



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

COURT FILE NO. CV-25-00090131-0000

ESTATE # (UPPER CANADA GROWERS LTD.): 32-3175820

ESTATE # (UCG LAND INC.): 32-3175819

**IN THE MATTER OF THE RECEIVERSHIP OF  
UPPER CANADA GROWERS LTD. AND UCG LAND INC.  
OF THE CITY OF NIAGARA-ON-THE-LAKE  
IN THE PROVINCE OF ONTARIO**

**NOTICE AND STATEMENT OF THE RECEIVER**

*(pursuant to sections 245(1) and 246(1) of the Bankruptcy and Insolvency Act)*

**The receiver gives notice and declares that:**

1. On the 15<sup>th</sup> day of May 2025, BDO Canada Limited (“**BDO**”) was appointed receiver and manager (the “**Receiver**”) pursuant to Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3 as amended (the “**BIA**”), and section 101 of the Courts of Justice Act, R.S.O. 1990, c C.43 as amended, in respect of all of the assets, undertakings and properties of Upper Canada Growers Ltd. (“**UCG OpCo**”) and UCG Land Inc. (“**LandCo**”) (collectively the “**Companies**”).
2. The undersigned was appointed Receiver by the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) by an Order of the Honourable Justice Bordin dated May 15<sup>th</sup>, 2025 (the “**Receivership Order**”). The Receivership Order authorized the receivership for UCG OpCo and LandCo to be administered on a consolidated basis. A copy of the Receivership Order can be obtained from the Receiver’s website at: <https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround-services/current-engagements/upper-canada-growers-ltd>
3. UCG OpCo and LandCo are privately held corporations, provincially incorporated in Ontario on June 10, 2016, and October 17, 2016, respectively. UCG OpCo operated a nursery and orchard business primarily in its main premises at 1116 Ridge Rd, Harrow, Ontario, with a sales office at 921 Concession 2 Rd, Niagara-on-the-lake, Ontario. UCG OpCo’s primary business activities were the acquisition and multiplication of disease-free rootstock for resale to fruit farmers in Canada and the USA, and the development and maintenance of fruit orchards (mostly apple) through the resale of the Companies’ own root stock products and third-party infrastructure for the purpose of harvesting and selling the fruit to the Ontario wholesale market.  
  
LandCo operated as a real estate holding company for the land and buildings located in Harrow, Ontario that are used by UCG OpCo in its nursery and orchard business. The real estate holding company consisted of (i) approximately 62 acres of land; (ii) two (2) commercial greenhouses; (iii) one (1) high-tech laboratory; (iv) one (1) climate-controlled warehouse (cooler); and (v) an office building with attached storage facility.
4. On January 17, 2025, the Companies filed Notices of Intention to Make a Proposal (the “**NOI**”) pursuant to Subsection 50.4(6) of the BIA, and BDO was appointed as the Licensed Insolvency Trustee (the “**Proposal Trustee**”) under the NOI filings.
5. During the NOI proceedings, the Proposal Trustee assisted the Companies and undertook various activities in conjunction with the NOI, including conducting a Sale and Investment Solicitation Process (“**SISP**”), which was approved by the Court on February 6, 2025. Under the SISP, the Proposal Trustee reached out to over 174 interested parties consisting of 68 strategic and 106 financial buyers, and



engaged in discussions with various stakeholders, suppliers, customers, and employees to minimize disruption to the operations and reduce conflicts.

On or before March 28, 2025, five (5) of the interested parties provided non-binding expressions of interest to purchase the Companies or a part thereof. However, by the bid deadline of April 25, 2025, none of the parties submitted an offer for the purchase of the Companies or part thereof.

