



This is the 4th affidavit  
of Amarjit Singh Lalli in this case  
and was made on July 15, 2025

No. S245481  
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 BC TREE FRUITS COOPERATIVE, BC TREE FRUITS INDUSTRIES  
LIMITED and GROWERS SUPPLY COMPANY LIMITED

PETITIONERS

**AFFIDAVIT**

I, Amarjit Singh Lalli, orchardist, of 1900 Mckenzie Road, Kelowna, British Columbia, AFFIRM  
THAT:

1. I am an orchardist in the Okanagan region of British Columbia, and a voting member of the BC Tree Fruits Cooperative ( "**BCTFC**"). I have been a voting member of BCTFC since 2005. I am also a former board member of BCTFC, serving on the board from 2016 to 2022. I am familiar with the BCTFC business, its management structure, its rules, and its membership. I was appointed as representative for the BCTFC voting members (the "**Members**") pursuant to the order of The Honourable Justice Gropper pronounced on August 26, 2024 (the "**Representation Order**") in these proceedings under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 ("**CCAA**"). As such, I have personal knowledge of the matters deposed to herein. Where I have relied on other sources of information, I have so stated and I believe them to be true.
2. I make this affidavit in response to applications by the court-appointed monitor, Alvarez & Marsal Canada Inc. (the "**Monitor**"), dated July 9, 2025, and July 11, 2025, seeking to:

- (a) appoint a representative and representative counsel for all former BCTFC members who delivered fruit to BCTFC at any time during the years 2018 through 2023 (the “**Former Members**”);
- (b) grant a charge over the over the Property (as defined in the Amended and Restated Initial Order granted on August 26, 2024 in these proceedings (the “**ARIO**”)) in the amount of \$50,000 as security for the Former Members’ legal fees (the “**Former Members Charge**”); and
- (c) declare that the BCTFC board is not required to call a special general meeting of the Members until further order of this court.

**Former Members representative and the Former Members Charge**

3. The First Report of the Monitor dated August 22, 2024, indicated that around the time of entering into these CCAA proceedings, BCTFC and Growers Supply Company Limited (collectively, the “**Petitioners**”) had approximately:
  - (a) \$99.3 million of land (based on 2024 assessed values), plus other assets; and
  - (b) \$65.4 million of total liabilities.
4. As such, it was clear to the Members, based on publicly available information, that if the Petitioners’ land were sold pursuant to the a court-supervised sales process, a distribution of surplus BCTFC funds might occur at the conclusion of these CCAA proceedings.
5. Given this fact and the additional reasons outlined in the Members’ notice of application dated August 23, 2024, the Members sought the Representation Order.
6. The Members sought the Representation Order on their own initiative, not on the initiative of the Monitor.
7. The Members also self-funded approximately \$36,072.20 to seek the Representation Order. This funding consisted of \$7,589.11 and \$3,483.09 paid to the Members’ former counsel, Rush Ihas Hardwick LLP and Koffman Kalef LLP, and \$25,000 paid to the Members’ representative counsel, Osler, Hoskin & Harcourt LLP.

8. The Members oppose:

- (a) the Monitor now seeking to appoint a representative and counsel for the Former Members on its own initiative, when similar assistance was not provided to the Members (who have a larger stake in these proceedings); and
- (b) the Monitor seeking the Former Members Charge when, to the best of the Members' knowledge, the Former Members have not been required to self-fund any of their own legal fees in relation to these CCAA proceedings.

9. Further (as detailed below), if the Members pass a vote to amend the BCFC rules (the "**Rules**") to remove Former Members from a distribution of surplus funds, then Former Members will have no interest in the BCTFC estate, and therefore no justification to receive the Former Members Charge.

**The Rules and calling an AGM or Special Meeting**

10. A true copy of the Rules is attached hereto as **Exhibit A**.

11. Pursuant to the Rules:

- (a) an amendment to the Rules requires a special resolution of the Members, passed by 2/3 of votes cast at a meeting of Members. A special resolution takes effect when a certified copy of the resolution is filed with the BC Registrar;
- (b) a special resolution may be passed at either (i) an annual general meeting (an "**AGM**"); or (ii) a special meeting called to consider the special resolution (a "**Special Meeting**"). To hold an AGM, audited financial statements must be made available to Members 10 days before the meeting; and
- (c) the process for calling a Special Meeting and passing a special resolution is as follows:
  - (i) the Special Meeting may be called by the BCTFC directors, or by requisition from the Members. A Members requisition must be signed by

the greater of at least 20 Members or 10% of the total membership (assuming the current membership of 174 Members);

- (ii) 14 days' notice of the Special Meeting is required and the full text of any proposed special resolution must be included in the notice of meeting;
- (iii) quorum for the Special Meeting is 10% of the Members entitled to vote at the meeting;
- (iv) the President of the BCTFC is entitled to chair the Special Meeting (or in absence of President, a vice president is entitled to chair the meeting);
- (v) the Special Meeting can be held in person or by videoconference;
- (vi) each Member has one vote on any proposed special resolution, regardless of number of shares held; and
- (vii) Former Members have no vote or standing at a Special Meeting (or AGM).

12. The Members have not been permitted to hold an AGM or Special Meeting since before the commencement of these CCAA proceedings:

- (a) the Members requested a Special Meeting by way of a requisition dated August 3, 2024 (the "**First Requisition**"). This meeting was stayed by the ARIO, on the application of the Monitor. A true copy of the First Requisition is attached hereto as **Exhibit B**; and
- (b) the AGM scheduled to be held on November 21, 2024, was postponed by consecutive orders of this Court and is currently stayed until at least November 28, 2025.

13. Despite this, the Members have actively pursued holding an AGM during these CCAA proceedings to meet, confer, and exercise their voting rights, particularly given the expected distribution of surplus funds. Unfortunately, the Members have not been given this opportunity.

14. Based on information provided by counsel to the Monitor, the Members understand that BCTFC's 2024 audited financial statements (the "**2024 Financials**") are not yet completed as required by the Rules to hold an AGM.
15. On March 4, 2025, this Court authorized BCTFC to pay its auditor, Grant Thornton LLP ("**Grant Thornton**"), pre-filing amounts owing up to \$82,255.22, so that Grant Thornton could complete the 2024 Financials.
16. The Members understand the 2024 Financials are still incomplete as of the date of this affidavit.

#### **The proposed Special Meeting**

17. Given the lack of an AGM, the Members requisitioned a Special Meeting by way of a requisition dated July 9, 2025 (the "**Second Requisition**"). A true copy of the Second Requisition is attached hereto as **Exhibit C**.
18. The Members wish to exercise their rights to vote on a Rules amendment that would remove Former Members from any distribution of surplus BCTFC funds.
19. The Members believe the departure of Former Members from BCTFC was a significant factor in the financial collapse of the co-op. The Former Members left BCTFC on their own accord. Amongst other things, the departure of Former Members decreased revenues for BCTFC, increased overhead costs for the remaining Members, and in many cases, involved Former Members breaching their fruit supply agreements with BCTFC. As such, many Members believe that Former Members should not participate in any distribution of surplus BCTFC funds.

#### **Remote Commissioning**

20. I acknowledge the solemnity of making a sworn statement/solemn declaration and acknowledge the consequences of making an untrue statement.

21. I was not physically present before the person before whom this affidavit was sworn or affirmed but was in that person's presence using video conferencing.

AFFIRMED BEFORE ME at Vancouver, )  
British Columbia, on July 15, 2025. )



A Commissioner/Notary Public for taking )  
affidavits for British Columbia )



AMARJIT SINGH LALLI

**CHRISTIAN GARTON**  
**BARRISTER & SOLICITOR**  
Oslar, Hoskin & Harcourt LLP  
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This is Exhibit "A" referred to in the  
Affidavit #4 of Amarjit Singh Lalli  
affirmed before me at Vancouver, BC,  
this 15th day of July 2025

A handwritten signature in blue ink, appearing to be 'Ch. ST' or similar, written in a cursive style.

