

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

BETWEEN:

**BANK OF MONTREAL,**

Applicant,

-and-

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

Respondents.

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**RECEIVER'S CERTIFICATE (RIVERDALE PROPERTY)**

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File No. 0128056.00004



Original Court Copy

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WINNIPEG CENTRE

IN THE MATTER OF:      THE APPOINTMENT OF A RECEIVER PURSUANT TO  
SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*  
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**RECEIVER'S CERTIFICATE (RIVERDALE PROPERTY)**

**RECITALS**

- A. Pursuant to an Order of the Honourable Mr. Justice Chartier of the Manitoba Court of King's Bench (the "**Court**") pronounced June 11, 2024, BDO Canada Limited was appointed as the receiver and manager (the "**Receiver**") of the assets, undertaking, and property of Genesus Inc. ("**Genesus**"), Can-Am Genetics Inc. ("**Can-Am**") and Genesus Genetics Inc. "**GGI**", and together with Genesus and Can-Am, the "**Debtors**").
- B. Pursuant to an Order of the Court pronounced October 8, 2024, the Court approved the agreement of purchase and sale made as of September 25, 2024 (the "**Riverdale APA**") between the Receiver and Verbruggen Prairie Farms Ltd. ("**VPFL**") and provided for the vesting in VPFL of the Debtors' right, title and interest in and to the Riverdale Purchased Assets, which vesting is to be effective with respect to the Riverdale Purchased Assets upon the delivery by the Receiver to VPFL of a certificate confirming

(i) the payment by VPFL of the Purchase Price for the Riverdale Purchased Assets; (ii) that the conditions to Closing have been satisfied or waived by the Receiver and VPFL; and (iii) the Riverdale Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Riverdale APA.

THE RECEIVER CERTIFIES the following:

1. VPFL has paid and the Receiver has received the Purchase Price for the Riverdale Purchased Assets payable on the Closing Date pursuant to the Riverdale APA;
2. The conditions to Closing the Riverdale APA have been satisfied or waived by the Receiver and VPFL; and
3. The Riverdale Transaction has been completed to the satisfaction of the Receiver.

This Certificate was delivered by the Receiver at 2:23 pm [TIME] on October 25, 24 2024.

**BDO CANADA LIMITED, in its capacity as Receiver of the undertaking, property and assets of Genesus Inc., Can-Am Genetics Inc. and Genesus Genetics Inc. and not in its personal capacity**

Per: David Lewis

Name: David Lewis

Title: Senior Vice President

I hereby certify that the within instrument is a true and correct copy of the instrument of which it purports to be a copy.  
Given under my hand and seal of office this 28 day of October 2024  
B. Botelho  
DEPUTY REGISTRAR  
COURT OF KING'S BENCH, WINNIPEG CENTRE

B. BOTELHO  
DEPUTY REGISTRAR  
COURT OF KING'S BENCH  
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