70</u>

17. Attached as **Appendix C** is the Statement of Receipts and Disbursements for the period September 18, 2023, to May 28, 2024.

VI. PROFESSIONAL FEES

Summary of Receiver's Fees

18. For the period of July 25, 2023, to October 31, 2023, a summary of the Receiver's fees and disbursements were:

	\$
Fees	50,914
Disbursements	3,547
GST	2,723
Total	<u>57,184</u>

19. Attached as **Appendix D** is summary of the Receiver's accounts for the period July 25, 2023 to October 31, 2023. Details of the Receiver's fees and invoices are attached as Exhibit "A" to the 1st affidavit of C. Bowra filed in this action.

20. Copies of the Receiver's invoices referenced above are provided in Affidavit #1 of Chris Bowra sworn on May 29, 2024.
21. The secured creditors have reviewed and approved the Receiver's invoices.

Receiver's Staffing and Hours

22. Chris Bowra had primary responsibility for the work carried out by the Receiver. Where appropriate, this work was delegated to other staff. A summary of the time spent on this assignment by members of BDO Canada Limited for the period beginning from our involvement on July 25, 2023 to October 31, 2023 is summarized below.

Name	Title	Average Hourly Rate (\$)	Hours
J. Rodrigues	Partner	660	3.2
C. Bowra	Vice President	495	49.2
T. Chesley	Sr. Analyst	275	88.9
			141.3

23. In the Receiver's opinion, the time and disbursements incurred in the course of its duties are:
- i. comparable to receivership assignments of similar scale and complexity; and
 - ii. necessary in order for the Receiver to fulfil its obligations.
24. The hourly rates charged by the Receiver are:
- i. consistent with the hourly rates billed by the Receiver on other engagements; and,
 - ii. consistent with other insolvency firms of comparable size engaged on similar receivership matters to the Receiver's knowledge in the Province of British Columbia.

25. The Receiver requests that the Court approve the Receiver's fees and costs incurred to date of \$57,184 and additional fees and costs to a maximum of \$15,000 to complete the administration of the receivership.

Summary of Legal Fees

26. The Receiver engaged McMillan Dubo Law Group ("**MDLG**") as its independent legal counsel. The total fees of MDLG were \$17,075 and disbursements of \$499 as summarized below.

	\$
Fees	17,075
Disbursements	499
PST	1,219
GST	872
Total	<u>19,665</u>

27. Attached as **Appendix E** is a summary of McMillan Dubo Law Group's invoices for the period September 15, 2023 to November 30, 2023. Details of MLDG's fees and invoices are attached as Exhibit "B" to the 1st affidavit of C. Bowra filed in this action.
28. The Receiver has reviewed the invoices of MDLG and believes them to be proper and reasonable. The legal services provided were necessary for the Receiver to fulfil its obligations.
29. The Receiver also engaged Gehlen Dabbs Cash LLP ("**GDC**") to confirm that BDC's security was valid and enforceable as against the Trustee. GDC's fees were \$2,007, and disbursements, taxes and other charges of \$493.
30. The Receiver requests that the Court summarily approve the legal fees of MDLG and GDC incurred to date and approve additional fees, disbursements, and taxes for MDLG to a maximum of \$7,000 to complete the administration of the receivership.

VII. CONCLUSION AND RECOMMENDATION

Conclusion

31. The Court approved the sale of the Assets on November 3, 2023.
32. The sale closed on November 21, 2023.
33. The secured creditors will suffer significant shortfalls on their respective loans. There will be no recovery for unsecured creditors.

Recommendation

34. The Receiver respectfully requests the Court approve the:
 - i. Payment of the balance of funds to the secured creditors of approximately \$43,000 to BDC and \$4,500 to RBC;
 - ii. Activities and the accounts of the Receiver and its legal counsel;
 - iii. Additional Receiver's fees, disbursements and taxes to a maximum of \$15,000 to complete the administration of the estate;
 - iv. Additional fees, disbursements and taxes of the Receiver's legal counsel to a maximum of \$7,000 to complete the administration of the estate; and,
 - v. Discharge the Receiver on the terms set out in the proposed form of Discharge Order appended to the Receiver's Notice of Application filed concurrently with this report.