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A Commissioner/Notary Public for the  
Province of British Columbia



# ***TREE FRUITS COOPERATIVE***

## ***RULES***

Revised March 20, 2019



Rules of  
**BC Tree Fruits Cooperative**

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**Part 1 — Interpretation**

**1. Definitions**

In these Rules:

"**Act**" means the Cooperative Association Act of British Columbia from time to time in force and all amendments to it;

"**Acres**" means land that is actually planted with tree fruits and, for clarity, acres in transition or undergoing replant will still qualify under this definition.

"**adjourned meeting**" means the meeting to which a meeting is adjourned;

"**Association**" means the BC Tree Fruits Cooperative;

"**board**" or "**the directors**" mean the directors of the Association for the time being;

"**eligible organization**" means a Corporation, First Nations or Government;

"**member**" means a member of the Association and includes a joint member;

"**North Region**" means the lands located within the legal boundaries of the following: City of Armstrong, Village of Chase, Municipality of Coldstream, City of Enderby, City of Kelowna, District of Lake Country, Village of Lumby, Municipality of Peachland, City of Salmon Arm, Municipality of Spallumcheen, City of Vernon, Regional District of Central Okanagan (including such future municipalities as may be incorporated within the present boundaries of the Regional District of Central Okanagan), Regional District of Columbia Shuswap (including such future municipalities as may be incorporated within the present boundaries of the Regional District of Columbia Shuswap), and Regional District of North Okanagan (including such future municipalities as may be incorporated within the present boundaries of the Regional District of North Okanagan);

"**regulation**" means the regulation under the *Cooperative Association Act* as made and amended from time to time;

"**Rules**" means these Rules and all amendments, additions, deletions or replacements from time to time in force and effect.

"**South Region**" means the lands located within the legal boundaries of the following: Village of Keremeos, Town of Oliver, Town of Osoyoos, City of Penticton, Town of Princeton, District of Summerland, Regional District of Kootenay Boundary (including such future municipalities as may be incorporated within the present boundaries of the Regional District of Kootenay Boundary), Regional District Okanagan Similkameen (including such future municipalities as may be incorporated within the present boundaries of the Regional District Okanagan Similkameen), Town of Creston, and Regional District of Central Kootenay (including such future municipalities as may be incorporated within the present boundaries of the Regional District of Central Kootenay);

**2. Cooperative Association Act definitions apply**

Subject to Rule 1, words and expressions defined in the Act as they read on the date these Rules become applicable to the Association apply to these Rules, with the necessary changes, so far as applicable.

**3. Interpretation**

Words in the singular form include the plural and vice versa and words importing a specific gender include the other gender and eligible organizations.

**4. Cooperative Association Act governs**

If there is a conflict or inconsistency between the Act and the Rules, the Act governs.

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**Part 2 — Membership**

**5. Membership**

To qualify for membership, an applicant must

(a) operate an orchard that:

- i) has a minimum of 3 acres of tree fruits contracted to the Association; and Last revised March 2019
- ii) has the potential to produce at least \$15,000.00 in Association pool close earnings from tree fruit crops per year; and
- iii) is located in either the North Region or the South Region, and

(b) have delivered at least \$15,000.00 in Association pool close earnings from tree fruit crops under a contract with the Association that was in place for at least one crop year preceding the application date; and

(c) be a member in good standing of the B.C. Fruit Growers Association. The Association will pay the member's annual fee to the B.C. Fruit Growers Association and will recover this amount from the member.

**6. Application for membership**

An individual or eligible organization that wishes to become a member must submit to the Association a written application for membership in the form provided by the Association for that purpose and payment for the minimum number of membership shares required under Rule 8 for membership in the Association.

**7. Age qualification**

To be eligible for membership in the Association, an individual must be at least 18 years of age.

**8 Share requirement**

Each member must, as a condition of membership, subscribe to one, and only one, membership share. Any application under joint names will only entitle such applicants to one membership, which will be held jointly.

**9 Approval of application**

The directors, or a person authorized by the directors to approve applications for membership, may approve or refuse an application for membership and may postpone consideration of an application for membership.

**10. Effective date of membership**

Membership is effective on the day that the application for membership is approved under Rule 9.

**11 Withdrawal from membership**

A member may withdraw from membership in the Association by:

- (a) giving written notice to the directors of the member's intention to withdraw, and
- (b) surrendering any share certificates in respect of membership shares.

**12 Effective date of withdrawal**

The membership of a member ceases on the date which the notice of withdrawal required by Rule 11 was received.

**13 Notice of death, bankruptcy, or incapacity of individual member**

Notice to the Association of the death or bankruptcy of an individual member, or notice that an individual member has been found by a court, in Canada or elsewhere, to be incapable of managing the individual's own affairs, has

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the same effect as a notice of intention to withdraw, and Rules 11, 12, 17 and 32 apply with the necessary changes, so far as applicable.

**14 Notice of bankruptcy, liquidation or dissolution of eligible organization member**

Notice to the Association of the bankruptcy, liquidation or dissolution of a member that is an eligible organization has the same effect as a notice of intention to withdraw, and Rules 11, 12, 17 and 32 apply with the necessary changes, so far as applicable.

**15. Grounds for termination of membership**

The board may terminate the membership of a member in accordance with the Act if:

- (a) the member has engaged in conduct detrimental to the Association,
- (b) the member has not paid money due by the member to the Association within a reasonable time after receiving written notice to do so from the Association,
- (c) at any time the total sale of tree fruit crops sold through the Association over any two (2) preceding years is less than thirty thousand (\$30,000.00) dollars in Association pool close earnings, excluding situations where the member has not delivered crops due to replant, weather events or other crop failures. For clarity, for a determination made in 2014, earnings in years 2012 & 2013 would be considered for purposes of this Rule.
- (d) in the opinion of the directors, based on reasonable grounds, the member
  - i) has breached a material condition of an agreement with the Association, and
  - ii) has not rectified the breach within a reasonable time after receiving written notice to do so from the Association, or
- (e) the member's contract has been cancelled or the member has not transacted any business with the Association for a period of two (2) consecutive years.

*[CAA, 1999, section 34]*

**16. Appeal of termination of membership**

The right of appeal of a person whose membership in the Association is terminated is governed by the Act.

*[CAA, 1999, section 37]*

**17. Effect of termination, withdrawal or other cessation of membership**

- (1) When a member withdraws from membership or a membership is terminated or ceases for any reason, all rights and privileges attached to membership cease except the right to require the Association to redeem, in accordance with Rule 32 or 33, whichever is applicable, the member's membership share.
- (2) The cessation of membership does not release the former member from any debt or obligation owed to the Association unless the instrument of debt or obligation states otherwise.

**Part 3 — Share Structure**

**18. Authorized share structure**

The authorized share structure of the Association is an unlimited number of membership shares with a par value of \$1.00 per share.



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**Part 4 — [Deleted]**

**19. [Deleted]**

**Part 5 — Share Certificates**

**20. Entitlement to share certificate**

A person whose name is entered in the Association's register of members is entitled, without prior payment, to a certificate of the Association, specifying the membership share that is held by the person.

*[CAA, 1999, sections 42, 57, 64]*

**21. Form of share certificate**

Every share certificate issued by the Association must be in a form approved by the directors.

*[CAA, 1999, sections 58, 216]*

**22. Signing of share certificates**

Each share certificate issued by the Association must be signed by at least one director or officer of the Association.

**23. Lost or destroyed certificates**

If a share certificate is lost, stolen or destroyed, the Association must issue to the member entitled to the lost, stolen or destroyed certificate a new share certificate as a replacement if

- (a) the Association has no notice that the lost, stolen or destroyed certificate has been acquired by a purchaser for value who entered into the transaction honestly and without notice of any adverse claim, including a claim that a transfer was or would be wrongful,
- (b) the directors are satisfied that the certificate is lost, stolen or destroyed,
- (c) the Association receives payment of the reasonable fee, if any, required by the directors for the issue of a replacement certificate, and
- (d) the Association receives the indemnity, if any, the directors consider appropriate.

