



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

January 22, 2025

TO THE CREDITORS OF UPPER CANADA GROWERS LTD.

Upper Canada Growers Ltd. (“UCG” or the “Company”) has filed a Notice of Intention to Make a Proposal (the “NOI”) under subsection 50.4(1) of the Bankruptcy and Insolvency Act (“BIA”) on January 17, 2024 (the “Effective Date”). BDO Canada Limited (“BDO”) has been appointed as the Licensed Insolvency Trustee (the “Trustee”) under the NOI Filing.

The effect of the NOI is an automatic stay of proceedings against all creditors from commencing any judicial actions against the Company without first obtaining the leave of the Ontario Superior Court of Justice (the “Court”).

These NOI proceedings are meant to provide the Company with the time and “breathing room” from its creditors to seek a way (under the supervision of the Court) to emerge as a successful, going concern business and to position the business as a stronger, more competitive company.

The Company continues to operate during the NOI and to be clear, the Company has not filed an assignment in bankruptcy.

As required by the BIA, we enclose the following documents with respect to these NOI proceedings for your records:

- Notice of Intention to Make a Proposal
- List of Creditors
- Consent of the Trustee to Act
- Certificate of Filing of Notice of Intention to Make a Proposal

UCG has 30 days from the Effective Date to either make a Proposal to its creditors or to seek an extension from the Court. Until a definitive Proposal is filed with the Trustee, creditors need not file Proofs of Claim or concern themselves with voting. The Trustee will provide additional information related to the NOI as it becomes available for review on the following website:

<https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround-services/current-engagements/upper-canada-growers-ltd>

If you have any questions for the Company management, please contact them directly using your existing contact information.

If you have any questions relative to the NOI process, please contact the BDO as follows:

Paul Kouadio, Manager
T: 647 798 1496, pkouadio@bdo.ca
20 Wellington St. East, Suite 500
Toronto, Ontario M5E 1C5
Canada

Yours very truly

BDO CANADA LIMITED

Acting in its capacity as
Licensed Insolvency Trustee under the
Notice of Intention to Make a Proposal of
Upper Canada Growers Ltd. and not in
its personal or corporate capacity

Per:

Clark Lonergan, CA, CPA, CIRP, LIT
Partner/Senior Vice-President

BDO Canada Limited is an affiliate of BDO Canada LLP, a Canadian limited liability partnership, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

District of:
Division No. -
Court No.
Estate No.

- FORM 33 -

Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the Matter of the Proposal of
Upper Canada Growers Ltd.
of the City of Niagara-on-the-Lake, in the Province of Ontario

Take notice that:

1. I, Upper Canada Growers Ltd., an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. BDO Canada Limited / BDO Canada Limitée of 20 Wellington St E, Suite 500, Toronto, ON, M5E 1C5, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Toronto in the Province of Ontario, this 17th day of January 2025.



Upper Canada Growers Ltd.
Insolvent Person

To be completed by Official Receiver:

Filing Date

Official Receiver

District of:
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 (Subsection 50.4(1) of the Act)

In the Matter of the Proposal of
 Upper Canada Growers Ltd.
 of the City of Niagara-on-the-Lake, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
1000923740 Ontario Inc (Som Newest)	5265 White Dove Pkwy 3809.85 Niagara Falls ON L2H3M5		3,809.85
2 Way Automotive	109 Queen Street 4064.65 Harrow ON N0R1G0		4,064.65
A.M.A. Horticulture Inc.	2011 Spinks Dr 3208.3 Kingsville ON N9Y 2E5		3,208.30
AgBioResearch Limited	PO BOX 3414 45428.11 Richmond New Zealand		45,428.11
AgInvest	16272		16,272.00
Agricultural Credit Corporation	200 Hanlon Creek Blvd 0 Guelph ON N1C 0A1		250.00
Agris Co-Operative Ltd.	835 Park Ave West 160298.26 Chatham ON N7M0N1		160,298.26
Air Canada	PO BOX 966 105 Winnipeg MN R3C 2V6		250.00
Air Liquide Canada Inc.	66 Firestone Blvd 1078.01 London ON N5W5L4		1,078.01
ALink Computer Solutions Inc.	680 Industrial Road 35595 London ON N5V3P5		35,595.00
Bank of Nova Scotia	40 King Street West 0 Toronto ON M5H 1H1		25,860,972.00

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 Upper Canada Growers Ltd.

