

VICTORIA LAND TITLE OFFICE

DECLARATION(S) ATTACHED
CA8364835 CA8364849

LAND TITLE ACT
FORM C (Section 233) CHARGE

Aug-14-2020 16:05:24.006

1597445466 PAGE 1 OF 9 PAGES

GENERAL INSTRUMENT - PART 1 Province of British Columbia

Your electronic signature is a representation that you are a designate authorized to certify this document under section 168.4 of the *Land Title Act*, RSBC 1996 c.250, that you certify this document under section 168.41(4) of the act, and that an execution copy, or a true copy of that execution copy, is in your possession.

Thomas Earl
Baillie 8CB124
Digitally signed by Thomas Earl Baillie 8CB124
Date: 2020.08.14 15:51:31 -07'00'

1. APPLICATION: (Name, address, phone number of applicant, applicant's solicitor or agent)

BAILLIE LAW CORPORATION

Suite 1088

650 West Georgia Street

Vancouver

BC V6B 4N8

Tel: (604) 684-9996

File No: 5124-468

Document Fees: \$1,123.05

Deduct LTSA Fees? Yes

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:

[PID]

[LEGAL DESCRIPTION]

SEE SCHEDULE

STC? YES

3. NATURE OF INTEREST

CHARGE NO.

ADDITIONAL INFORMATION

SEE SCHEDULE

4. TERMS: Part 2 of this instrument consists of (select one only)

(a) Filed Standard Charge Terms D.F. No.

(b) Express Charge Terms Annexed as Part 2

A selection of (a) includes any additional or modified terms referred to in Item 7 or in a schedule annexed to this instrument.

5. TRANSFEROR(S):

THE BANK OF NOVA SCOTIA

6. TRANSFEREE(S): (including postal address(es) and postal code(s))

SEE SCHEDULE

7. ADDITIONAL OR MODIFIED TERMS:

N/A

8. EXECUTION(S): This instrument creates, assigns, modifies, enlarges, discharges or governs the priority of the interest(s) described in Item 3 and the Transferor(s) and every other signatory agree to be bound by this instrument, and acknowledge(s) receipt of a true copy of the filed standard charge terms, if any.

Officer Signature(s)

Qihua Wang

Commissioner for Taking Affidavits in British Columbia

34 Floor, 650 West Georgia Street

Vancouver, BC V6B 4N7

Execution Date

Y	M	D
20	08	10

Transferor(s) Signature(s)

The Bank of Nova Scotia by its authorized signatories:

Winston Wah Szeto

OFFICER CERTIFICATION:

Your signature constitutes a representation that you are a solicitor, notary public or other person authorized by the *Evidence Act*, R.S.B.C. 1996, c.124, to take affidavits for use in British Columbia and certifies the matters set out in Part 5 of the *Land Title Act* as they pertain to the execution of this instrument.

**LAND TITLE ACT
FORM E**

SCHEDULE

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

**029-349-311 LOT 1 SECTION 11 SUBURBAN LOT 40 ESQUIMALT DISTRICT PLAN
EPP32782 EXCEPT PART SHOWN ON PLAN EPP95431**

STC? YES

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

**NO PID NMBR LOT A SECTION 11 SUBURBAN LOT 40 ESQUIMALT DISTRICT PLAN
EPP95431**

STC? YES

[Related Plan Number]

EPP95431

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

**NO PID NMBR LOT B SECTION 11 SUBURBAN LOT 40 ESQUIMALT DISTRICT PLAN
EPP95431**

STC? YES

[Related Plan Number]

EPP95431

**LAND TITLE ACT
FORM E**

SCHEDULE

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

**NO PID NMBR LOT C SECTION 11 SUBURBAN LOT 40 ESQUIMALT DISTRICT PLAN
EPP95431**

STC? YES

[Related Plan Number]

EPP95431

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

STC? YES

2. PARCEL IDENTIFIER AND LEGAL DESCRIPTION OF LAND:
[PID] [LEGAL DESCRIPTION]

STC? YES

FORM_E_V25

**LAND TITLE ACT
FORM E**

SCHEDULE

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NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting S. 219 Covenant CA_____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA_____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA_____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA_____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA_____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA_____ priority over CA7339335 and CA7339336

FORM_E_V25

**LAND TITLE ACT
FORM E**

SCHEDULE

PAGE 5 OF 9 PAGES

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA _____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA _____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA _____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Easement CA _____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Restrictive Covenant CA _____ priority over CA7339335 and CA7339336

NATURE OF INTEREST	CHARGE NO.	ADDITIONAL INFORMATION
Priority Agreement		Granting Restrictive Covenant CA _____ priority over CA7339335 and CA7339336

FORM_E_V25

**LAND TITLE ACT
FORM E**

SCHEDULE

PAGE 6 OF 9 PAGES

NATURE OF INTEREST
Priority Agreement

CHARGE NO.