6. The Companies did not file a proposal nor seek an extension of the NOI by May 16, 2025, and therefore were deemed to have filed an assignment in bankruptcy on May 17, 2025, where BDO was appointed as Trustee in bankruptcy. The Court authorized the Trustee to administer the bankruptcy estates of UCG OpCo and LandCo on a consolidated basis.
7. The Receiver has taken possession and control of the Companies' property and changed the locks and access credentials to the Company that it deemed necessary to ensure the preservation of the Companies' property. The Receiver is in the process of gathering the Companies' books and records.
8. Upon the appointment of the Receiver, all employees were terminated from their positions at UCG OpCo

The Receiver retained certain former employees (the "Key Persons") on a term and task basis to support with the ongoing operations of UCG OpCo including the preservation of the assets of the Companies and the realization of certain inventory.

9. The amounts owed by UCG OpCo to each creditor is as follows:

Secured Creditors	Amount (CAD \$)
Bank of Nova Scotia	25,860,972
Agricultural Credit Corporation / Agriculture and AgriFood Canada	1,058,235
Kubota Canada Ltd	876,578
Farm Credit Canada	304,608
Ford Credit Canada Company	265,174
Minister of Finance (EHT)	173,198

10. The list of unsecured creditors of UCG OpCo and the amount owed to each creditor based on the records available to the Receiver is attached hereto as **Schedule "A"**.

11. The amounts owed by LandCo to each creditor is as follows:

Secured Creditors	Amount (CAD \$)
Bank of Nova Scotia	25,860,972
Canada Revenue Agency	249,688

12. The list of unsecured creditors of LandCo and the amount owed to each creditor based on the records available to the Receiver is attached hereto as **Schedule "B"**.

13. The Receiver intends to:

- (a) Operate UCG OpCo with the assistance of the retained Key Persons to manage the day-to-day activities of the UCG OpCo and market and sell the existing root stock products;
- (b) Engage the services of Avison Young Commercial Real Estate Services, as approved by the Receivership Order to market certain assets of the Companies; and



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

(c) Administer the receivership and concurrent bankruptcy proceedings of UCG OpCo and LandCo.

14. Contact person for the Receiver:

Paul Kouadio, MBA  
E-mail: [pkouadio@bdo.ca](mailto:pkouadio@bdo.ca)

**BDO Canada Limited**  
20 Wellington St. E., Suite 500  
Toronto, ON M5E 1C5  
Tel: 647 798 1496  
Fax: 416 865 0904

DATED at Toronto, Ontario, this 22<sup>nd</sup> day of May 2025

***BDO Canada Limited***  
***in its capacity as Court appointed Receiver of***  
***Upper Canada Growers Ltd. & UCG Land Inc.***  
***and not in its personal or corporate capacity***  
***Per:***

Michael Basso, CPA, CA, CIRP, LIT  
Senior Vice President



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

**Schedule A**  
**Unsecured Creditors of Upper Canada Growers Ltd.**

<b>Creditor Name</b>	<b>Amount (\$CAD)</b>
Bonnefield Canadian Farmland LP V Master	1,204,233
Former Employees	1,128,500
Mori Essex Nurseries Inc.	822,468
Essex Farmland Holdings LP	583,233
Heartnut Grove Inc.	365,254
University of Minnesota	352,394
Lodder Unterlagen GmbH	278,227
Tecuya Tree and Vine	263,959
Limited Construction	206,344
Minister of Finance	170,184
Agris Co-Operative Ltd.	160,298
LaGasse Machine & Fabrication	145,178
Southern Irrigation	111,463
Cameron Nursery, LLC	98,034
Robert Haynes.	94,486
Provide Agro	88,625
Town of Essex	82,944
Willamette Nurseries	77,565
Canada Border Services Agency	68,558
Plant Products Inc.	67,697
Heritage Nursery	52,297
Willow Drive Nursery	43,266
AgBioResearch Limited	37,251
Michael's Heating & Cooling Service	36,561
ALink Computer Solutions Inc.	35,595
Sapling Financial Consultants Inc.	35,415
Torkin Manes LLP	35,068
boomkwekkerijen gebr. janssen b.v	34,941
KPMG LLP	28,250
Sun Parlour Grower Supply Ltd.	20,001
Jamaican Liaison Services	19,588
Vineland Research and Innovation Centre	19,455
Purdue Research Foundation	17,740
Hydro One	16,608
AgInvest	16,272
Dowler-Karn	16,129
Southpoint Equipment	15,984
Quality Seeds	14,255