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Creditor	Address	Account#	Claim Amount
Bartlett Inc	3322.43 Beamsville ON		3,322.43
Bell Mobility Inc.	PO Box 5102 3989.81 Burlington ON L7R4R7		3,989.81
Besseling Group Enterprises Inc.	110 Carr Crescent 3390 Oliver BC V0H1T5		3,390.00
boomkwekerijen gebr. janssen b.v	Box 2711 6030 AA Neederweert Winnerstraat 2-b 22255.46		22,255.46
C. Frensch Ltd.	4774 Hinan Drive 9339.11 Beamsville ON L3J1C1		9,339.11
Cadman	1250.84		1,250.84
Caisson Labs	836 South 100 East 6149.44 Smithfield UT 84335 USA		6,149.44
Cameron Nursery, LLC	PO BOX 300 70528.24 Eltopia WA 99330 USA		70,528.24
Canada Border Services Agency	Ground Floor, Room 1018333 North River Road, Place Vanier, Tower A 68558.29 Ottawa ON K1A0L8		68,558.29
Canadian Food Inspection Agency	PO Box 61991081, Main Street, 4th floor 9.41 Moncton NB E1C 8R2		250.00
CanAg	5995 Avebury Rd, #706 13714 Mississauga ON L5R3P9		13,714.00

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 Upper Canada Growers Ltd.

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List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Central Sanitation	1316 Plank Road 6721.6 Sarnia ON N7T7H3		6,721.60
Certified Laboratories	PO BOX 2413T, STN "A" 3752.9 Toronto ON M5W2K6		3,752.90
Cogeco Bankruptcies c/o FCT Default Solutions	PO Box 2514, Stn B London ON N6A 4G9		250.00
Cole International Inc.	3950 Malden Road 551.25 Windsor ON N9C2G4		551.25
Cornell University	395 Pine Tree Road 13527.96 New York NY 14850 USA		13,527.96
Cowan Insurance Group	700-1420 Blair Pl 707.43 Ottawa ON K1J9L8		707.43
Crawford Packaging Inc	3036 Page Street 4094.38 London ON N5V4P2		4,094.38
Delta Power Equipment Ltd.	516 Talbot Street 212.63 Essex ON N8M 2Y3		250.00
Dowler-Karn	Aabco Propane 5475 Dicocco Court 16129.29 Oldcastle ON N0R1L0		16,129.29
E.R. Vollans Ltd	1682 County Rd. 20 West 11464.11 Kingsville ON N9Y2E6		11,464.11
Empire Life Insurance Company	259 King St. East 4446.9 Kingston ON K7L3A8		4,446.90

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 Upper Canada Growers Ltd.

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Creditor	Address	Account#	Claim Amount
Enbridge Gas	PO Box 644 4103.26 Scarborough ON M1K5H1		4,103.26
Enbridge Gas	PO Box 644 613.18 Scarborough ON M1K5H1		613.18
Enbridge Gas	PO Box 644 124.12 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 114.64 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 211.42 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 111.32 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 103.68 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 23.7 Scarborough ON M1K 5H1		250.00
Enbridge Gas	PO Box 644 116.36 Scarborough ON M1K 5H1		250.00
Enbridge Gas Inc	500 Consumers Road 6662.11 North York ON M2J1P8		6,662.11

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Creditor	Address	Account#	Claim Amount
Essex Farmland Holdings LP	144 Front St. W 583233.41 Toronto ON M5J2L7		583,233.41
Farm Credit Canada	1800 Hamilton Street Regina SK S4P 4L3		250.00
FIRST Insurance Funding of Canada	20 Toronto St., Suite 700 -2572.91 Toronto ON M5C 2B8		250.00
Fisher Scientific Company	721.09		721.09
Ford Credit Canada Company	Box 1800 RPO Lakeshore West 0 Oakville ON L6K 0J8		250.00
FullScale Electric Ltd	1112 Mersea Rd 2 11044.48 Leamington ON N8H3V7		11,044.48
GFL Environmental Inc	PO Box 150 695.24 Concord ON L4K1B2		695.24
Gripple Canada	Mississauga Ontario Canada 5465.34 Mississauga ON		5,465.34
Heartnut Grove Inc.	21831 Cooks Rd 365254.09 Mt. Brydges ON N0L1W0		365,254.09
Heritage Nursery	48315 NW Narup Rd 37623.39 Banks OR 97106 USA		37,623.39
Hernandez Sanitation Services	1325 Gore Road WBox 871 418.1 Harrow ON N0R1G0		418.10