**Part 6 — Transfer of Shares**

**24. Requirements of instrument of transfer**

- (1) An instrument of transfer of any shares in the Association must:
  - (a) be in writing,
  - (b) specify the number and class of shares being transferred, and
  - (c) be executed and dated both by the transferor and transferee, or an attorney authorized in writing by the transferor or transferee, as applicable, or if the transferor or transferee is an eligible organization, by a duly authorized director, officer or attorney of the organization.
- (2) The transferor remains the holder of the shares until the name of the transferee is entered in the register of members

**25. Form of transfer**

Shares in the Association may be transferred in the following form, or in another usual or common form approved by the directors:

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I, .....[transferor], of ..... [address of transferor] in consideration of the sum of \$..... paid to me by ..... [transferee], of ..... [address of transferee], do transfer to the transferee ..... [number and class] shares in the ..... [name of association], for which certificates are attached, to be held by the transferee or his or her personal representatives and assignees, subject to the conditions on which I held the same at the time of the execution; and I, the transferee, agree to take the shares subject to those conditions.

Signed on ..... (year, month, day)

(Signature of transferor).....

Signature of transferee).....

(Signature of witness).....

## **26. Effective date of transfer of shares**

A transfer of shares does not take effect until:

- (a) any lien of the Association on the shares has been satisfied,
- (b) the transfer has been authorized by the directors, and
- (c) the name of the transferee is entered in the register of members.

## **27 Registering a transfer**

The directors must immediately enter the name of the transferee in the register of members when, with respect to the transfer of a share:

- (a) the requirements set out in Rule 26 (a) and (b) have been met,
- (b) a duly executed instrument of transfer with the certificate issued in respect of the share attached has been delivered to the Association, and
- (c) that certificate has been cancelled.

## **28. Lien on transfer or assignment of shares**

The Association has a lien on the membership shares of the person who holds the shares for a debt due to the Association by that person and the Association may refuse to register a transfer or acknowledge an assignment of membership shares, dividends or interest affected by such a lien.

[CAA, 1999, section 56]

*continued next page*

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**Part 7 — Transmission of Shares**

**29. Procedure on death of a member**

The person entitled to the membership share of a deceased member may, on providing proof satisfactory to the directors of the death of the member and the person's entitlement:

- (a) if the person is not a member, apply under Part 2 for membership in the Association,
- (b) apply to the directors to redeem the share.

**30. Redemption of shares**

Subject to Rule 35, if the person entitled to the membership share of a deceased member does not qualify for membership under Part 2 the Association must redeem the share by paying to that person, within 4 months of the date on which the person provided the Association with proof of his or her entitlement, the amount paid up on the share.

*[CAA, 1999, section 66]*

**Part 8 — Redemption of Shares**

**31 Association authorized to purchase and redeem its shares**

Subject to these Rules, the Association may, by a resolution of the directors, redeem any of its shares at the price and on the terms specified by the resolution, and such resolution must provide for the cancellation of any shares so redeemed.

*[CAA, 1999, section 66]*

**32 Redemption of shares on withdrawal of membership**

Subject to Rule 35, if a member withdraws from membership, the period within which the Association must redeem the shares of the former member is 4 months from the effective date of the withdrawal.

*[CAA, 1999, section 38]*

**33. Redemption of shares on termination of membership**

Subject to Rule 35, if the Association terminates the membership of a member under Rule 15, the Association must redeem the shares of the member.

*[CAA, 1999, section 38]*

**34. Amount paid on redemption**

A member is entitled to the amount paid up on the par value of a membership share on redemption by the Association under this Part.

**35. Restriction on redemption**

The Association must not redeem shares if there are reasonable grounds for believing that:

- (a) the Association is unable to pay its liabilities as they become due in the ordinary course of business, or
- (b) exercising one or more of the Association's powers to redeem membership shares would:
  - (i) render the Association unable to pay its liabilities as they become due in the ordinary course of business, or
  - (ii) cause the realizable value of the Association's assets to be less than its liabilities.

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*[CAA, 1999, section 66]*

**Part 9 — Register of Members**

**36. Register of Members**

The Association must keep and maintain a register of members and must enter the following in the register:

- (a) the names and address of the members, the number of shares held by each member and the amount paid on each membership share;
- (b) the date on which the name of any person was entered in the register as a member;
- (c) the date on which any person ceased to be a member.

*[CAA, 1999, section 124]*

**Part 10 — General Meetings of the Association**

**37. Annual general meetings**

- (1) The first general meeting of the members of the Association must be held within 3 months after the date of incorporation or within a later period that may be approved by the registrar.
- (2) A general meeting of the Association must be held at least once in every calendar year within 4 months after the end of its financial year, or on a suitable date approved by the registrar.

*[CAA, 1999, section 143]*

**38. Ordinary Business at annual general meeting**

At the first general meeting and at each annual general meeting the following ordinary business must be considered:

- (a) report of the directors;
- (b) financial statement;
- (c) auditor's report, if applicable;
- (d) election or appointment of directors; and
- (e) appointment or waiver of appointment of an auditor.

**39. Order of business at annual general meeting**

The order of business at the first general meeting and at annual general meetings, to the extent appropriate in the circumstances, must be as follows:

- (a) meeting to be called to order;
- (b) notice convening meeting to be read;
- (c) minutes of preceding annual general meeting to be presented and adopted or amended and adopted as required;
- (d) business arising out of minutes to be considered;
- (e) financial statement to be placed before the meeting;
- (f) reports of directors and auditors to be read;
- (g) election of directors and appointment of auditors;

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- (h) special business to be considered;
- (i) unfinished business to be considered;
- (j) new business to be considered.

#### **40. Special business**

- (1) Any business other than business listed in Rule 38 is special business.
- (2) Special business must be approved by ordinary resolution of the members unless the Act or these Rules require otherwise.

#### **41. Special general meetings**

- (1) The directors of the Association may call a special general meeting when they think fit unless:
  - (a) it clearly appears that the proposal is submitted by the members for the purposes of enforcing a personal claim or redressing a personal grievance against the Association or its officers, or primarily for the purpose of promoting causes that are extraneous to the purposes of the Association;
  - (b) the business of the requisitioned general meeting as stated in the requisition includes a matter outside the powers of the members.
- (2) The directors must call a special general meeting on receipt of a written requisition signed by:
  - (a) if there are 100 or fewer members of the Association, at least 20% of the members,
  - (b) otherwise, at least the greater of:
    - i) 20 members, and
    - ii) 10% of the members.
- (3) A requisition of a special general meeting by the members must:
  - (a) state the object of the meeting,
  - (b) state the name and address of the representative of requisitioning members,
  - (c) if applicable, set out the resolution to be submitted to the meeting, and
  - (d) be served on the Association.
- (4) The directors may determine the order of business at a special general meeting.

*[CAA, 1999, sections 150, 151, 152]*

#### **42. Time and place of general meetings**

General meetings must be held at the time and place in British Columbia that the directors specify or in a location outside of British Columbia if the location is approved in writing by the registrar after an application is made by the Association before the meeting.

*[CAA, 1999, section 148]*

#### **43. Provision for 2 or more general meetings for the same matters**

- (1) If it is not possible to hold one general meeting at a time when, or place where, a large portion of the membership is able to attend, 2 or more general meetings may be held at the times and the places in British Columbia that the directors specify.
- (2) Votes taken at meetings referred to in sub rule (1) must be by secret ballot.

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(3) The sum of the total votes taken at the meetings referred to in sub rule (1) determine whether a resolution considered at those meetings is adopted or rejected.

*[CAA, 1999, section 144]*

**44. Record date**

- (1) The record date for any general meeting is the 30th day before the date of the meeting of members.
- (2) Only those members whose names are entered on the register of members on the record date are entitled to vote at the general meeting.

**45. Notice of general meetings of the Association**

- (1) At least 14 days' notice of every annual general meeting of the Association and of every general meeting of the Association at which a special resolution is to be proposed must be given to each member and to the auditor of the Association, if any.
- (2) In the case of a general meeting other than one referred to in subsection (1), at least 7 days' notice must be given to each member and to the auditor of the Association, if any.
- (3) The notices under this section must specify:
  - (a) the place, the day and the hour of the meeting, and
  - (b) in the case of special business, the general nature of that business.