All of which is respectfully submitted this 29th day of May, 2024.

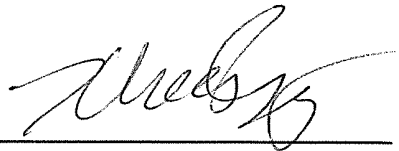
BDO CANADA LIMITED,

In its capacity as Court-Appointed Receiver of
Beyond the Grape on Premise Winemaking Ltd.
(dba Fraser Mills Fermentation)
and not in its personal or corporate capacity.

Per:



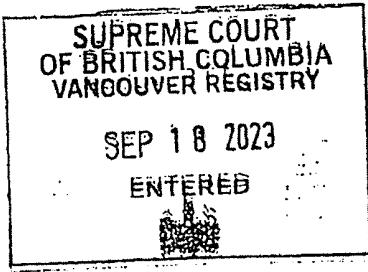
Chris Bowra, CPA, CA, CIRP, LIT
Vice President



Troy Chesley, CPA
Senior Analyst

APPENDIX A

Bankruptcy Order dated September 18, 2023



Bankruptcy Division
Court No. VLC-S-B-230317
Estate No. 11-254505
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE BANKRUPTCY OF BEYOND THE GRAPE ON
PREMISE WINEMAKING LTD. DOING BUSINESS AS FRASER MILLS
FERMENTATION.**

ORDER MADE AFTER APPLICATION

BEFORE THE HONOURABLE JUSTICE
TAYLOR
~~Or A REGISTRAR~~ MONDAY, SEPTEMBER
18th, 2023

ON THE APPLICATION of Royal Bank of Canada a creditor, coming on for hearing at Vancouver, British Columbia on September 18, 2023 and on hearing Catherine Ewasiuk appearing on behalf of Fulton & Company LLP, counsel for the Applicant creditor, Royal Bank of Canada; and no one else appearing although duly served; AND ON READING the material filed herein to date;

Cody Reedman, counsel for Beyond the Grape on Premise Winemaking Ltd.,

AND it appearing to the Court that the following acts of bankruptcy have been committed:

- a. Beyond the Grape on Premise Winemaking Ltd. doing business as Fraser Mills Fermentation has ceased to meet its liabilities generally as they become due.

THIS COURT ORDERS that:

1. The Court hereby orders that Beyond the Grape on Premise Winemaking Ltd. doing business as Fraser Mills Fermentation having a registered office at 590 Carlsen Place, Port Moody, British Columbia, be adjudged bankrupt by virtue of the bankruptcy order hereby made on this date;

2. The Court further orders that BDO Canada Limited of 1100 – 1055 West Georgia Street, Vancouver, British Columbia V6E 3P3, be appointed trustee of the estate of the bankrupt; and

3. The Court further orders that the costs of the applicant be paid out of the estate of the bankrupt on taxation of the estate.

4. The requirement as to consent for Beyond the Grape on Premier Winemaking's approval as to the form of this order 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.



Hal R. Hicks Catherine Ewasilik
Counsel for Royal Bank of Canada, a
creditor



By the Court

Judge or Registrar in Bankruptcy

Checked ✓
NR.

Bankruptcy Division
Court No. VLC-S-B-230317
Estate No. 11-254505
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE BANKRUPTCY OF BEYOND
THE GRAPE ON PREMISE WINEMAKING LTD. DOING
BUSINESS AS FRASER MILLS FERMENTATION.**

BANKRUPTCY ORDER

FILE NO. 67095-61

HRH/amk

FULTON & COMPANY LLP
Lawyers & Trade-mark Agents
300 – 350 Lansdowne Street
Kamloops, B.C.
V2C 1Y1
Phone: (250) 372-5542

APPENDIX B

PPR search dated September 12, 2023

Business Debtor - "BEYOND THE GRAPE ON PREMISE WINEMAKING LTD."

