

**ONTARIO
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE
JUSTICE GRACE

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FRIDAY, THE
23rd DAY OF JULY, 2021

B E T W E E N:

CAISSE POPULAIRE POINTE-AUX-ROCHES-TECUMSEH INC.

Plaintiff

- and -

**G.I. FARMS INC., VANTEC USA ONTARIO INC., 2287188 ONTARIO INC., 2027512
ONTARIO INC. and 1690169 ONTARIO INC.**

Defendants

DISCHARGE ORDER

THIS MOTION, made by BDO Canada Limited ("**BDO**") in its capacity as the Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of G.I. Farms Inc. (the "**Debtor**"), for an order:

1. . . assigning Caisse Populaire Pointe-Aux-Roches-Tecumseh Inc. the Receiver's interest in the action by G.H.C. Greenhouse Construction against the Debtor, bearing Court File No. CV-14-21266 (the "**GHC Action**"), including the Receiver's interest in the \$70,679.90 currently paid into court as security for the **GHC Action**;
2. . . approving the activities of the Receiver as set out in the final report of the Receiver dated June 8, 2021 (the "**Final Report**");
3. . . approving the fees, receipts and disbursements of the Receiver and its counsel;

4. approving the distribution of the remaining proceeds available in the estate of the Debtor;
5. discharging BDO as Receiver of the undertaking, property and assets of the Debtor; and
6. releasing BDO from any and all liability, as set out in paragraph 6 of this Order,

was heard this day at 80 Dundas Street, London, Ontario.

ON READING the Final Report of the Receiver and its counsel as to fees, receipts and disbursements of the Receiver and its counsel, and on hearing the submissions of counsel for the Receiver:

1. **THIS COURT ORDERS** that the activities of the Receiver, as set out in the Final Report, are hereby approved.
2. **THIS COURT ORDERS** that the fees, receipts and disbursements of the Receiver and its counsel, as set out in the Final Report, are hereby approved.
3. **THIS COURT ORDERS** that, after payment of the fees and disbursements herein approved, the Receiver shall pay the monies remaining in its hands to Caisse Populaire Pointe-Aux-Roches-Tecumseh Inc as the final distribution.
4. **THIS COURT ORDERS** that Caisse Populaire Pointe-Aux-Roches-Tecumseh Inc. is assigned the Receiver's interest in the GHC Action and the \$70,679.90 currently paid into court in Windsor, Ontario as security pursuant to same.
5. **THIS COURT ORDERS** that upon payment of the amounts set out in paragraph 3 hereof, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of BDO in its capacity as Receiver.

6. **THIS COURT ORDERS AND DECLARES** that BDO is hereby released and discharged from any and all liability that BDO now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of BDO while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, BDO is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

James H. Grace
Grace

**CAISSE POPULAIRE POINT-AUX-ROCHES-
TECUMESH INC.**
Plaintiff

G.I. FARMS INC. et al.
and
Defendants

Court File No.: CV869/21

**ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

Proceeding commenced at LONDON

**ORDER
(DISTRIBUTION AND DISCHARGE)**

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