ADDITIONAL INFORMATION

Granting Equitable Charge CA_____ priority
over CA7339335 and CA7339336

NATURE OF INTEREST
Priority Agreement

CHARGE NO.

ADDITIONAL INFORMATION

Granting Equitable Charge CA_____ priority
over CA7339335 and CA7339336

NATURE OF INTEREST
Priority Agreement

CHARGE NO.

ADDITIONAL INFORMATION

Granting Equitable Charge CA_____ priority
over CA7339335 and CA7339336

NATURE OF INTEREST

CHARGE NO.

ADDITIONAL INFORMATION

NATURE OF INTEREST

CHARGE NO.

ADDITIONAL INFORMATION

NATURE OF INTEREST

CHARGE NO.

ADDITIONAL INFORMATION

**LAND TITLE ACT
FORM E**

SCHEDULE

ENTER THE REQUIRED INFORMATION IN THE SAME ORDER AS THE INFORMATION MUST APPEAR ON THE FREEHOLD TRANSFER FORM, MORTGAGE FORM, OR GENERAL INSTRUMENT FORM.

4. PART 2 - EXPRESS CHARGE TERMS

A. The Transferor holds a charge on all and singular those certain parcels or tracts of lands and premises described in Item 2 of the attached Form C (the "Lands") by virtue of a Mortgage given by Aragon Esquimalt TC Properties Ltd., Inc. No. BC1068481 (the "Registered Owner") as Borrower, to the Transferor as Lender, and registered in the Land Title Office on February 7, 2019 as number CA7339335 (the "Transferor's Mortgage").

B. The Transferor holds a charge on the Lands by virtue of an Assignment of Rents given by the Registered Owner as Assignor and the Transferor as Assignee, and registered in the Land Title Office on February 7, 2019 as number CA7339336 (the "Assignment of Rents").

C. The Transferor has agreed to execute this Priority Agreement to give the Transferees priority over the Transferor's Mortgage and Assignment of Rents.

D. The Transferor has agreed to execute this Priority Agreement in favour of the Transferees to establish the respective priorities of the Transferor's Mortgage and Assignment of Rents and the restrictions upon the Transferor in respect of exercising its rights and remedies under the Transferor's Mortgage and Assignment of Rents.

WITNESSETH that in consideration of the premises and of the sum of Ten Dollars (\$10.00) of lawful money of Canada now paid by the Transferees to the Transferor (the receipt and sufficiency of which is hereby acknowledge), the Transferor hereby:

1. grants to the Transferee, Corporation of the Township of Esquimalt, priority over the interest which the Transferor now has in the Lands by virtue of the Transferor's Mortgage and Assignment of Rents;
2. postpones to the Transferee's Covenant registered as number CA_____ the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Covenant had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;
3. grants to the Transferee, Aragon Esquimalt TC Properties Ltd., priority over the interest which the Transferor now has in the Lands by virtue of the Transferor's Mortgage and Assignment of Rents;
4. postpones to the Transferee's Easements registered as numbers CA_____, CA_____, CA_____, CA_____, CA_____, CA_____, and CA_____ (the "Easements") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Easements had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;

**LAND TITLE ACT
FORM E**

SCHEDULE

ENTER THE REQUIRED INFORMATION IN THE SAME ORDER AS THE INFORMATION MUST APPEAR ON THE FREEHOLD TRANSFER FORM, MORTGAGE FORM, OR GENERAL INSTRUMENT FORM.

5. postpones to the Transferee's Restrictive Covenants registered as numbers CA_____ and CA_____ (the "Restrictive Covenants") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Restrictive Covenants had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;

6. postpones to the Transferee's Equitable Charges registered as numbers CA_____, CA_____, and CA_____ (the "Equitable Charges") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Equitable Charges had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;

7. represents and warrants in favour of the Transferees that:

(a) the Transferor has not assigned any of its right, title, interest in, to or under the Transferor's Mortgage and Assignment of Rents, and

(b) the Registered Owner is not in default under the Transferor's Mortgage and Assignment of Rents.