Search Date and Time: May 29, 2024 at 9:01:41 am Pacific time
Account Name: BDO CANADA LIMITED BDO CANADA LIMITEE

TABLE OF CONTENTS

13 Matches in 9 Registrations in Report

Exact Matches: 13 (*)

Total Search Report Pages: 24

	Base Registration	Base Registration Date	Debtor Name	Page
1	312498L	February 11, 2019	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	2
2	533153L	May 29, 2019	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD. * BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	4
3	536834L	May 31, 2019	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	7
4	744557L	September 4, 2019	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	10
5	984130L	January 3, 2020	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	12
6	984138L	January 3, 2020	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	14
7	020445M	January 23, 2020	* BEYOND THE GRAPE ON - PREMISE WINEMAKING LTD. * BEYOND THE GRAPE ON - PREMISE WINEMAKING LTD. * BEYOND THE GRAPE ON PREMISE WINEMAKING LTD. * BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	16
8	131887M	March 20, 2020	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	20
9	863007N	July 15, 2022	* BEYOND THE GRAPE ON PREMISE WINEMAKING LTD.	23

Base Registration Number: 312498L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: February 11, 2019 at 12:31:00 pm Pacific time
Current Expiry Date and Time: February 11, 2025 at 11:59:59 pm Pacific time
 Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

**DE LAGE LANDEN FINANCIAL
SERVICES CANADA INC.**

Address

3450 SUPERIOR COURT, UNIT 1
OAKVILLE ON
L6L 0C4 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3030 SAINT JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

Type	Year	Make/Model	Serial/VIN/DOT Number
Motor Vehicle (MV)	2009	CROWN / / SC4520-30	9A166577

General Collateral

Base Registration General Collateral:

ALL GOODS OF THE DEBTOR DESCRIBED HEREIN BY VEHICLE IDENTIFICATION NUMBER OR SERIAL NUMBER, AS APPLICABLE, WHEREVER SITUATED, TOGETHER WITH ALL PARTS AND ACCESSORIES RELATING THERETO, ALL ATTACHMENTS, ACCESSORIES AND ACCESSIONS THERETO OR THEREON, ALL REPLACEMENTS, SUBSTITUTIONS, ADDITIONS AND IMPROVEMENTS OF ALL OR ANY PART OF THE FOREGOING AND ALL PROCEEDS IN ANY FORM DERIVED THEREFROM. PROCEEDS: ALL OF THE DEBTOR'S PRESENT AND AFTER ACQUIRED PERSONAL PROPERTY WHICH IS DERIVED, DIRECTLY OR INDIRECTLY, FROM ANY DEALING WITH OR DISPOSITION OF THE ,ABOVE-DESCRIBED COLLATERAL, INCLUDING WITHOUT LIMITATION, ALL INSURANCE AND OTHER PAYMENTS PAYABLE AS INDEMNITY OR COMPENSATION FOR LOSS OR DAMAGE THERETO, ACCOUNTS, RENTS OR OTHER PAYMENTS ARISING FROM THE LEASE OF THE ABOVE-DESCRIBED COLLATERAL, GOODS, CHATTEL PAPER, INVESTMENT PROPERTY, DOCUMENTS OF TITLE, INSTRUMENTS, MONEY, CHEQUES, DEPOSITS, SECURITIES AND INTANGIBLES.

Original Registering Party

**DE LAGE LANDEN FINANCIAL
SERVICES CANADA INC.**

Address

3450 SUPERIOR COURT, UNIT 1
OAKVILLE ON
L6L 0C4 Canada

Base Registration Number: 533153L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: May 29, 2019 at 2:45:55 pm Pacific time
Current Expiry Date and Time: May 29, 2029 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

ROYAL BANK OF CANADA

Address

36 YORK MILLS ROAD, 4TH FLOOR
TORONTO ON
M2P 0A4 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3044 ST JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3039 SPRING STREET
PORT MOODY BC
V3H 4B6 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

