

THE QUEEN'S BENCH
WINNIPEG CENTRE

BETWEEN:

LINCOLN WOLFE and 5606269 MANITOBA LTD.

Applicant

-and-

**DUANNE TAYLOR, 5608067 MANITOBA LTD., TAYLOR
BROS. FARM LTD. and EDWIN POTATO GROWERS LTD.**

Respondents

APPLICATION UNDER section 207 of *The Corporations Act*, C.C.S.M. c. C225

TRUE COPY
ORDER

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File No. 56074.8/ 1702089

Box No. 3

THE QUEEN'S BENCH
WINNIPEG CENTRE

THE HONOURABLE)
MR. JUSTICE TOEWS) Monday, the 28th day of May, 2018
)

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ORDER

THIS MOTION, made by Deloitte Restructuring Inc., court-appointed liquidator (the "**Liquidator**") of the assets, undertakings and property of Taylor Bros. Farm Ltd. ("**TBF**") and Edwin Potato Growers Ltd. ("**EPG**"), (together the "**Companies**"), for an Order extending certain time periods, approving certain actions of the Liquidator and other relief was heard this day, at the Law Courts Building, 408 York Avenue, Winnipeg, Manitoba.

ON READING the First Report of the Liquidator dated October 31, 2017, the First Confidential Report of the Liquidator dated October 31, 2017, the Second Report of the Liquidator dated March 26, 2018, the Second Confidential Report of the Liquidator dated March 26, 2018, the Supplement to the Second Report of the Liquidator dated March 29, 2018, the Certificate of Liquidator for the Beaver Creek transaction, the Certificate of the Liquidator for the Wolfe Land transaction, the Third Report of the Liquidator dated May 18, 2018, and on hearing the submissions of counsel for the Liquidator, no one appearing for any other person, although properly served as appears from the Affidavit of service of Samantha Dunn sworn May 25, 2018.

SERVICE

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

THE CORPORATIONS ACT

2. THIS COURT ORDERS that paragraph 17 of this Honourable Court's Order dated April 13, 2018 (Sale Approval Order) shall be and is hereby amended to extend to August 31, 2018 the time period within which the Liquidator shall be required to apply to Court for approval of its final accounts and for an order permitting it to distribute in money or in kind the remaining property of each of the Companies to their respective shareholders according to their respective rights pursuant to section 216(2) of The Corporations Act.

3. THIS COURT ORDERS that the delivery by the Liquidator of the Liquidator's Statement of Receipts and Disbursements attached as Exhibits "M" and "N" to the Third Report of the Liquidator dated May 18, 2018 shall be and is hereby deemed to constitute satisfactory compliance by the Liquidator with the requirements of section 214(h) of The Corporations Act with respect to preparation and delivery of financial statements for EPG.

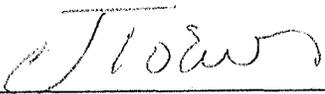
LIQUIDATOR'S REPORT

4. THIS COURT FURTHER ORDERS that the reported actions of the Liquidator to date in respect of administering these liquidation proceedings and the Liquidator's Third Report dated May 18, 2018 ("**Third Report**"), including the statement of receipts and disbursements contained in the Third Report and the activities of the Liquidator described therein, shall be and is hereby approved.

LIQUIDATOR'S FEES AND DISBURSEMENTS

5. THIS COURT FURTHER ORDERS that the fees and disbursements of the Liquidator for the period of April 28, 2017 (the "**Date of Appointment**") to April 27, 2018, and the fees and disbursements of its legal counsel for the period commencing on the Date of Appointment to March 31, 2018 shall be and are hereby approved.

May 28th, 2018



TOEWS, J.