



NO. 31371  
PENTICTON REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

FARM CREDIT CANADA

PETITIONER

AND

NARAMATA VINES INC.  
JAMES DONALD ANGROVE  
GABOR IVAN ZINNER

RESPONDENTS

**ORDER**

BEFORE ) THE HONOURABLE ) THURSDAY, THE  
) MASTER YOUNG ) 1ST DAY OF  
) ) OCTOBER, 2009

THE APPLICATION of KPMG Inc. (the "Receiver") in its capacity as Receiver of the real property legally described as PID: 018-793-274, Lot B District Lot 209, Similkameen Division, Yale District Plan KAP52428 including all equipment used and improvements thereon and all plans, engineering and other reports, documents and specifications relating thereto, coming on for hearing on September 28, 2009 at the Courthouse at Kelowna, British Columbia, and by telephone hearing on October 1, 2009, and upon hearing Gordon G. Plottel, Counsel for the Receiver; Michael Morgan, Counsel for certain Limited Partners; Cary Schneiderat, Counsel for the Respondents; Steven Dvorak, Counsel for the Petitioner; Mark Baron, Counsel for Saddleback Development Corp., and, at the telephone hearing on October 1, 2009, Sheldon Pearce, Realtor for 221974 Alberta Ltd.; and upon reviewing the First Report of the Receiver dated September 16, 2009, and the Affidavit #1 of Andrew Basi, and, with respect to paragraph number 1 below, by consent of the Respondents;

**THIS COURT ORDERS that:**

**Records**

1. The Respondent, James Donald Angrove, shall forthwith, and in any event within seven days of the date of this Order, deliver up to the Receiver all Records (as defined in the Receivership Order (the "Receivership Order") made herein on June 8, 2009) in his possession or control, or permit the Receiver to make, retain and take away copies thereof.

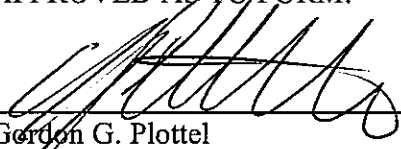
**Claims**

2. Subject to further Order of this Honourable Court, and in accordance with the procedures set out herein, the Receiver shall review all claims of alleged creditors against the Property (as defined in the Receivership Order) ("Claims") submitted to it in the within proceedings. Any Claims disallowed in whole or in part by the Receiver shall be subject to the Claims procedure prescribed herein;
3. June 8, 2009, the date of the Receivership Order, shall be used to establish as at that date the amount of each of the Claims.
4. The Receiver shall send to all persons of which the Receiver is aware, who may have Claims (collectively referred to as "Affected Creditors") against the Property, other than those Affected Creditors who have already provided such particulars and documents to the Receiver, a request to provide particulars and supporting documents of such Claims to the Receiver in the form of a Proof of Claim (the "Proof of Claim").
5. Any Affected Creditor asserting a Claim (a "Claimant") shall be required to prove its Claim in accordance with this Order prior to 5:00 p.m. on October 30, 2009 (the "Claims Bar Date");
6. Any Affected Creditors that does not file a Proof of Claim with the Receiver on or before the Claims Bar Date, or such later date as this Honourable Court may otherwise order, will not be entitled to receive any distribution of funds by the Receiver.
7. The Receiver shall post an electronic copy of a Notice to Prove Claims and this Order on the Receiver's website at [www.kpmg.ca/naramata](http://www.kpmg.ca/naramata);
8. The Receiver shall supervise the receipt and collection of the Proof of Claims and shall review and examine each Proof of Claim filed by the Claims Bar Date;
9. Thereafter, the Receiver will either: (i) accept the Claim as set out in the Proof of Claim in its entirety; (ii) revise the amount of the Proof of Claim; or (iii) disallow the amount of the Claim as set out in the Proof of Claim, and where a Claim is accepted or revised, and if required, determine the priority of the Claim relative to other Claims;
10. If the Receiver disallows the amount or revises a Claim set out in a Proof of Claim, the Receiver may: (i) attempt to consensually resolve the amount of such Claim with the Claimant; and/or (ii) send a Notice of Revision or Disallowance to the Claimant, which shall advise the Claimant of the provisions of paragraphs 11 and 12 of this Order, in a form to be determined by the Receiver
11. Any Claimant who intends to dispute their Claim as set out in the Notice of Revision or Disallowance must bring, within 14 days of the date of the Notice of Revision or Disallowance, an application to this Court for a summary determination of the value and/or priority of such Claim, by filing with this Honourable Court a Notice of Motion in this proceeding and serving it upon the Receiver.

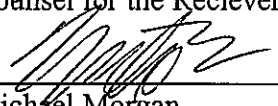
12. If a Claimant does not apply to this Court in accordance with the proceeding paragraph, the Claimant shall be deemed to have accepted the Receiver's Notice of Revision or Disallowance and any priority determination, and:
  - (a) Where the entire Claim is disallowed, the Claimant will not be entitled to receive any distributions made by the Receiver;
  - (b) Where the Claim has been revised, the Claimant will only be entitled to receive any distribution made by the Receiver in an amount proportional to the revised amount;
13. For the purposes of determining the nature and priority of Claims, the net proceeds from any sale of the Property (as defined in the Receivership Order) shall stand in the place and stead of the Property, and that from and after the cancellation of title to the Property all Claims and encumbrances shall attach to the net proceeds from the sale of the Property with the same priority as they had with respect to the Lands and Property immediately prior to the sale, as if the Property had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.
14. The Receiver is at liberty to reapply for further advice, assistance and direction as may be necessary to give full force and effect to the terms of this Order.
15. The approval as to form of this Order by Sheldon Pearce is hereby dispensed with.

APPROVED AS TO FORM:

BY THE COURT

  
\_\_\_\_\_  
Gordon G. Plottel  
Counsel for the Receiver

\_\_\_\_\_  
DEPUTY DISTRICT REGISTRAR

  
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Michael Morgan  
Counsel for certain Limited Partners

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Cary Schneiderat  
Counsel for the Respondents

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Steven Dvorak  
Counsel for the Petitioner

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Mark Baron  
Counsel for Saddleback Development Corp.

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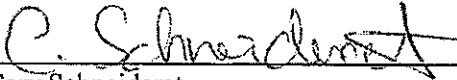
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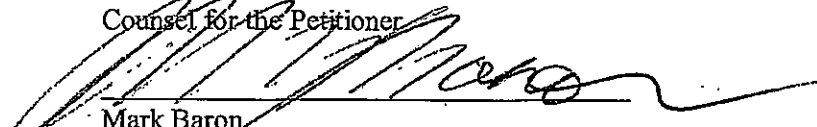
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**ORDER**

MILLER THOMSON LLP

Barristers & Solicitors, Patent & Trade-Mark Agents

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