GOODS OF THE DEBTOR BEING EQUIPMENT AND LEASEHOLD IMPROVEMENTS USED IN THE OPERATION OF THE BUSINESS OF THE DEBTOR LOCATED AT 3044 ST JOHNS ST PORT MOODY BC CANADA V3H2C5 AND 3039 SPRING STREET PORT MOODY BC CANADA V3H4B6 AND ALL FIXTURES, BUILDING MATERIALS, PARTS, COMPONENTS, ATTACHMENTS, ADDITIONS, ALTERATIONS, ACCESSORIES, ACCESSIONS, IMPROVEMENTS AND OTHER PERSONAL PROPERTY PLACED ON, ADDED TO OR APPURTENANT THERETO (HEREINAFTER COLLECTIVELY REFERRED TO AS THE GOODS). AND ALL DEEDS, DOCUMENTS, WRITINGS, PAPERS AND BOOKS RELATING TO OR BEING ,RECORDS OF THE GOODS OR THEIR PROCEEDS OR BY WHICH THE GOODS OR THEIR PROCEEDS ARE OR MAY HEREAFTER BE SECURED, EVIDENCED, ACKNOWLEDGED OR MADE PAYABLE INCLUDING DOCUMENTS OF TITLE, CHATTEL PAPER, SECURITIES AND INSTRUMENTS, AND ALL CONTRACTUAL RIGHTS AND INSURANCE CLAIMS RELATING TO THE ,GOODS. PROCEEDS: ALL PROCEEDS INCLUDING, WITHOUT LIMITATION, ALL PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY THAT MAY BE DERIVED FROM THE SALE OR OTHER DISPOSITION OF THE GOODS, INCLUDING INVENTORY, EQUIPMENT, INTANGIBLES, MONEY, CHATTEL PAPERS, DOCUMENTS OF TITLE, SECURITIES, LICENCES, CROPS AND INSTRUMENTS.

Original Registering Party

ROYAL BANK OF CANADA

Address

36 YORK MILLS ROAD, 4TH FLOOR
TORONTO ON
M2P 0A4 Canada

HISTORY

(Showing most recent first)

RENEWAL

Registration Date and Time: April 30, 2024 at 6:01:21 pm Pacific time
Registration Number: 348718Q
Registration Life: 5 Years
New Expiration Date and Time: May 29, 2029 at 11:59:59 pm Pacific time

Registering Party Information

D + H LIMITED PARTNERSHIP

Address

2 ROBERT SPECK PARKWAY, 15TH FLOOR
MISSISSAUGA ON
L4Z 1H8 Canada

Base Registration Number: 536834L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: May 31, 2019 at 6:26:07 am Pacific time
Current Expiry Date and Time: May 31, 2029 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

ROYAL BANK OF CANADA

Address

36 YORK MILLS ROAD, 4TH FLOOR
TORONTO ON
M2P 0A4 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3044 ST JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

ALL OF THE DEBTOR'S PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY WHEREVER SITUATE INCLUDING BUT NOT LIMITED TO GOODS (INCLUDING INVENTORY, EQUIPMENT (EQUIPMENT INCLUDES, WITHOUT LIMITATION, MACHINERY, TOOLS, APPARATUS, PLANTS, FURNITURE, FIXTURES, AIRCRAFT AND VEHICLES OF WHATSOEVER NATURE AND KIND), BUT EXCLUDING CONSUMER GOODS) CHATTEL PAPER, DOCUMENTS OF TITLE, INSTRUMENTS, INTANGIBLES, MONEY, LICENCES, CROPS, SECURITIES AND OTHER INVESTMENT PROPERTY.

Original Registering Party

ROYAL BANK OF CANADA

Address

36 YORK MILLS ROAD, 4TH FLOOR
TORONTO ON
M2P 0A4 Canada

HISTORY

(Showing most recent first)

RENEWAL

Registration Date and Time: April 30, 2024 at 6:01:15 pm Pacific time
Registration Number: 348717Q
Registration Life: 5 Years
New Expiration Date and Time: May 31, 2029 at 11:59:59 pm Pacific time

Registering Party Information

D + H LIMITED PARTNERSHIP

Address

2 ROBERT SPECK PARKWAY, 15TH FLOOR
MISSISSAUGA ON
L4Z 1H8 Canada

Base Registration Number: 744557L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: September 4, 2019 at 1:42:31 pm Pacific time
Current Expiry Date and Time: September 4, 2032 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

BUSINESS DEVELOPMENT BANK OF CANADA **Address**
1500 - 1133 MELVILLE STREET
VANCOUVER BC
V6E 4E5 Canada

Debtor Information

BEYOND THE GRAPE ON PREMISE WINEMAKING LTD. **Address**
3044 ST. JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

FRASER MILLS FERMENTATION COMPANY LTD. **Address**
3044 ST. JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

ALL OF THE DEBTORS' PRESENT AND AFTER-ACQUIRED PERSONAL PROPERTY AND ALL PROCEEDS THEREOF, TOGETHER WITH AN UNCRYSTALLIZED FLOATING CHARGE ON LAND.

