



No. S1810743
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 *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
PUREWAL BLUEBERRY FARMS LTD., 0726357 B.C. LTD., 0726365 B.C. LTD.
and 0726368 B.C. LTD.

PETITIONERS

**ORDER MADE AFTER APPLICATION
(SALE EXTENSION ORDER)**

BEFORE) THE HONOURABLE JUSTICE)
) G.C. WEATHERILL) February 6, 2019
))

ON THE APPLICATION of the Petitioner, Purewal Blueberry Farms Ltd. ("**Purewal**"), coming on for hearing at Vancouver, British Columbia, on the 6th day of February, 2019; AND ON HEARING Katie G. Mak, counsel for the Petitioners, and those other counsel listed on **Schedule "A"** hereto; and no one else appearing although duly served; AND UPON READING the material filed, including the Third Report of FTI Consulting Canada Inc., in its capacity as court-appointed monitor of the Petitioners (the "**Monitor**") dated February 1, 2019 (the "**Report**"), and pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. c. C-36 (the "**CCAA**"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Court;

THIS COURT ORDERS AND DECLARES that:

1. The capitalized terms used herein but not otherwise shall have the meanings ascribed to them in the Sale Agreement (as defined below).
2. The Extension Addendum dated January 30, 2019, entered into between Purewal as represented by the Monitor (the "**Vendor**") and 1176094 B.C. Ltd. (the

"Purchaser"), a copy of which is attached as Schedule "E" to the Third Report of the Monitor, is hereby approved.

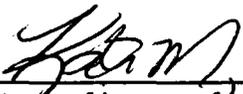
3. The Closing Date for the Offer to Purchase and Agreement of Purchase and Sale dated November 21, 2018 (the "Sale Agreement") between the Purchaser and Vendor, be and is hereby extended to March 8, 2019.

4. The Monitor, on behalf of the Vendor and with the consent of the Purchaser, is hereby authorized to extend the Closing Date to such later date as the Monitor and the Purchaser may mutually agree, without further or other approval of the Court, provided that the Closing Date occurs no more than 21 days after March 8, 2019.

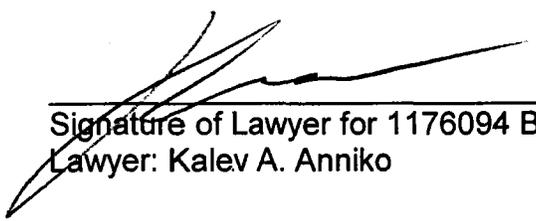
5. The Purchaser, the Vendor, the Monitor or any other party have liberty to apply for such further or other directions or relief as may be necessary or desirable to give effect to this Order.

6. The approval of counsel as to form, except for counsel to the Purchaser and the Vendor, is dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT

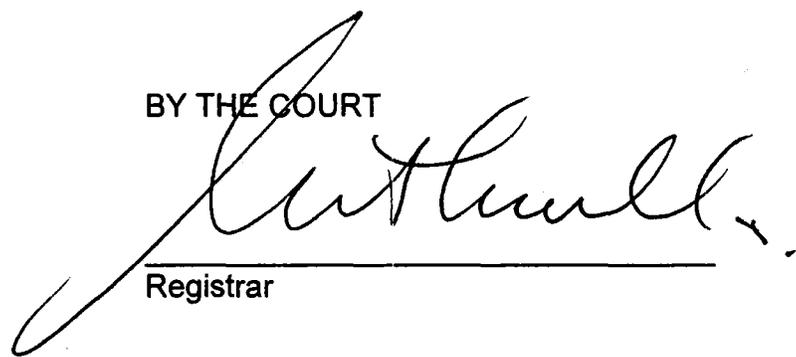


Signature of Lawyer for the Petitioner
Lawyer: Katie G. Mak



Signature of Lawyer for 1176094 B.C. Ltd.
Lawyer: Kalev A. Anniko

BY THE COURT



Registrar



Schedule "A"
LIST OF COUNSEL

Mary Buttery	Monitor
Gregory Gehlen <i>Kalev Anko</i>	Purchaser