

File No. CI 24-01-45056

**THE KING'S BENCH  
WINNIPEG CENTRE**

IN THE MATTER OF:      THE APPOINTMENT OF A RECEIVER PURSUANT TO  
SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*  
*ACT*, R.S.C. 1985, C. B-3 AS AMENDED, AND SECTION  
55 OF *THE COURT OF KING'S BENCH ACT*, C.C.S.M. C.  
C280

B E T W E E N:

**BANK OF MONTREAL,**

Applicant,

- and –

**GENESUS INC., CAN-AM GENETICS INC. and  
GENESUS GENETICS INC.,**

Respondents.

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**ANCILLARY ORDER**

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File No. 0128056.00004

Box No. 3

THE KING'S BENCH  
WINNIPEG CENTRE

THE HONOURABLE

)

TUESDAY, THE 8<sup>TH</sup>

MR. JUSTICE CHARTIER

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DAY OF OCTOBER, 2024

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IN THE MATTER OF:

THE APPOINTMENT OF A RECEIVER PURSUANT TO  
SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*  
ACT, R.S.C. 1985, C. B-3 AS AMENDED, AND SECTION 55  
OF *THE COURT OF KING'S BENCH ACT*, C.C.S.M. C. C280

B E T W E E N:

**BANK OF MONTREAL**

Applicant,

- and –

**GENESUS INC., CAN-AM GENETICS INC. and  
GENESUS GENETICS INC.,**

Respondents.

**ANCILLARY ORDER**

THIS MOTION, made by BDO Canada Limited in its capacity as the Court-appointed receiver and manager (the "**Receiver**") of all of the assets, undertakings, and properties of Genesus Inc. ("**Genesus**"), Can-Am Genetics Inc. ("**Can-Am**") and Genesus Genetics Inc. ("**GGI**"), and together with Genesus and Can-Am, the "**Debtors**") for an order, *inter alia*, authorizing the execution and delivery by the Receiver of articles of amendment in respect of the change of name of Genesus and Can-Am and directing the Manitoba Companies Office to accept said articles of amendment, approving the actions of the Receiver and sealing the confidential supplement ("**Confidential Supplement**") to the

third report (“**Third Report**”) of the Receiver each dated October 2, 2024, was heard this day at the Law Courts Building, 408 York Avenue, Winnipeg, Manitoba.

ON READING the First Report of the Receiver dated July 2, 2024, the Second Report of the Receiver dated July 24, 2024, the Third Report, and each of the respective confidential supplements thereto and on hearing the submissions of counsel for the Receiver, counsel for the Bank of Montreal, counsel for Sea Air International Forwarders Limited, and appearing on a watching brief, counsel for Farm Credit Canada, no one appearing for any other person on the Service List, although properly served as appears from the affidavit of Brittany Chapdelaine sworn October 7, 2024, filed:

1. THIS COURT ORDERS that the time for service of the Notice of Motion is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. THIS COURT AUTHORIZES AND DIRECTS the Receiver, Genesus and Can-Am to authorize, execute, deliver any documents necessary or desirable to effect the name changes of “Genesus Inc.” and “Can-Am Genetics Inc.” (the “**Name Change**”), including the execution any articles of amendment, powers of attorney, resolutions, directions, or such other related or ancillary documents or instruments as may be required or are desirable for the completion and implementation of the said Name Change (collectively, the “**Amendment Documents**”), and all such Amendment Documents are hereby ratified, approved and confirmed.

3. THIS COURT AUTHORIZES AND DIRECTS the Director appointed under *The Corporations Act*, C.C.S.M. c. C225 to accept and give effect to the Name Change and the Amendment Documents.

4. THIS COURT ORDERS that the actions of the Receiver to date in respect of its administration of these receivership proceedings and the Third Report, including the statements of receipts and disbursements contained in the Third Report and the activities of the Receiver described therein are hereby approved.

5. THIS COURT ORDERS AND DECLARES that the Confidential Supplement be filed under seal, kept confidential and is not to form part of the public record, and shall remain stored electronically with this Court on an encrypted basis limiting access to only the Registrar of this Court and the presiding Judge, until:

- (a) further order of the Court; or
- (b) the sale transactions contemplated by: (i) the Riverdale Asset Purchase Agreement by dated September 25, 2024 between the Receiver in its capacity as the Receiver of the Property and Verbruggen Prairie Farms Ltd, as seller, attached as Appendix “B” to the Confidential Supplement and attached in a redacted form as Appendix “B” to the Third Report.; and (ii) the Park Boulevard Asset Sale Agreement dated September 12, 2024 between the Receiver in its capacity as the Receiver of the Property and Zeljko Bogdanoivc, as purchaser, attached as Appendix “E” to the Confidential Supplement and attached in a redacted form as Appendix “D”

to the Third Report, have each both closed as evidenced by Receiver's  
Certificates filed with this Court;

whichever shall first occur, at which time the Confidential Supplement shall be unsealed  
and thereafter form part of the public record.

6. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal,  
regulatory or administrative body having jurisdiction in Canada or in the United States to  
give effect to this Order and to assist the Receiver and its agents in carrying out the terms  
of this Order. All courts, tribunals, regulatory and administrative bodies are hereby  
respectfully requested to make such orders and to provide such assistance to the  
Receiver, as an officer of this Court, as may be necessary or desirable to give effect to  
this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

DATE: \_\_\_\_\_

G.L.  
Chartier  
Digitally signed  
by G.L. Chartier  
Date: 2024.10.10  
08:05:08 -05'00'  
Chartier, J.

I, ANJALI SANDHU, OF THE FIRM OF MLT AIKINS LLP HEREBY CERTIFY THAT I  
HAVE RECEIVED THE CONSENTS AS TO FORM OF THE FOLLOWING PARTIES:

Catherine Howden of Pitblado LLP, counsel for Bank of Montreal

Allan Herman of Waldin Barristers, counsel for Sea Air International Forwarders  
Limited

AS DIRECTED BY THE HONOURABLE MR. JUSTICE CHARTIER