*[CAA, 1999, sections 122, 146]*

**46. Financial statement**

A copy of the financial statement that is to be placed before a general meeting must be made available to the members at least 10 days before the date set for the meeting.

**47. Notice of special business**

If special business is to be considered at a general meeting, the notice of the meeting under Rule 45 must state the nature of the special business in sufficient detail to permit a member to form a reasoned judgment concerning the business.

**48. Notice of special resolution**

- (1) If a special resolution is to be proposed at a general meeting, the notice under Rule 45 of that meeting must include:
  - (a) the full text of the special resolution; or,
  - (b) if the full text of the special resolution is too lengthy for convenient inclusion in the notice, a summary of the text in sufficient detail to permit a member to form a reasoned judgment concerning the special resolution.
- (2) If a notice under Rule 45 contains a summary of the text of a special resolution as provided in sub rule (1) (b), the notice must also state the place where the full text of that special resolution can be read or copied.

**49. Notice of adjourned meeting**

If a general meeting is adjourned for fewer than 30 days, it is not necessary to give notice of the adjourned meeting other than by announcement at the first meeting that is adjourned, but if a general meeting is adjourned by one or more adjournments for an aggregate of 30 days or more, notice of the adjourned meeting must be given in the same manner as for the original meeting.

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**50. Manner of giving notice**

The notice and financial statement required to be provided to members under this Part must be given in a manner permitted in Part 21 of these Rules.

**51. Meeting valid despite failure to give notice**

The accidental omission to give notice of any general meeting to, or the non-receipt of any notice by, a member or person entitled to receive notice does not invalidate any proceedings at that meeting.

**52. Quorum**

The quorum for the transaction of business at a general meeting is 10% of the total number of members entitled to vote at the meeting.

**53. Requirement of quorum**

No business, other than the election of a chair and the adjournment of the meeting, may be transacted at any general meeting unless a quorum is present at the commencement of the meeting, and if at any time during the meeting there ceases to be a quorum present any business then in progress is suspended until there is a quorum present or until the meeting is adjourned or terminated as the case may be.

**54. Lack of quorum**

- (1) If, within one hour from the time appointed for a general meeting, a quorum is not present, the meeting:
  - (a) if convened by requisition of members, must be dissolved, and
  - (b) in any other case, stands adjourned to the same day in the next week at the same time and place, unless the place of meeting is changed out of necessity.
- (2) If at the adjourned meeting referred to in sub rule (1) a quorum is not present within 1/2 hour from the time appointed, the members present in person or represented by proxy are deemed to constitute a quorum.

**55. Chair**

Subject to Rule 56, the president or, in the absence of the president, the vice-president of the Association, must preside as chair at every general meeting.

**56. Alternate chair**

If there is no chair present within 30 minutes after the time appointed for holding the meeting, the members present at a general meeting must elect a member to chair the meeting.

**57. Adjournments by chair**

The chair of a general meeting may, and if so directed by the members must, adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

**58. Secretary**

The directors at a general meeting must appoint an individual to act as secretary at the meeting.

**59. Minutes of meetings**

The secretary must record the minutes of all resolutions and proceedings at a general meeting in books provided by the directors for that purpose.



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**60. Persons entitled to be present**

The only persons entitled to be present at a general meeting are all members as they appear on the Register of Members as of 30 days prior to such meeting, the auditor of the Association, if any, and others who are entitled or required under any provision of the Act or these Rules to be present.

**61. Other persons may be admitted**

A person who is not entitled to be present at a general meeting under Rule 60 may be admitted to a meeting only on the invitation of the chair or with the consent of the members at the meeting.

**62. Meetings by video conference**

The Association may permit members to participate in general meetings and vote by video, if all members participating in the meeting, whether by video or in person, are able to communicate with each other.

*[CAA, 1999, section 149]*

**Part 11 — Voting at General Meetings**

**63. Actions to be determined by ordinary resolution**

At a general meeting, every motion must be determined by ordinary resolution unless otherwise required by the Act or these Rules.

**64. Chair not entitled to casting vote**

In case of an equality of votes, the chair of a general meeting is not entitled to a second or casting vote.

**65. Decisions by show of hands**

Unless otherwise provided in these Rules or the Act, every motion for a resolution put to a vote at a general meeting is to be decided on a show of hands or by secret ballot, at the discretion of the chair of the general meeting.

**Part 12 — Voting Rights of Members**

**66. Voting rights and restrictions**

- (1) A member has one vote on all matters to be decided by the members.
- (2) A member's right to vote derives from membership and not membership shares.

*[CAA, 1999, sections 40, 41, 42, 59, 60, 61]*

**67. Votes of persons in representative capacity**

Any member who is legally or medically incapacitated may appoint a representative who is not a member to vote in the same manner as if he or she were the member if, at least 48 hours before the meeting at which the representative proposes to vote, he or she provides evidence to the satisfaction of the directors of his or her representative capacity.

**68. Executors or administrators as joint shareholders**

If there are 2 or more executors or administrators of a deceased member in whose sole name a membership share stands, those executors or administrators, for the purposes of voting at general meetings, are entitled to one vote between them and must provide evidence that complies with Rule 71 of the appointment of an individual to represent the estate of the deceased member at the general meeting.



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**69. Representative of eligible organization**

(1) If an eligible organization provides evidence that complies with Rule 71 of the appointment of an individual to represent it at a general meeting:

- (a) the representative is entitled to exercise in respect of and at that meeting the same rights on behalf of the eligible organization as that eligible organization could exercise if it were an individual member of the Association present, and
- (b) the representative, if present at a meeting, is to be counted for the purpose of forming a quorum.

(2) The evidence of appointment required by Rule 71 with respect to a representative of an eligible organization may be provided by written instrument, facsimile transmission, telegram, telex or any method of transmitting legibly recorded messages.

**70. [Deleted]**

*[CAA, 1999, section 43]*

**71. Requirements of proxies and similar instruments**

A proxy, representation form, or an instrument appointing a representative of a member who is an eligible organization, must:

- (a) be in writing,
- (b) identify the appointing shareholder and the proxy holder, or the eligible organization and individual appointed as the representative of the eligible organization,
- (c) identify the meeting in respect of which the proxy or representation form is given or the meeting for which the representative is appointed,
- (d) be signed by the appointing member or an attorney authorized in writing by the appointing member, or, if the appointing member is an eligible organization, a duly authorized director, officer or attorney of the eligible organization, and
- (e) include the date of the signature referred to in paragraph (d).

**72. Form of proxy**

An instrument appointing a proxy may be in the following form or in any other form approved by the directors:

I, \_\_\_\_\_, of \_\_\_\_\_, a member of \_\_\_\_\_ *[name of association]* hereby appoint \_\_\_\_\_ as my proxy to vote for me and on my behalf at the general meeting to be held on \_\_\_\_\_ *[year, month, day]*, and any adjournment of that meeting, and the person I am appointing is a member of the Association.

Signature \_\_\_\_\_ Date \_\_\_\_\_ *[year, month, day]*

**73. Deposit of proxies**

A proxy, along with the original or a copy, certified by a notary public, of the power of attorney or other authority, if any, under which the proxy is signed, must be deposited at the registered office of the Association or at any other place specified for the purpose in the notice calling the meeting, at least 48 hours, excluding Saturdays, Sundays and holidays, before the time for holding the meeting in respect of which the person named in the instrument is appointed.

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**74. Validity of proxy votes**

A vote given in accordance with the terms of a proxy is valid despite the death or incapacity of the member giving the proxy or despite the revocation of the proxy or of the authority under which the proxy is given, unless notice in writing of that death, incapacity or revocation is received at the registered office of the Association, or by the chair of the meeting or adjourned meeting for which the proxy was given, before the vote is taken.