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

<b>Creditor Name</b>	<b>Amount (\$CAD)</b>
Plant Cell Technology	13,977
CanAg	13,714
Cornell University	13,528
Canadian Grapevine Certification Network	13,472
Megan Haynes	13,331
E.R. Vollans Ltd	11,464
FullScale Electric Ltd	11,044
Switzer-Carty Transportation Services Inc.	10,133
Varieties International, LLC	9,626
C. Frensch Ltd.	9,339
Caisson Labs	8,548
Phytotech Labs	7,994
Settingertons	7,646
Mandel Scientific Company Inc.	7,524
The Little Roll Company 1997 Limited	7,257
Arminda Marques	7,200
Hubspot	7,161
Princeton Wood Preservers Ltd	7,014
Central Sanitation	6,722
Enbridge Gas Inc	6,662
Wajax	6,392
Enbridge Gas	5,522
Gripple Canada	5,465
Viticulture A&M Inc.	5,319
Summerland Varieties Corp.	4,977
HUB International Ontario Limited	4,512
Empire Life Insurance Company	4,447
Som Phetchampa	4,380
Ontario Apple Growers	4,360
Crawford Packaging Inc	4,094
2 Way Automotive	4,065
Bell Mobility Inc.	3,990
WSP E&I Canada Limited	3,896
1000923740 Ontario Inc (Som Newest)	3,810
Sammour Holdings Inc.	3,800
Certified Laboratories	3,753
Besseling Group Enterprises Inc.	3,390
Bartlett Inc	3,322



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

<b>Creditor Name</b>	<b>Amount (\$CAD)</b>
Sierra Gold Nurseries	3,209
A.M.A. Horticulture Inc.	3,208
Root Bissonette Walker LLP	3,165
Reg Clark Trucking Ltd.	3,005
Nova Scotia Fruit Growers' Association	2,920
The Regents of the University of California	2,821
Peralta Engineering	2,504
Kai Wiens Family Farm Ltd	2,317
Jason Haynes	2,111
Verger Belliveau Orchard Ltd	1,932
High Purity Water Services	1,903
Rhonda Clarke	1,839
The Grower	1,695
Town of Essex	1,650
Windsor Pure & Clean H2O To Go!	1,640
Toyota Industries Commercial Finance Canada, Inc.	1,462
Mary Quintigliani	1,413
Sherrard Kuzz LLP	1,325
UniFirst Canada Ltd	1,279
Cadman	1,251
Air Liquide Canada Inc.	1,078
Priva Horticulture B.V.	969
Royal Brinkman Canada Inc.	913
Kaltire	795
Fisher Scientific Company	721
Cowan Insurance Group	707
GFL Environmental Inc	695
The Shield	644
Sharp Direct	583
Shortreed Paper Inc	563
Cole International Inc.	551
ViViTec B.V.	485
Hernandez Sanitation Services	418
Uline Canada Corporation	415
Viscon Group NA Ltd	333
Workplace Safety and Insurance Board	250
Various Employees	250
Sunbelt Rentals	228



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

<b>Creditor Name</b>	<b>Amount (SCAD)</b>
Ontario Tender Fruit Growers	226
Delta Power Equipment Ltd.	213
Midwest Apple Improvement Association	140
Reliance Home Comfort	111
Air Canada	105
Cogeco	97
Microsoft Office	96
Canadian Food Inspection Agency	9
	<hr/>
	<b>7,191,414</b>



Tel: 416 865 0210  
Fax: 416 865 0904  
www.bdo.ca

BDO Canada Limited  
20 Wellington St. E Suite 500  
Toronto ON M5E 1C5 Canada

**Schedule B**  
**Unsecured Creditors of UCG Land Inc.**

<b>Creditor Name</b>	<b>Amount (\$CAD)</b>
RBW LLP	11,300
Torkin Manes LLP	25,083
<b>Total</b>	<b>36,383</b>