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Creditor	Address	Account#	Claim Amount
High Purity Water Services	1135 North Service Rd E, #1 1903.31 Oakville ON L6H1A7		1,903.31
HUB International Ontario Limited	4512		4,512.00
Hubspot	5151.51		5,151.51
Hydro One	PO Box 4102 Stn A 14692.65 Toronto ON M5W3L3		14,692.65
Hydro One	PO Box 4102 Stn A 427.29 Markham ON L3R1C8		427.29
Hydro One	PO Box 4102 Stn A 645.93 Markham ON L3R1C8		645.93
Hydro One	PO Box 4102 Stn A 47.4 Toronto ON M5W 3L3		250.00
Hydro One	PO Box 4102 Stn A 65.56 Toronto ON M5W 3L3		250.00
Hydro One	PO Box 4102 Stn A 33.64 Toronto ON M5W 3L3		250.00
Hydro One	PO Box 4102 Stn A 210 Toronto ON M5W 3L3		250.00
Hydro One	PO Box 4102 Stn A 194.39 Toronto ON M5W 3L3		250.00

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 Upper Canada Growers Ltd.

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Creditor	Address	Account#	Claim Amount
Hydro One	PO Box 4102 Stn A 291.02 Toronto ON M5W 3L3		291.02
Jamaican Liaison Services	230 Sheppard Avenue West #200 19587.89 North York ON M2N1N1		19,587.89
Jason Haynes	1110 Ridge Rd 2110.88 Harrow ON N0R1G0		2,110.88
Kai Wiens Family Farm Ltd	905 Concession 2, RR#6 2316.5 Niagara-on-the-Lake ON L0S1J0		2,316.50
Kaltire	56 Oak Street East 795.47 Leamington ON N8H2C2		795.47
KPMG LLP	Suite 4600 - 333 Bay Street 28250 Toronto ON M5H 2S5		28,250.00
Kubota Canada Ltd	1155 Kubota Dr Pickering ON L1X 0H4		250.00
LaGasse Machine & Fabrication	5 Old Route 31 104444.94 Lyons NY 14489 USA		104,444.94
Limited Construction	34 Rd 9 West 206344.23 Essex ON N8M2X5		206,344.23
LODDER UNTERLAGEN GmbH	Elvert 5 Dulmen (OT Hiddingsel) 48249 DE 278227.37		278,227.37
Mandel Scientific Company Inc.	2 Admiral Place 7524.22 Guelph ON N1G4N4		7,524.22
Mary Quintigliani	1412.5		1,412.50

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List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Megan Haynes	13331.2		13,331.20
Michael's Heating & Cooling Service	36560.51		36,560.51
Microsoft Office	96.05		250.00
Midwest Apple Improvement Association	PO BOX 88 139.62 Oberlin OH 44074 USA		250.00
Minister of Finance	170184.43		170,184.43
Minister of Finance (EHT)	33 King St W, PO Box 620 0 Oshawa ON L1H8E9		250.00
Nova Scotia Fruit Growers' Association	Blair House, Agricultural Centre 32 Main Street 2919.75 Kentville NS B4N1J5		2,919.75
Ontario Apple Growers	PO Box 100 4359.54 Vineland-Station ON L0R2E0		4,359.54
Ontario Tender Fruit Growers	PO Box 100 226 Vineland-Station ON L0R 2E0		250.00
Peralta Engineering	45 Division St N 2504.08 Kingsville ON N9Y1E1		2,504.08
Phytotech Labs	Po Box 122055 5751.27 Shawnee-Mission KS 66282 USA		5,751.27
Plant Cell Technology	10055.09		10,055.09
Plant Products Inc.	50 Hazelton St Box 33 67697.04 Leamington ON N8H3W1		67,697.04