**75. Revocation of proxies**

A proxy may be revoked in any manner provided by law including by an instrument in writing that is:

(a) signed by the member giving the proxy or by his or her agent authorized in writing or, if the member is an eligible organization, by a duly authorized director, officer or attorney of the organization, and

(b) delivered to:

- i) the registered office of the Association, at any time up to and including the last business day preceding the day of the meeting, or any adjournment of that meeting, at which the proxy is to be exercised, or
- ii) the chair of the meeting, on the day of the meeting or any adjournment of that meeting before the taking of any vote in respect of which the proxy is to be exercised.

**76. Production of evidence of authority to vote**

The chair of any meeting may, but need not, inquire into the authority of any person to vote at the meeting and may, but need not, demand from that person evidence of his or her authority to vote.

*continued next page*

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**Part 13 — Directors**

**77. Age Restriction**

In addition to the other requirements set out in the Act, an individual is not qualified to become or act as a director of the Association if that individual is under the age of 18 years.

**78. Duties of directors**

The directors must manage the Association in accordance with the responsibilities, duties and powers set out in the Act, the regulation, the memorandum and these Rules.

*[CAA, 1999, Part 6, Divisions 1, 2, 3]*

**79. Number of directors**

- (1) The Association must have at least 6 and not more than 10 directors, of which:
  - (a) a majority must be individuals ordinarily resident in Canada;
  - (b) a majority must be individuals who are not employees of the Association;
  - (c) not less than 3 and not more than 5 must be ordinarily resident in each of the South Region and the North Region;
  - (d) to the extent possible, there must be an equal number of directors from each of the North Region and the South Region. The Region of a director nominee will be determined by the home owners grant declaration on their property taxes; and
  - (e) all of the directors of the Association must:
    - i) be members of the Association or individuals authorized under section 32 of the Act to act on behalf of the government, a first nation or a corporation;
    - ii) be an active farmer on an orchard;
    - iii) possess full service contracts for all apples, pears and stone fruits in which they have an interest (charitable donations & non-commercial fruit excepted) and further to such contracts must:
      - 1) have delivered a minimum \$60,000 in pool close earnings from tree fruit crops for the past 2 years; and
      - 2) show potential to maintain \$30,000 in pool close earnings per year for their entire term as director; and
    - iv) otherwise be in good standing with the Association; and
  - (f) all of the directors of the Association must agree to submit a completed criminal records check whenever required by the Cidery operation of the Association.
- (2) The number of directors may be changed within the limits set out in sub rule (1) by ordinary resolution of the members.

*[CAA, 1999, section 72]*

**Part 14 — Election, Appointment and Removal of Directors**

**80. Election at annual general meeting**

An election of directors must be held at each annual general meeting to replace those directors whose terms of office have expired or will expire at the end of the meeting in accordance with Rule 87.

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**81. Nomination of candidates**

A member of the Association may nominate a candidate for director by depositing a Nomination, in a form approved by the directors of the Association, at the head office of the Association, at least 14 days, excluding Saturdays, Sundays and holidays, before the time for holding the meeting at which the elections are to occur.

**82. Voting by secret ballot**

If the number of nominees in an election for directors exceeds the number of directors to be elected at the election, the election of directors must be by secret ballot.

**83. Candidates declared elected**

If the number of candidates nominated for director is equal to the number of directors to be elected, those nominated candidates are declared elected and no election is required.

**84. Directors elected according to number of votes**

In an election of directors, the chair must declare elected the candidates who received the highest number of valid votes up to the number of directors to be elected.

**85. If 2 or more candidates receive equal number of votes for last vacancy**

If 2 or more candidates receive an equal number of votes for the last vacancy on the board:

- (a) the directors who have already been elected in the election, and
- (b) the directors whose terms of office will not expire at the end of the meeting at which the election is held

must determine which of those candidates is to be elected.

**86. Consent to act as director**

(1) No election or appointment of a person as a director is valid unless:

- (a) the person consented to act as a director in writing before the election or appointment; or
- (b) if elected or appointed at a meeting, the person was present and did not refuse at the meeting to act as a director.

(2) A consent in writing given under subsection 1(a) is only effective until the next following annual election or appointment of directors unless the consent states it is effective until:

- (a) revoked; or
- (b) a date or time stated in it.

*[CAA, 1999, section 74]*

**87. Staggered terms of office of directors**

(1) In this section, "1st annual general meeting" means the first general meeting of the Association.

(2) The term of office of a director ends at the end of the annual general meeting at which a replacement is elected.

(3) A reduction in the number of directors under Rule 79 does not affect the unexpired term of a director in office.

(4) In the election of directors held at the 1st annual general meeting:

- (a) one director ordinarily resident in each of the South Region and the North Region must be elected for a term ending at the 2<sup>nd</sup> annual general meeting;
- (b) two directors ordinarily resident in each of the South Region and the North Region must be elected for a

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term ending at the 3<sup>rd</sup> annual general meeting; and

- (c) two directors ordinarily resident in each of the South Region and the North Region must be elected for a term ending at the 4<sup>th</sup> annual general meeting;

(5) With respect to subsection (4) above:

- (a) the directors described in subsection (4)(a) are the directors from each of the South Region and the North Region who receive the 5<sup>th</sup> most votes of any candidate ordinarily resident in their respective region;
- (b) the directors described in subsection (4)(b) are the directors from each of the South Region and the North Region who receive the 3<sup>rd</sup> and 4<sup>th</sup> most votes of any candidate ordinarily resident in their respective region;
- (c) the directors described in subsection (4)(c) are the directors from each of the South Region and the North Region who receive the 1<sup>st</sup> and 2<sup>nd</sup> most votes of any candidate ordinarily resident in their respective region.

(6) In the election of directors held at each annual general meeting after the 1<sup>st</sup> annual general meeting, the directors to be elected must be elected for a term ending at the 3<sup>rd</sup> annual general meeting held after the annual general meeting at which those directors were elected.

(7) A member may vote for as many or as few of the candidates for director on the ballot at any one meeting at which elections are held and the failure of a member to vote for a complete slate of incoming directors shall not render such member's ballot spoiled.

#### **88. Effect of vacancy on ability of directors to act**

(1) Despite any vacancy on the board, the continuing directors:

- (a) if and so long as the number of continuing directors constitutes a quorum of the board, may continue to function without filling the vacancy provided the board must call, as soon as practicable, a general meeting to elect a qualified member to fill the vacancy, or
- (b) if the number of continuing directors does not constitute a quorum of the board, may appoint directors for the purpose of increasing the number of directors to a quorum or to call a general meeting and for no other purposes.

(2) Except in the circumstances described, and to the extent authorized in sub rule (1) (b), the directors are not entitled to fill a vacancy on the board that is caused by either an increase in the number of directors under Rule 79 or a failure to elect the minimum number of directors required by these Rules.

(3) In the circumstances described in sub rule (1) (b) or when there are vacancies on the board as a result of an increase in the number of directors under Rule 79 or a failure to elect the minimum number of directors required by these Rules, the board must call, as soon as practicable, a general meeting to fill the vacancy.

(4) The term of office of a director appointed under sub rule (1) (b) or (2) is until the vacancy is filled under sub rule (3).

(5) If, as the result of a vacancy, there are no directors of the Association, the members may, by ordinary resolution or by an instrument in writing signed by a simple majority of members, appoint a qualified individual as director solely for the purpose of calling a special general meeting to fill the vacancies on the board.

#### **89. Directors eligible for election or appointment again**

A person whose term as director is ending is eligible for re-election, save that no director may serve more than 2 additional terms in succession.

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**90. Director ceasing to hold office**

A director of the Association ceases to hold office if:

- (a) the term of office of that director expires,.
- (b) the director dies or resigns;
- (c) the director is removed,
- (d) the director misses more than three consecutive board meetings, or
- (e) the director ceases to be qualified to be or act as a director; or
- (f) the director is disqualified by the BC Liquor Control & Licensing Branch or any other governmental entity with jurisdiction over the Cidery operation of the Association.