Original Registering Party

WATERSTONE LAW GROUP LLP

Address

202 - 32625 SOUTH FRASER WAY
ABBOTSFORD BC
V2T 1X8 Canada

Base Registration Number: 984130L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: January 3, 2020 at 10:20:32 am Pacific time
Current Expiry Date and Time: January 3, 2026 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

MERIDIAN ONECAP CREDIT CORP. **Address**
SUITE 1500, 4710 KINGSWAY
BURNABY BC
V5H 4M2 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.** **Address**
3044 ST. JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

FURNACE AND AC UNIT(S), HVAC EQUIPMENT(S), PLUMBING EQUIPMENT(S) TOGETHER WITH ALL ATTACHMENTS ACCESSORIES ACCESSIONS REPLACEMENTS SUBSTITUTIONS ADDITIONS AND IMPROVEMENTS THERETO AND ALL PROCEEDS IN ANY FORM DERIVED DIRECTLY OR INDIRECTLY FROM ANY SALE AND OR DEALINGS WITH THE COLLATERAL AND A RIGHT TO AN INSURANCE PAYMENT OR OTHER PAYMENT THAT INDEMNIFIES OR COMPENSATES FOR LOSS OR DAMAGE TO THE COLLATERAL OR PROCEEDS OF THE COLLATERAL

Original Registering Party

AVS SYSTEMS INC.

Address

201-1325 POLSON DR.
VERNON BC
V1T 8H2 Canada

Base Registration Number: 984138L

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: January 3, 2020 at 10:25:35 am Pacific time
Current Expiry Date and Time: January 3, 2026 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

MERIDIAN ONECAP CREDIT CORP. **Address**
SUITE 1500, 4710 KINGSWAY
BURNABY BC
V5H 4M2 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.** **Address**
3044 ST. JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

THIS SALE OF GOODS REGISTRATION COVERS THE EQUIPMENT LISTED ON BASE REGISTRATION
#984130L



PERSONAL PROPERTY REGISTRY SEARCH RESULT

BC Registries and Online Services

Original Registering Party

AVS SYSTEMS INC.

Address

201-1325 POLSON DR.
VERNON BC
V1T 8H2 Canada

Base Registration Number: 020445M

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: January 23, 2020 at 1:03:18 pm Pacific time
Current Expiry Date and Time: January 23, 2026 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

VAULT CREDIT CORPORATION

Address

41 SCARSDALE ROAD UNIT 5
TORONTO ON
M3B 2R2 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3030 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**BEYOND THE GRAPE ON - PREMISE
WINEMAKING LTD.**

Address

3030 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3044 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**BEYOND THE GRAPE ON - PREMISE
WINEMAKING LTD.**

Address

3044 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**FRASER MILLS FERMENTATION
COMPANY**