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 Upper Canada Growers Ltd.

of the City of Niagara-on-the-Lake, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Princeton Wood Preservers Ltd	7013.63 Princeton BC		7,013.63
Priva Horticulture B.V.	Zijlweg 3 2678 LC De Lier The Netherlands 969		969.00
Provide Agro	4825 Union Rd. 88625.24 Beamsville ON L3J0V6		88,625.24
Purdue Research Foundation	1281 Win Hentschel Blvd. W 12762.29 Lafayette 47906 USA		12,762.29
Quality Seeds	Vaughan Ontario 14254.95 Vaughan ON		14,254.95
Reg Clark Trucking Ltd.	742 County Rd Harrow ON N0R 1G0		3,004.71
Reliance Home Comfort Legal Department	2 Lansing Sq, 11th Flr North York ON M2J 4P8		250.00
Rhonda Clarke	1838.75		1,838.75
Robert Haynes.	94486.06		94,486.06
Root Bissonette Walker LLP	200 Hwy. 20 E #203 3165 Fonthill ON L0S 1E6		3,165.00
Royal Brinkman Canada Inc.	Unit 2 -32 Airpark Place 913.04 Guelph ON N1L1B2		913.04
Sammour Holdings Inc.	2225 Cousineau Rd 3800 LaSalle ON N9H2M1		3,800.00

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In the Matter of the Proposal of
 Upper Canada Growers Ltd.

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List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Sapling Financial Consultants Inc.	100 Sheppard Avenue East Suite 860 35415.33 Toronto ON M2N6N5		35,415.33
Sharp Direct	PO BOX 4094 Station A 582.87 Toronto ON M5W3T1		582.87
Sherrard Kuzz LLP	250 Yonge Street, Suite 3300 1325.49 Toronto ON M5B2L7		1,325.49
Shortreed Paper Inc	95 Watson Road South 562.57 Guelph ON N1L1E4		562.57
Sierra Gold Nurseries	5320 Garden Highway 3208.98 Yuba City CA 95991-9499 USA		3,208.98
Som Phetchampa	47588 Centre Mill 4380.17 Hamilton ON L8H7S7		4,380.17
Southern Irrigation	44160 Yale Road West 111462.65 Chilliwack BC L8H7S8		111,462.65
Southpoint Equipment	330 South Talbot Road North 15983.53 Essex ON N8M2X6		15,983.53
Summerland Varieties Corp.	105 - 13677 Rosedale Ave. 4977.31 Summerland BC V0H1Z5		4,977.31
Sun Parlour Grower Supply Ltd.	20000.79		20,000.79
Sunbelt Rentals	PO Box 99257 Station Terminal 228.42 Vancouver BC V6B 0N5		250.00

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List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Switzer-Carty Transportation Services Inc.	10 Seacliff Dr E 10132.81 Leamington ON N8H2L2		10,132.81
Tecuya Tree and Vine	1701 Westwind Dr. 189898.43 Bakersfield CA 93301 USA		189,898.43
The Grower	355 Elmira Rd #105 1695 Guelph ON N1K1S5		1,695.00
The Little Roll Company 1997 Limited	97 Campbell Road 7257.07 Auckland ON N1K1S6 New Zealand		7,257.07
The Regents of the University of California	1111 Franklin Street 11th Floor 2029.19 Oakland CA 94607-5200 USA		2,029.19
The Shield	Leamington ON N8H 3W1 Canada 644.1 Leamington ON N8H3W1		644.10
Torkin Manes LLP	35067.61		35,067.61
Town of Essex	PO Box 22083 1649.73 London ON N6A6H8		1,649.73
Town of Essex	33 Talbot Street South -3426.44 Essex ON N8M 1A8		250.00
Town of Essex	33 Talbot Street South 155.24 Essex ON N8M 1A8		250.00
Town of Essex	33 Talbot Street South 147.52 Essex ON N8M 1A8		250.00

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In the Matter of the Proposal of
 Upper Canada Growers Ltd.