*[CAA, 1999, section 80]*

**91. Removal of director**

The Association may by special resolution remove any director before the expiration of his or her term of office, and may by an ordinary resolution fill the vacancy created by the removal.

**Part 15 — Meetings of Directors**

**92. Meetings of directors**

Subject to the Act and these Rules, the directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they consider appropriate.

*[CAA, 1999, section 77]*

**93. Time and place of meetings**

Meetings of the board must be held at the time and place in British Columbia that the board determines is appropriate, and if the board does not determine the time and place, the president of the Association or any two directors may make that determination.

**94. Who may call meetings**

Subject to these Rules, the president of the Association may call a meeting of the directors at any time.

**95. Notice of meeting**

(1) Subject to Rules 96, 97, 98, 99, 100 and 101 at least 7 days notice of a meeting of the directors, specifying the place, date and hour of the meeting, must be given to each director and is sufficiently given if provided:

- (a) by personal delivery,
- (b) by mail addressed to the director's address as it appears in the register of directors,
- (c) by leaving it at the director's usual business or residential address,
- (d) by telegram, telex, facsimile transmission, electronic transmission, or any other method of transmitting legibly recorded messages, or
- (e) by telephone to the director's telephone number as provided by the director.

(2) A notice of a meeting of directors must specify the purpose of, or the business to be transacted at, the meeting if the meeting is called to deal with an emergency or any of the following matters:

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- (a) a question or matter requiring approval of the members;
- (b) filling a vacancy on the board;
- (c) filling a vacancy in the office of auditor;
- (d) issuing shares;
- (e) approving a financial statement of the Association;
- (f) making decisions that by the Act or these Rules are required to be made by a vote of greater than a majority of the directors.

(3) A notice mailed under sub rule (1) (b) is deemed received on the second day, not including Saturday and holidays, after the date of mailing.

(4) A notice given in accordance with sub rule (1) (c) is deemed received when it is delivered.

(5) A notice given under sub rule (1) (d) is deemed received at the time the telegram, telex, facsimile transmission or other electronic transmission is sent.

(6) A notice given under sub rule (1) (e) is deemed received at the time the information is provided by telephone.

#### **96. Waiver of notice**

(1) Despite any other provision of these Rules, a director and any other person entitled to notice of a meeting of directors may waive that entitlement or may agree to reduce the period of that notice.

(2) The right of a person to waive the entitlement to notice or to reduce the period of notice under sub rule (1) need not be exercised in writing.

(3) Without limiting subsection (2), attendance of a person at a meeting of directors is a waiver of entitlement to notice of the meeting, unless that person attends the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.

#### **97. Meeting of new board**

If a quorum of directors is present, the directors newly elected at an annual general meeting and the directors whose terms of office do not expire at the end of that meeting, without notice, may hold a meeting of the board immediately after that general meeting.

#### **98. Regular meetings**

(1) The board may, by resolution, appoint a day or days in any month or months for regular board meetings at the places and times specified by the board.

(2) A copy of the resolution under sub rule (1) must be sent to each director immediately after being passed, and no other notice is required for any regular board meeting, unless the Act or these Rules require that the purpose of the meeting or the business to be transacted at it be specified in a notice.

#### **99. Notice of emergency meeting**

In an emergency, the president of the Association may call a meeting of the directors by giving each director at least 48 hours written or oral notice of the meeting.

#### **100. Notice of adjourned meeting**

Notice of an adjourned meeting of directors is not required if the time and place of the adjourned meeting is announced at the original meeting.



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**101. Meeting valid despite failure to give notice**

The accidental omission to give notice of any meeting to, or the non-receipt of any notice by, a director does not invalidate any proceedings at that meeting.

**102. Quorum of the board**

A quorum of the board is six (6) directors personally present.

**103. Chair**

- (1) The president of the Association or, in the absence of the president, the vice-president must chair all meetings of the board.
- (2) If both the president and vice-president are absent from a meeting of the board, the directors present must appoint one of their number to chair the meeting.

**104. Voting at meetings**

Questions arising at any meeting of the directors are to be decided by a majority of votes, unless the Act or these Rules require otherwise and, in the case of an equality of votes, the chair does not have a second or casting vote and the motion is defeated.

**105. Minutes of directors' meetings**

The directors may cause minutes of the following to be made in books provided for the purpose:

- (a) all appointments of officers made by the directors;
- (b) the names of the directors present at each meeting of directors;
- (c) all resolutions and proceedings at all meetings of the Association or the directors;
- (d) the signatures of the directors present at each meeting of directors.

*[CAA, 1999, section 137]*

**106. Transaction of business without a meeting**

A resolution of the directors may be passed without a meeting if each of the directors entitled to vote on the resolution consents to the resolution in writing.

*[CAA, 1999, section 77]*

**107. Effective date of written resolution**

A resolution referred to in Rule 106 is effective from the date specified in the resolution, but that date must not be before the day on which the last director consents in writing to the resolution.

**108. How written consent may be given**

For the purposes of a resolution referred to in Rule 106, written consent may be provided by telegram, telex, facsimile transmission, electronic transmission, or any other method of transmitting legibly recorded messages.

**109. Meetings by conference telephone**

A director may participate in a meeting of the directors by means of telephone or other communications medium if all directors participating in the meeting, whether by telephone, other communication medium or in person, are able to communicate with each other.

*[CAA, 1999, section 77]*



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**Part 16 — Officers**

**110. Age Restriction**

In addition to the other requirements of the Act, an individual is not qualified to become or act as an officer of the Association if that individual is under the age of 18 years.

**111. Appointment of president and vice-president**

The board must appoint, by resolution, a president and a vice-president of the Association from among the directors.

**112. Appointment of other officers**

(1) The board may appoint, by resolution, a secretary, a treasurer and other officers that the board determines are necessary.

(2) The officers appointed under sub rule (1) may be, but need not be, directors.

**113. One person may hold more than one office**

Two or more offices of the Association may be held by the same individual.

**114. Powers and duties of officers**

Subject to the Act, the board may specify the powers, duties and responsibilities of the officers appointed, and may vary, add to, or limit the powers, duties, and responsibilities of any officer.

*[CAA, 1999, section 105]*

**115. Term of office and remuneration**

(1) The board must determine the term of office and the remuneration of any officer it appoints.

(2) The board, in its discretion, may remove any officer of the Association without prejudice to that officer's rights under any employment contract.

**Part 17 — Conflict of Interest Rules for Directors and Officers**

**116. Act applies**

The directors and officers of the Association are governed by the disclosure and conflict of interest rules set out in the Act.

*[CAA, 1999, Part 6, Division 2]*

**Part 18 — Indemnification of Directors and Officers**

**117. Act applies**

The Association must indemnify the directors and officers in accordance with the Act.

*[CAA, 1999, Part 6, Division 3]*

Rules of  
**BC Tree Fruits Cooperative**

**Part 19 — Finances**

**118. Borrowing powers**

The directors may, for the purposes of the Association, on behalf of the Association:

- (a) borrow or raise money in the manner and amount, from the sources, on terms and conditions; and
- (b) issue notes, bonds, debentures and other debt securities;

as the directors consider appropriate.

**119. Investment powers**

Subject to any limitations adopted by the directors, and, if applicable, to Rule 120, the directors may invest the funds of the Association in the manner they consider appropriate.

**120. Limitations on investing**

- (1) The directors must not invest any of the funds of the Association in excess of \$1,000,000.00 at any one time without the prior approval by special resolution of the members or unless the money is to be invested in a security or class of securities in which trustees are permitted to invest trust funds under the *Trustee Act*.
- (2) The Association must not provide loans on the security of its shares.

**121. Auditor**

- (1) Subject to and in accordance with the Act, the directors must appoint the first auditor and the Association must appoint subsequent auditors, if any.
- (2) The duties and rights of the auditor are governed by the Act.