Address

3044 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

**FRASER MILLS FERMENTATION
COMPANY**

Address

3030 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

DRUCE, MICHAEL

Address

590 CARLSEN PL
PORT MOODY BC
V3H 3Z8 Canada

Birthdate

March 10, 1976

DRUCE, MIKE

Address

590 CARLSEN PL
PORT MOODY BC
V3H 3Z8 Canada

Birthdate

March 10, 1976

MACKERRICHER, IAN DONALD

Address

421 CARLSEN PL
PORT MOODY BC
V3H 4A1 Canada

Birthdate

March 8, 1980

MACKERRICHER, IAN

Address

421 CARLSEN PL
PORT MOODY BC
V3H 4A1 Canada

Birthdate

March 8, 1980

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

ALL RESTAURANT EQUIPMENT AND LED TV, TOGETHER WITH ALL GOODS OF EVERY NATURE OR KIND, FINANCED BY THE SECURED PARTY TO THE DEBTOR AND AS AMENDED FROM TIME TO TIME, TOGETHER WITH ANY AND ALL PAST, PRESENT AND FUTURE ACQUIRED PARTS, ATTACHMENTS, ACCESSORIES, ACCESSIONS, ADDITIONS, SUBSTITUTIONS, IMPROVEMENTS, REPAIR AND REPLACEMENT PARTS AND OTHER EQUIPMENT PLACED ON OR FORMING PART OF THE GOODS DESCRIBED HEREIN AND ANY AND ALL PROCEEDS IN ANY FORM DERIVED DIRECTLY OR INDIRECTLY FROM ANY SALE AND OR DEALINGS WITH THE COLLATERAL OR PROCEEDS THEREOF AND WITHOUT LIMITATION, MONEY, CHEQUES, DEPOSITS IN DEPOSIT TAKING , INSTITUTIONS, GOODS, ACCOUNTS RECEIVABLE, RENTS OR OTHER PAYMENTS ARISING FROM THE LEASE OF THE COLLATERAL, INCLUDING ALL GOODS, SECURITIES, INSTRUMENTS DOCUMENTS OF TITLE, CHATTEL PAPER, INTANGIBLES (AS DEFINED IN THE PERSONAL PROPERTY SECURITY ACT), RIGHTS OF INSURANCE PAYMENTS OR ANY OTHER PAYMENT AS INDEMNITY OR ,COMPENSATION FOR LOSS OR DAMAGE TO THE COLLATERAL OR PROCEEDS OF THE COLLATERAL.

Original Registering Party

VAULT CREDIT CORPORATION

Address

41 SCARSDALE ROAD UNIT 5
TORONTO ON
M3B 2R2 Canada

Base Registration Number: 131887M

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: March 20, 2020 at 12:38:04 pm Pacific time
Current Expiry Date and Time: March 20, 2025 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

NORTH KEGS CORP

Address

216-2222 S SHERIDAN WAY
MISSISSAUGA ON
L5J 2M4 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.**

