



No. S-245481
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *COOPERATIVE ASSOCIATION ACT*, S.B.C. 1999, c. 28

AND

IN THE MATTER OF OKANAGAN GROWERS DISTRIBUTION COOPERATIVE, BC
TREE FRUITS INDUSTRIES LIMITED and 0015755 B.C. LTD.

PETITIONERS

RECEIVER'S CERTIFICATE

RECITALS

- A. Pursuant to an Order for Arrangement Approval and Member Voting Procedure made on May 13, 2026 (the "**Order**"), the Supreme Court of British Columbia conditionally approved the proposed arrangement under Division 5 of Part 9 of the *Business Corporations Act*, S.B.C. 2002, c. 57 to implement the purchase by 1589040 B.C. Ltd. of all the member shares in the Okanagan Growers Distribution Cooperative ("**OGDC**"), representing all of the issued and outstanding shares in the capital of OGDC, pursuant to a Plan of Arrangement between Acquireco, Amarjit Singh Lalli, in his capacity as the representative of the current members of OGDC (the "**Members**"), and the Receiver (the "**Plan of Arrangement**").
- B. The approval of the Plan of Arrangement is subject to the approval of same by the Members in accordance with the Member Voting Procedure established by the Order.
- C. All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Order.

THE RECEIVER HEREBY CERTIFIES as follows:

1. The Receiver has implemented and completed the Member Voting Procedure as contemplated by the Order.
2. The Receiver has tallied the votes of Members, and reports that the results are as follows:
 - (a) 174 Members have voted in favour of approving the Arrangement; and
 - (b) Nil Members have voted against approving the Arrangement,representing the approval of the Arrangement by 100% of the 174 Members.
3. The Arrangement **has** been approved by the Required Majority.

DATED this 26th day of May, 2026 at Vancouver, British Columbia

ALVAREZ & MARSAL CANADA INC.,
solely in its capacity as Court-appointed receiver
of Okanagan Growers Distribution Cooperative
(formerly BC Tree Fruits Cooperative), BC Tree
Fruits Industries Limited, and 0015755 B.C. Ltd.
(formerly Growers Supply Company Limited)
and not in its personal or corporate capacity

Per:



Name: **Anthony Tillman**

Title: **Senior Vice President**