*[CAA, 1999, Part 7]*

**122. Accounting records**

- (1) The directors must cause true accounts to be kept of:
  - (a) all money received and spent, and the matter in respect of which receipt and expenditure takes place, and
  - (b) the assets and liabilities of the Association.
- (2) The books of account must be kept at the registered office of the Association or at another place the registrar approves in writing or may be kept for temporary purposes at a place or places the directors think fit.
- (3) The accounting records of the Association must be open to the inspection of any director during the normal business hours of the Association.
- (4) The directors may determine to what extent, at which times and places and under what conditions the accounting records of the Association must be open to the inspection of members.

*[CAA, 1999, section 138]*

**123. Financial year**

The financial year of the Association ends on the date fixed by the directors.

**124. Use of surplus funds**

The directors shall apply surplus funds arising from the operation of the Association for the benefit of the members in such manner as the directors shall from time to time determine.

Rules of  
**BC Tree Fruits Cooperative**

**125. Distribution of surplus in final year of operations**

After setting aside the amount required as a reserve and paying any dividend permitted by these Rules, the Association must, but only in the year in which it intends to permanently cease operations, distribute the whole of its then accumulated surplus, including all amounts realized from the sale or other disposition of its assets (but after setting aside an amount equal to the aggregate paid up capital of all its outstanding shares), to the members and former members of the Association (including the heirs, executors, administrators, successors and assigns) in the same proportion that the tonnage of tree fruits accepted by the Association from each of them (or from the grower through whom the member or former member derives or derived membership) in the previous 6 years bears to the total tonnage of tree fruits accepted by the Association from all its growers during those same 6 years.

**Part 20 — Dispute Resolution**

**126. Right to Arbitration**

Disputes arising out of the affairs of an association between:

- (a) a person aggrieved who has for not more than 6 months ceased to be a member, a person claiming through such aggrieved person, a member, a person claiming through a member or a person claiming under the Association's rules, and
- (b) the Association or a director of the Association;

must be arbitrated in accordance with the Act.

**127. Costs of arbitration**

Parties to an arbitration must bear their own costs.

**Part 21 — Notices**

**128. Notice to directors, members, and other persons**

Unless otherwise specified in the Act or these Rules, any notice required to be given to a director, member, or any other person must be in writing and is sufficiently given if it is:

- (a) delivered personally,
- (b) delivered to the person's last known address, as recorded in the Association's register of members or other record of the Association,
- (c) mailed by prepaid mail to the person's last known address, as recorded in the Association's register of members or other record of the Association,
- (d) sent to the person by facsimile transmission to a telephone number provided for that purpose,
- (e) sent to the person by electronic transmission, or
- (f) served in accordance with Rule 135 or 136.

*[CAA, 1999, section 147]*

Rules of  
**BC Tree Fruits Cooperative**

**129. Notice to Association**

Unless otherwise specified in the Act or these Rules, any notice required to be given to the Association must be in writing and is sufficiently given if it is:

- (a) delivered to the registered office of the Association,
- (b) mailed to the registered office of the Association by prepaid mail,
- (c) sent by facsimile transmission to a telephone number provided for that purpose, or
- (d) served personally on a director or officer of the Association.

*[CAA, 1999, section 28]*

**130. Deemed receipt**

- (1) A notice given in accordance with Rules 128 (b) or 129 (a) is deemed received when it is delivered.
- (2) A notice given in accordance with Rules 128 (c) or 129 (b) is deemed received on the second day, not including Saturday and holidays, after the date of mailing.
- (3) A notice given in accordance with Rules 128 (d) or 129 (c) is deemed to be received at the time the notice is sent by facsimile.
- (4) A notice given in accordance with Rule 128(e) is deemed to be received at the time the notice is sent by electronic transmission.

**131. Computation of time**

In computing the date when notice must be given under any provision requiring a specified number of days notice of any meeting or other event, the date of giving notice must be excluded and the date of the meeting or other event must be included.

**132. Undelivered notices**

If a mailed notice is returned on two consecutive occasions because the intended recipient cannot be found, the Association is not required to give any further notices to that intended recipient until the intended recipient informs the Association in writing of his or her new address.

**133. Omissions, non-receipt and errors**

The accidental omission to give a notice to, or the non-receipt of a notice by, a member, director, officer, or auditor, or an error in a notice that does not affect the substance of it, does not invalidate any action taken at a meeting held in accordance with, or otherwise founded on, that notice.

**134. Persons entitled by death or operation of law bound by notice in certain circumstances**

A person who, by operation of law, transfer, death of a member, or any other means, becomes entitled to a share in the Association, is bound by every notice in respect of the share that has been duly given to the member from whom that person derives title to the share before the person's name and address were entered on the register of members and before the person furnished the Association with the proof of authority or evidence of the person's entitlement.

Rules of  
**BC Tree Fruits Cooperative**

**Part 22 — Service of Documents**

**135. Service by the Association**

- (1) A notice or other document required by the Act to be served by the Association may be served by:
- (a) mailing it by registered mail to the last known address of the intended recipient, as recorded in the Association's register of members or other record of the Association, or
  - (b) personal service.
- (2) A notice or other document served under subsection (1) (a) is deemed received on the second day, not including Saturday and holidays, after the date of mailing.

**136. Service on the Association**

A document or other record may be served on the Association by:

- (a) leaving it at, or mailing it by registered mail to, the registered office of the Association,
- (b) personally serving a director or officer of the Association.

*[CAA, 1999, section 28]*

**Part 23 — Corporate Seal and Execution of Instruments**

**137. Use of corporate seal**

The directors may provide a seal for the Association and may determine its form.

**138. Custody of seal**

The directors must provide for the safe custody of the seal, which must be stored at the registered office of the Association.

**139. Who may attest seal**

The seal must not be impressed on any instrument unless that impression is attested by the signature or signatures of:

- (a) any 2 directors,
- (b) an officer and a director, or
- (c) one or more directors, officers or other persons as determined by resolution of the directors.

**140. Execution of documents where no seal**

Subject to Rule 22, if the directors have not adopted a seal for the Association, instruments may be executed on behalf of the Association by the persons specified in Rule 139.

Rules of  
**BC Tree Fruits Cooperative**

**Part 24 — Records**

**141. Records of the Association**

Retention of, and entitlement and access to, records of the Association are governed by the Act.

*[CAA, 1999, Part 8, Divisions 1, 2, 3]*

**Part 25 — Alteration of Memorandum or Rules**

**142. Alteration of memorandum or Rules**

Amendments to the memorandum and Rules of the Association must be in accordance with the Act and these Rules.

*[CAA, 1999, Part 5, Division 1]*

This is Exhibit "**B**" referred to in the  
Affidavit #4 of Amarjit Singh Lalli  
affirmed before me at Vancouver, BC,  
this 15th day of July 2025

A handwritten signature in blue ink, appearing to be "Chris St-", written over a horizontal line.

A Commissioner/Notary Public for the  
Province of British Columbia

August 3, 2024

BC Tree Fruits Cooperative  
c/o Pushor Mitchell LLP  
#301 - 1665 Ellis Street  
Kelowna, BC V1Y 2B3

Dear Sirs/Mesdames:

**Re: Member requisition for a special general meeting**

Name: Ranjit Singh (Rangar Orchard Ltd) Name: Sukhyit Sidhu  
Address: 934-100th Ave, Surrey, BC Address: 1605 GREEN RD  
Phone Number: 250-689-2872 Phone Number: 250-808-1824  
Grower Number: 1502-02 Grower Number: 933

We enclose a member requisition for a special general meeting of the BC Tree Fruits Cooperative (the "BCTF").

Pursuant to rules 150(2)(b)(ii) and 151 of the Cooperative Association Act, SBC 1999, c. 28 and section 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021 the directors of the BCTF must call the requisitioned meeting within 7 days.

As detailed in the attached requisition, the purpose of this special meeting is to address legitimate concerns regarding the fiduciary duties and authority of the BCTF's board of directors.

In the interests of efficiency and openness, we ask the board to confirm its position in respect of the matters we set out below, in writing, in advance of the special meeting.