Address

3044 ST JOHNS STREET
PORT MOODY BC
V3H 2C5 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

NORTH KEGS AGREES TO LEASE TO THE LESSEE, AND THE LESSEE AGREES TO LEASE FROM NORTH KEGS, THE KEGS, INDIVIDUALLY CALLED A KEG AND COLLECTIVELY CALLED THE KEG, DESCRIBED IN EACH SCHEDULE EXECUTED FROM TIME TO TIME PURSUANT TO THIS MASTER AGREEMENT AND SUBSTANTIALLY IN THE FORM ATTACHED HERETO AS EXHIBIT A, A SCHEDULE, OR SUCH OTHER FORM AS THE PARTIES MAY AGREE. EACH LEASE OF KEGS DESCRIBED IN A SCHEDULE, A LEASE, SHALL INCORPORATE ALL OF THE TERMS AND CONDITIONS OF THIS MASTER AGREEMENT, SHALL CONTAIN SUCH ADDITIONAL TERMS AS THE LESSEE AND NORTH KEGS SHALL AGREE UPON, AND SHALL CONSTITUTE AN AGREEMENT SEPARATE AND DISTINCT FROM THIS MASTER AGREEMENT AND ANY OTHER LEASE. IN THE EVENT OF A CONFLICT BETWEEN THE PROVISIONS OF THIS MASTER AGREEMENT AND ANY LEASE, THE PROVISIONS OF THE LEASE SHALL PREVAIL WITH RESPECT TO THAT LEASE. 1.2 IT IS EXPRESSLY UNDERSTOOD THAT THE KEGS ARE, AND SHALL AT ALL TIMES REMAIN, PERSONAL PROPERTY OF NORTH KEGS. THE LESSEE SHALL HAVE NO RIGHT, TITLE OR INTEREST IN THE KEGS EXCEPT AS EXPRESSLY PROVIDED HEREIN. NORTH KEGS MAY APPLY LABELS, PLATES OR OTHER MARKINGS TO THE KEGS STATING THAT THE KEGS ARE OWNED BY NORTH KEGS, AND THE LESSEE SHALL NOT REMOVE THOSE LABELS, PLATES OR OTHER MARKINGS. FRANKE BLEFA STAINLESS STEEL KEGS, MANUFACTURED IN GERMANY WITH SANKE D VALVE TOTAL 17,232.00
FRANKE007561312 FRANKE007561448 FRANKE007561180 ,FRANKE007561435 FRANKE007561233
FRANKE007561785 FRANKE007561366 FRANKE007561787 ,FRANKE007561314 FRANKE007561212
FRANKE007561772 FRANKE007561792 FRANKE007561198 ,FRANKE007561368 FRANKE007561793
FRANKE007561786 FRANKE007561195 FRANKE007561190 ,FRANKE007561776 FRANKE007561199
FRANKE007561802 FRANKE007561311 FRANKE007561788 ,FRANKE007561447 FRANKE007561209
FRANKE007561789 FRANKE007561797 FRANKE007561215 ,FRANKE007561171 FRANKE007561192
FRANKE007561795 FRANKE007561206 FRANKE007561780 ,FRANKE007561289 FRANKE007561204
FRANKE007561769 FRANKE007561799 FRANKE007561292 ,FRANKE007561213 FRANKE007561175
FRANKE007561796 FRANKE007561771 FRANKE007561770 ,FRANKE007561407 FRANKE007561768
FRANKE007561346 FRANKE007561283 FRANKE007561290 ,FRANKE007561214 FRANKE007561748
FRANKE007561318 FRANKE007561194 FRANKE007561781 ,FRANKE007561383 FRANKE007561784
FRANKE007561183 FRANKE007561466 FRANKE007561203 ,FRANKE007561310 FRANKE007561783
FRANKE006947814 FRANKE006947685 FRANKE006947686 ,FRANKE006947813 FRANKE006947802
FRANKE006947651 FRANKE006948013 FRANKE006947796 ,FRANKE006947763 FRANKE006948098
FRANKE006947647 FRANKE006947641 FRANKE006947770 ,FRANKE006947654 FRANKE006947666
FRANKE006947780 FRANKE006948106 FRANKE006947760 ,FRANKE006947759 FRANKE006947687
FRANKE006947645 FRANKE006948103 FRANKE006947636 ,FRANKE006947648 FRANKE006948246
FRANKE006947792 FRANKE006948249 FRANKE006947679 ,FRANKE006948254 FRANKE006948232
FRANKE006948264 FRANKE006948244 FRANKE006947789 ,FRANKE006947678 FRANKE006947812
FRANKE006948258 FRANKE006948130 FRANKE006948227 ,FRANKE006948253 FRANKE006948247
FRANKE006948256 FRANKE006947727 FRANKE006947806 ,FRANKE006947797 FRANKE006948237
FRANKE006948250 FRANKE006948245 FRANKE006947809 ,FRANKE006591741 FRANKE006947710

FRANKE006591361 FRANKE006948251 FRANKE006591720 ,FRANKE006591743 FRANKE006948239
FRANKE006947744 FRANKE006591731 FRANKE006591660 ,FRANKE006948240 FRANKE006948234
FRANKE006947788 FRANKE006948255 FRANKE006948228 ,FRANKE006947706 FRANKE006947778
FRANKE006947790 FRANKE006947787 FRANKE006947683 ,FRANKE006947795 FRANKE006947736
FRANKE006947693 FRANKE006591714 FRANKE006591751 ,FRANKE006947726 FRANKE006948090
FRANKE006591700 FRANKE006591728 FRANKE006947739 ,FRANKE006947718 FRANKE006591740
FRANKE006948126 FRANKE006947738 FRANKE006947642 ,FRANKE006591725 FRANKE006947723
FRANKE006947731 FRANKE006947644 FRANKE006947684 ,FRANKE006947747 FRANKE006947713
FRANKE006947719 FRANKE006947750 FRANKE006947733 ,FRANKE006947725 FRANKE006947729
FRANKE006947752

Original Registering Party

NORTH KEGS CORP

Address

216-2222 S SHERIDAN WAY
MISSISSAUGA ON
L5J 2M4 Canada

Base Registration Number: 863007N

Registration Description: PPSA SECURITY AGREEMENT
Act: PERSONAL PROPERTY SECURITY ACT
Base Registration Date and Time: July 15, 2022 at 2:09:13 pm Pacific time
Current Expiry Date and Time: July 15, 2027 at 11:59:59 pm Pacific time
Expiry date includes subsequent registered renewal(s)
Trust Indenture: No