These presents shall extend to and enure to the benefit and be binding upon the parties hereto and their respective heirs, executors, administrators, successors and assigns.

IN WITNESS WHEREOF the Transferor has executed this Agreement on the day and year provided in item 8 of the attached Form C.

**LAND TITLE ACT
FORM E**

SCHEDULE

PAGE 9 OF 9 PAGES

ENTER THE REQUIRED INFORMATION IN THE SAME ORDER AS THE INFORMATION MUST APPEAR ON THE FREEHOLD TRANSFER FORM, MORTGAGE FORM, OR GENERAL INSTRUMENT FORM.

6. TRANSFEREES:

CORPORATION OF THE TOWNSHIP OF ESQUIMALT, 1229 Esquimalt Road, Esquimalt, British Columbia, V9A 3P1, as to Section 219 Covenant; and

ARAGON ESQUIMALT TC PROPERTIES LTD., Inc. No. BC1068481, of #210 - 1628 West 1st Avenue, Vancouver, British Columbia, V6J 1G1, as to Easements and Equitable Charges.

**LAND TITLE ACT
FORM DECLARATION**

Related Document Number: CA8364835

1597694054 PAGE 1 OF 3 PAGES

Your electronic signature is a representation that you are a designate authorized to certify this application under section 168.4 of the *Land Title Act*, RSBC 1996, c.250, that you certify this application under section 168.43(3) of the act, and that the supporting document or a true copy of the supporting document, if a true copy is allowed under an e-filing direction, is in your possession.

Thomas Earl Baillie
8CBI24
Digitally signed by Thomas Earl Baillie 8CBI24
Date: 2020.08.17 12:54:39 -07'00'

I, Thomas E. Baillie, Q.C., declare that:

The Form C Charge - Priority Agreement submitted for registration on August 14, 2020 as numbers CA8364835 through CA8364849, inclusive be completed on pages 4 through 6 as follows:

Nature of Interest	Charge No.	Additional Information
Priority Agreement		Granting S. 219 Covenant CA8364820 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364821 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364822 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364823 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364824 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364825 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364826 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364827 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364828 priority over CA7339335 an CA7339336
Priority Agreement		Granting Easement CA8364829 priority over CA7339335 and CA7339336

NOTE:

A Declaration cannot be used to submit a request to the Registrar for the withdrawal of a document.

Fee Collected for Document: \$0.00

DECLARATION CONTINUED

PAGE 2 of 3 pages

Nature of Interest	Charge No.	Additional Information
Priority Agreement		Granting Restrictive Covenant CA8364830 priority over CA7339335 an CA7339336
Priority Agreement		Granting Restrictive Covenant CA8364831 priority over CA7339335 an CA7339336
Priority Agreement		Granting Equitable Charge CA8364832 priority over CA7339335 an CA7339336
Priority Agreement		Granting Equitable Charge CA8364833 priority over CA7339335 an CA7339336
Priority Agreement		Granting Equitable Charge CA8364834 priority over CA7339335 an CA7339336

That Part 2 - EXPRESS CHARGE TERMS on pages 7 and 8 be completed as follows:

2. postpones to the Transferee's Covenant registered as number CA8364820 the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Covenant had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;
4. postpones to the Transferee's Easements registered as numbers CA8364821, CA8364822, CA8364823, CA8364824, CA8364825, CA8364826, CA8364827, CA8364828, and CA8364829 (the "Easements") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Easements had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;
5. postpones to the Transferee's Restrictive Covenants registered as numbers CA8364830 and CA8364831 ("Restrictive Covenants") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Restrictive Covenants had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;

DECLARATION CONTINUED

PAGE 3 of 3 pages

6. postpones to the Transferee's Equitable Charges registered as numbers CA8364832, CA8364833, and CA8364834 (the "Equitable Charges") the Transferor's Mortgage and Assignment of Rents and all the right, title and interest of the Transferor thereunder and in and to the Lands as if the Transferee's Equitable Charges had been executed, delivered, and registered prior to the execution, delivery and registration of the Transferor's Mortgage and Assignment of Rents and the advance of any monies thereby secured;

I make this Declaration and know it to be true based on personal information and belief.

Thomas E. Baillie, Q.C.