



Court File No. CL-26-00000372-0000

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE

)

FRIDAY, THE 28TH

JUSTICE DUNPHY

)

DAY OF AUGUST, 2026

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

AND IN THE MATTER OF DE CLOET GREENHOUSE MFG. LTD.

APPLICATION OF DE CLOET GREENHOUSE MFG. LTD. UNDER
SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT
ACT*, R.S.C. 1985, c. C-36, AS AMENDED

**INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)**

THIS APPLICATION, made by De Cloet Greenhouse Mfg. Ltd. (the "**Canadian Debtor**"), in its capacity as the foreign representative (in such capacity, the "**Foreign Representative**") of the Debtors (defined below), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"), for an Order substantially in the form enclosed in the Supplemental Application Record, was heard this day by judicial videoconference in Toronto, Ontario.

ON READING the Notice of Application, the affidavit of Adam Zalev sworn August 19, 2026, the Affidavit of Adam Zalev sworn August 21, 2026 and the Pre-Filing Report of AlixPartners Restructuring Inc., in its capacity as proposed information officer (in such capacity, the "**Proposed Information Officer**"), dated August 26, 2026, each filed, and upon being provided with copies of the documents required by section 46 of the CCAA,

AND UPON BEING ADVISED by counsel for the Foreign Representative that in addition to this Initial Recognition Order, a Supplemental Order (Foreign Main Proceeding) is being sought,

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Proposed Information Officer, and counsel for such other parties appearing on the

participant information form, no one else appearing although duly served as appears from the Lawyer's Certificate of Service of Alec Hoy sworn August 21, 2026, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

FOREIGN REPRESENTATIVE

2. **THIS COURT ORDERS AND DECLARES** that the Foreign Representative is the "foreign representative", as defined in section 45 of the CCAA, in respect of the proceedings commenced by the Foreign Representative and certain of its affiliated debtors (the "**Debtors**") on August 18, 2026, in the United States Bankruptcy Court for the District of Delaware pursuant to chapter 11 of title 11 of the United States Code (the "**Foreign Proceeding**").

CENTRE OF MAIN INTEREST AND RECOGNITION OF FOREIGN PROCEEDING

3. **THIS COURT DECLARES** that the centre of its main interests for the Canadian Debtor is the United States of America and that the Foreign Proceeding of the Canadian Debtor is hereby recognized as a "foreign main proceeding" as defined in section 45 of the CCAA.

STAY OF PROCEEDINGS

4. **THIS COURT ORDERS** that until otherwise ordered by this Court:

- (a) all proceedings taken or that might be taken against the Canadian Debtor under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 or the *Winding-up and Restructuring Act*, R.S.C. 1985, c. W-11, are stayed;
- (b) further proceedings in any action, suit or proceeding against the Canadian Debtor are restrained; and
- (c) the commencement of any action, suit or proceeding against the Canadian Debtor is prohibited.

NO SALE OF PROPERTY

5. **THIS COURT ORDERS** that, except with leave of this Court, the Canadian Debtor is prohibited from selling or otherwise disposing of:

- (a) outside the ordinary course of its business, any of its property in Canada that relates to the business; and
- (b) any of its other property in Canada.

GENERAL

6. **THIS COURT ORDERS** that within five (5) business days from the date of this Order, or as soon as practicable thereafter, the Foreign Representative, with the assistance of the Proposed Information Officer, shall cause to be published a notice substantially in the form attached to this Order as Schedule A, once a week for two (2) consecutive weeks, in the Globe and Mail (National Edition).

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Debtors, the Foreign Representative and the Proposed Information Officer and their respective counsel and agents in carrying out the terms of this Order.

8. **THIS COURT ORDERS AND DECLARES** that the Interim Stay Order of this Court made on August 19, 2026 (the “**Interim Stay Order**”) shall be of no further force and effect once this Order becomes effective, and that this Order shall be effective as of the date of this Order without the need for entry or filing of this Order, provided that nothing herein shall invalidate any action taken in compliance with such Interim Stay Order prior to the effective time of this Order.

9. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days' notice to the Foreign Representative, the Proposed Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.