CURRENT REGISTRATION INFORMATION

(as of May 29, 2024 at 9:01:41 am Pacific time)

Secured Party Information

ELLE 3 IMPORTS LTD. **Address**
407-1425 6TH AVE W
VANCOUVER BC
V6H 4G5 Canada

Debtor Information

**BEYOND THE GRAPE ON PREMISE
WINEMAKING LTD.** **Address**
3044 ST. JOHNS ST
PORT MOODY BC
V3H 2C5 Canada

WALTON, CHRIS **Address** **Birthdate**
28615 123 AVE
MAPLE RIDGE BC
V2W 1M1 Canada

Vehicle Collateral

None

General Collateral

Base Registration General Collateral:

WG 3-Evolution Canning machine and related equipment and attachments, including but not limited to equipment bearing serial number WGC-0875, and attachments, accessories, and components including but not limited to: CAN-STD standard can size 12oz/16oz, IPTM Pres & Temp Monitor, IST-Evolution 1-5, RT-STD Standard Rinse Tunnel for WG1-5, SKA-DEPAL-Half Pint, 230v Three Phase, SKA-Rinse Cage - CIB, SKA Depal Twist Rinse, WG3 Evolution, WGC-Spares, PL-WG501 Pack Leader 501 #4 for WG, PL-WG501 Leg Extensions.

Original Registering Party

**IRSC INTEGRATED RECOVERY
SOLUTIONS CORP.**

Address

9669 186 ST
SURREY BC
V4N 3N8 Canada

APPENDIX C

Interim Statement of Receipts and Disbursements
for the period September 18, 2023 to May 28, 2024

In the Matter of the Receivership of
Beyond the Grape on Premise Winemaking Ltd.
Receiver's Interim Statement of Receipts and Disbursements
For the Period September 18, 2023 to May 28, 2024

Estate No. 11-254536

Receipts	\$
Sale of assets	201,013
Advance from secured creditor	50,000
PST collected	13,861
GST collected and refunded	10,051
Interest	2,733
Cash in bank account	2,519
	280,177

Disbursements	
Receiver's fees	50,914
Return advance to secured creditor	50,000
Rent	32,143
Legal fees	21,201
Deemed trust claim	18,839
PST remitted	13,861
GST paid and remitted	9,395
Preferred creditor payments	2,709
Interest on advance from secured creditor	2,013
Security	1,895
Utilities	1,892
Insurance	1,839
Locksmith	1,589
Newspaper ad	1,092
Liquor licenses	420
Postage	265
Travel	181
Filing fees	75
	210,323

Excess Receipts over Disbursements	69,853
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APPENDIX D

Summary of the Receiver's invoices
for the period July 25, 2023 to October 31, 2023

IN THE MATTER OF THE RECEIVERSHIP OF
Beyond the Grape on Premise Winemaking Ltd.
Summary of BDO Canada Limited's Invoices
For the Period July 25, 2023 to October 31, 2023

Period	Invoice	Fees	Disbursements	GST	Total
July 25, 2023 to October 31, 2023	CINV2611691	\$ 50,913.50	\$ 3,547.20	\$ 2,723.04	\$ 57,183.74

APPENDIX E

Summary of McMillan Dubo Law Group's invoices
for the period September 15, 2023 to November 30, 2023

IN THE MATTER OF THE RECEIVERSHIP OF
 Beyond the Grape on Premise Winemaking Ltd.
 Summary of McMillan Dubo Law Group's Invoices
 For the Period September 15, 2023 to November 30, 2023

Period	Invoice	Fees	Disbursements	PST	GST	Total
September 15, 2023 to September 30, 2023	15186	\$ 3,815.00	\$ 95.50	\$ 272.65	\$ 195.18	\$ 4,378.33
October 1, 2023 to October 31, 2023	15482	\$ 8,995.00	\$ 302.75	\$ 643.21	\$ 460.19	\$ 10,401.15
November 1, 2023 to November 30, 2023	15646	\$ 4,265.00	\$ 100.75	\$ 303.52	\$ 216.80	\$ 4,886.07
		\$ 17,075.00	\$ 499.00	\$ 1,219.38	\$ 872.17	\$ 19,665.55