of the City of Niagara-on-the-Lake, in the Province of Ontario

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Creditor	Address	Account#	Claim Amount
Town of Essex	33 Talbot Street South 211.54 Essex ON N8M 1A8		250.00
Town of Essex	33 Talbot Street South 383.76 Essex ON N8M1A8		383.76
Town of Essex	33 Talbot Street South 7650.44 Essex ON N8M1A8		7,650.44
Town of Essex	33 Talbot Street South 67459.71 Essex ON N8M1A8		67,459.71
Town of Essex	33 Talbot Street South 4974.97 Essex ON N8M1A8		4,974.97
Town of Essex	33 Talbot Street South 784.74 Essex ON N8M1A8		784.74
Town of Essex	33 Talbot Street South 1266.61 Essex ON N8M1A8		1,266.61
Town of Essex	33 Talbot Street South 3719.37 Essex ON N8M1A8		3,719.37
UniFirst Canada Ltd	203 Keil Drive 1278.52 Chatham ON N7M6J5		1,278.52
University of Minnesota	NW5960PO BOX 1450 253521.08 Minneapolis MN 55485-5960 USA		253,521.08

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Creditor	Address	Account#	Claim Amount
Varieties International, LLC	11109 Ne Worden Hill Rd 6925.1 Dundee OR 97115 USA		6,925.10
Various Employees	921 Concession 2 Rd 250 Niagara On the Lake ON L0S 1L0		250.00
Vineland Research and Innovation Centre	4890 Victoria Ave NBox 4000 19454.65 Vineland-Station ON L0R2E0		19,454.65
Viscon Group NA Ltd	1587B County Rd 34 PO Box 59 332.66 Ruthven ON N0P2G0		332.66
Viticulture A&M Inc.	520, Rg de la Montagne 5318.91 St-Paul D'Abbotsford QC J0E1A0		5,318.91
ViViTec B.V.	Mijlweg 18 's-Gravendeel South Holland 3295 KH The Netherlands 309.08		309.08
Wajax	M9082C/UCP Box 11790 6391.97 Montreal QC H3C0C4		6,391.97
Willamette Nurseries	PO Box 3, 25571 S Barlow Rd 55802.36 Canby OR 97013 USA		55,802.36
Willow Drive Nursery	3560 Road 5 31126.84 Northwest-Ephrata WA 98823-9743 USA		31,126.84
Windsor Pure & Clean H2O To Go!	25 Amy Croft Dr. #28 1639.55 Tecumseh ON N9K1C7		1,639.55

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Upper Canada Growers Ltd.

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Creditor	Address	Account#	Claim Amount
Workplace Safety and Insurance Board Eric Kupka	200 Front St W, 22nd Floor Toronto ON M5V 3J1		250.00
WSP E&I Canada Limited	3895.69 Montreal QC		3,895.69
Total			29,560,046.24



Upper Canada Growers Ltd.
Insolvent Person



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

**IN THE MATTER OF THE PROPOSAL OF
UPPER CANADA GROWERS LTD.
OF THE CITY OF HARROW,
IN THE PROVINCE OF ONTARIO.**

CONSENT

WE THE UNDERSIGNED, BDO CANADA LIMITED, a Licensed Insolvency Trustee, hereby consent to act as Trustee under the Notice of Intention to Make a Proposal filed by **Upper Canada Growers Ltd.**

DATED AT Toronto this 17th day of January, 2025.

BDO Canada Limited

Per: _____
Name: Clark Lonergan, CPA, CA, CIRP, LIT
Title: Partner/Senior Vice President



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 07 - Hamilton
Court No. 32-3175820
Estate No. 32-3175820

In the Matter of the Notice of Intention to make a proposal of:

Upper Canada Growers Ltd.

Insolvent Person

BDO CANADA LIMITED / BDO CANADA LIMITÉE

Licensed Insolvency Trustee

Date of the Notice of Intention:

January 17, 2025

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the Bankruptcy and Insolvency Act;

Pursuant to subsection 69. (1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: January 20, 2025, 08:00

E-File/Dépôt Electronique

Official Receiver

Canada

Federal Building - Hamilton, 55 Bay Street N, 9th Floor, Hamilton, Ontario, Canada, L8R3P7, (877)376-9902