Digitally signed by
Sean Dunphy
Date: 2026.08.28
12:28:00 -04'00'

The Honourable Justice Dunphy

**Schedule “A”
Draft Notice to be Published**

Court File No. CL-26-00000372-0000

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

AND IN THE MATTER OF DE CLOET GREENHOUSE MFG. LTD.

APPLICATION OF DE CLOET GREENHOUSE MFG. LTD. UNDER
SECTION 46 OF THE *COMPANIES’ CREDITORS ARRANGEMENT
ACT*, R.S.C. 1985, c. C-36, AS AMENDED

NOTICE OF SUPPLEMENTAL ORDER (FOREIGN MAIN PROCEEDING)

PLEASE BE ADVISED that this Notice is being published pursuant to an order of the Ontario Superior Court of Justice (Commercial List) (the “**Canadian Court**”) granted on August 28, 2026 (the “**Initial Recognition Order**”).

TAKE NOTICE that on August 18, 2026, De Cloet Greenhouse Mfg. Ltd. (the “**Canadian Debtor**”) and certain of its affiliates (collectively, the “**Debtors**”) commenced voluntary reorganization cases (each a “**Chapter 11 Case**”) pursuant to chapter 11 of title 11 of the United States Code with the United States Bankruptcy Court for the District of Delaware (the “**U.S Bankruptcy Court**”). In connection with the Chapter 11 Cases, the Canadian Debtor was appointed to act as foreign representative of the Debtors (the “**Foreign Representative**”). The Foreign Representative’s address is 1805 Charlottesville West Quarter Line, Simcoe, Ontario.

AND TAKE NOTICE that the Initial Recognition Order and the Supplemental Recognition Order granted by the Canadian Court on August 28, 2026 (the “**Supplemental Recognition Order**” and together, the “**Recognition Orders**”) have been issued by the Canadian Court under Part IV of the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the “**CCAA Recognition Proceeding**”) and, among other things: (i) recognized the Chapter 11 Case of the Canadian Debtor as a foreign main proceeding; (ii) granted a stay of proceedings against the Canadian Debtor; (iii) recognized certain orders granted by the U.S. Bankruptcy Court in the Chapter 11 Cases; and (iv) appointed AlixPartners Restructuring, Inc. as the Information Officer with respect to the CCAA Recognition Proceeding (in such capacity, the “**Information Officer**”).

AND TAKE NOTICE that motions, orders and notices filed with the U.S. Bankruptcy Court in the Chapter 11 Cases are available at: <https://dm.epiq11.com/case/bfz/info> and that the Recognition Orders and any other orders that may be granted by the Canadian Court are available at: <https://cdncases.alixpartners.com/experience/case/DeCloet-Greenhouse>.

AND TAKE NOTICE that counsel for the Foreign Representative is:

Cassels Brock & Blackwell LLP

Bay Adelaide Centre – North Tower, Suite 3200

40 Temperance Street
Toronto, Ontario M5H 0B4
Attention: Ryan Jacobs/ Natalie E. Levine/ Alec Hoy
Email: rjacobs@cassels.com/ nlevine@cassels.com/ ahoy@cassels.com

AND PLEASE FINALLY TAKE NOTICE that if you wish to receive copies of the Recognition Orders or obtain further information in respect of the matters set forth in this Notice, you may contact the Information Officer at:

Address: AlixPartners Restructuring Inc.
220 Bay Street, 13th Floor
Toronto, ON M5J 2W4
Tel: +1 (416) 932-6022
Email: Isaiah.crystal@alixpartners.com

DATED AT TORONTO, ONTARIO this ● day of ●, 2026.

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

AND IN THE MATTER OF DE CLOET GREENHOUSE MFG. LTD.

APPLICATION OF DE CLOET GREENHOUSE MFG. LTD. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT TORONTO

**INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)**

CASSELS BROCK & BLACKWELL LLP

Suite 3200, Bay Adelaide Centre – North Tower
40 Temperance Street
Toronto, Ontario M5H 0B4

Ryan Jacobs LSO#: 59510J

Tel: 416.860.6465
rjacobs@cassels.com

Natalie E. Levine LSO#: 64908K

Tel: 416.860.6568
nlevine@cassels.com

Alec Hoy LSO#: 85489K

Tel: 416.860.2976
ahoy@cassels.com

Lawyers for the Foreign Representative