**Votes to take place by secret/paper ballots**

1. Pursuant to Rule 65 of the Rules of the BC Tree Fruits Cooperative, all voting on the proposed resolutions will take place by secret, paper ballots. Given that the matters to be voted on are sensitive issues, an open vote could lead to personal animosity. Voting by secret ballot is therefore the most appropriate in the circumstances. The secret ballots must also be in paper form so as to permit the scrutineers to perform their duties (see #4 below), as well as to enable an audit of the votes, if necessary. Voting by secret paper ballot will ensure that the results of the votes at the special general meeting are unimpeachable.

**Meeting to take place in person**

2. The special general meeting will take place in person in Kelowna. Given the potentially contentious nature of the meeting and the requirement that voting take place by secret, paper ballots as noted above, the meeting must be held in person. An in-person meeting is also necessary for the scrutineers to conduct their work, as detailed below.

**Scrutineers**

1 of 12



3. Scrutineers must assist in taking attendance and counting ballots at the special general meeting. The scrutineers should be independent parties and growers and must not be employees of the BCTF. The scrutineers will:

- a. Report in writing on the attendance at the meeting;
- b. Collect, examine, and tabulate ballots;
- c. Report in writing on the tabulation of ballots; and
- d. Return all ballots to the chairman.

**Board members and management will not use their privileged ability to communicate with members to serve their self-interest.**

- b. The board will confirm that the directors and BCTF management will not advocate to BCTF members in respect of the board's (or any specific director's) desired outcome in advance of the requisitioned special general meeting. As this requisitioned meeting has the potential to directly impact the personal financial interests of individual directors (i.e., their continued receipt of director stipends), it would be wholly improper for any director or member of management to use their privileged platform of communication with members to advocate a position in advance of the requisitioned meeting. Such communication would be particularly unfair to the requisitioning members, who do not have the same platform and access to membership email and address lists. The only communication that should be circulated to members in advance of the meeting is the notice to BCTF members of the requisitioned meeting. This will ensure an open and fair debate and vote at the meeting.

In addition to the above, we request that on the same day as notice of the special general meeting is provided to members (e.g., within 7 days of receipt of this letter) that an independent entity (no connection to BCTF) review and confirm that the membership list is current and that registered voters meet the eligibility requirements.

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**Resolution 1** To amend Rule 81 and add in section 81 (3) as follows:

3. To waive rule 81 (1) (2) of the BC Tree Fruit Cooperative Rules until the after the completion of the 2024 AGM.

**Whereas:**

The BC Tree Fruits Cooperative's Growers are demanding that there is an immediate pause on the current trajectory of the organization.

**Whereas:**

Management and the Board have lost the confidence of the membership.

**Whereas:**

There was no meeting of the Member Services Committee to discuss the low estimates.

**Whereas:**

There was no meeting of the Audit and Finance Committee to discuss the implications of the low estimates.

**Whereas:**

No documented plan was brought forward by Management and the Audit and Finance Committee.

**Whereas:**

No meeting was held by the Governance Committee to discuss implications with the creditors and possible liquidation of the company.

**Whereas:**

No documented plan was brought forward to deal with a wind down of the organization.

**Whereas:**

No communication was sent to growers on the implication of not giving an estimate.

**Whereas:**

Growers are allowed to change estimates up to harvest and pay penalties for under and over delivering fruit.

**Whereas:**

No demand letter from the bank was produced and shown at the Special Board Meeting of July 25, 2024.

**Whereas:**

The directors were given no materials prior to or at the Special Board Meeting of July 25, 2024, to make an informed decision. (only verbal)

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**Whereas:**

The Directors and management have caused economic, reputational damage to the organization and growers.

**Resolution 2**

Therefore, be it resolved to remove the following as directors of the BCTF and fill vacancies using rule 82 (2) of the BC Cooperative Act and BC Tree Fruits Cooperative Rule 91.

- a. Rob Stewart
- b. David Bental
- c. John Kay
- d. Greg Sanderson
- e. Lakhmer Klar;
- f. Brian Meyers;
- g. Ron Vollo
- h. Chamanjit Sharma
- i. Surinder Gosal
- j. Gurjit Pabla

**Whereas:**

BC Tree Fruits Board has stated that they are winding down the cooperative and no such application has been filed in court.

**Whereas:**

Rule 71 of the BC Cooperative Act states an association must not dispose of the whole or substantially the whole of the undertaking of the association unless the disposition is authorized by a special resolution of the members.

**Resolution 3**

Therefore, be it resolved that until a special resolution of the members is passed as stated in Rule 71, the board of directors are prohibited from selling any of BCTF's properties and assets.

This prohibition applies to all the BCTF's properties and assets, including:

- a. Oliver Packinghouse— 327 Co-Op Avenue, Oliver, BC V0H 1T0
- b. Oliver Packinghouse—334 Co-Op Packing House Lane Oliver
- c. Summerland CA — 8911 Jubilee Road East, Summerland, BC V0H 1Z0
- d. Grower Supply Auckland Road — 2605 Acland Road, Kelowna, BC V1X 7J4
- e. Grower Supply Vernon — 1200 Waddington Drive, Vernon, BC V1T 8T3;

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- f. Keremeos CA — 813 5th Street, Keremeos, BC VOX 1N3;
- g. Oliver packinghouse — 5881 Cessna Street, Oliver, BC VoH 1To;
- h. Vaughan Packing House — 880 Vaughan Ave, Kelowna, BC V1Y 7E4;
- i. Sexsmith CA — 3335 Sexsmith Road, Kelowna, BC V1X 7T5;
- j. Sexsmith Rd — 3345 Sexsmith Rd Kelowna V1X 7T5;
- k. Sexsmith Rd — 3670 Highway 97 North, Kelowna, BC V1X 5C2;
- l. Winfield CA — 9718 Bottom Wood Lake Road, Lake Country, BC, V4V 1S7

This requisition is submitted by the requisitioning members:

Name: Rajit Singh Gillon (RMSAR Orchard Ltd) Name: Sukhjit Sidhu  
 Signature: Rajit Singh Gillon Signature: Sukhjit Sidhu

(Signatures of other members attached as Schedule A)

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## SCHEDULE A

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and

Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
1	GIAN WANDER	1051-01	20022-97 Hwy 0504005	Gian Wander
2	BRAR RAJINDER SINGH	131-01	360 RD 17 OLIVER B.C.	Brar
3	Parmjit Dhaliwal	271-01	313 Rd 10 Oliver B.C.	Parmjit Dhaliwal
4	GURSEMAK DHALIWAL (SHARIFULLAH)	239-01	5487 SNOW DRUSH 0504005	G.S. Dhaliwal
5	Ajmer S. Sandhu	86201	4713-144	Ajmer S. Sandhu
6	Dhaliwal NAIB	1133	SS90	Naw
7	TALWINDER BASSI	61-01	309, Road 18 Oliver, B.C.	T. Bassi
8	Sarjinder Kailay Farm Market	1261	13220 97 <sup>th</sup> 0504005	S. Kailay
9	Darshan BUTTA	146-01	10508 74 <sup>th</sup> 0504005	D. BUTTA
10	Karpal Johal	527-01	10303 12 <sup>th</sup> AVE 0504005 BC	Karpal Johal
11	AMT Singh	115701	4181 HWY 97 OLIVER B.C.	AMT Singh
12	Butter PARMJI T	151.01	OLIVER 609 ROADS	G. P
13	Bhupinder Dhaliwal	272-01	Box 151 OLIVER B.C.	Bhupinder Dhaliwal
14	HARPREET SINGH SEKHON	898-02	0504005, B.C.	H. Sekhon
15	Ranbir Kambo	540-01	12795-87 <sup>th</sup> St 0504005, BC	Ranbir Kambo

**SCHEDULE A**

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and

Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
16	NORMAL Singh BRAR	1306	4596 Hwy 97 OLIVER	NORMAL Singh
17	Rykanjodh Behnani	1522	4674 Rykanjodh Road Okanagan BC	
18	Baljit Singh	1450-01	4015 Kettlewell or Okanagan BL	Baljit Singh
19	Chandana Singh	128-01	3117 10th Ave Kelowna	
20	Ravinder Singh	53-01	Keremeos 2514 Upper Bench Rd	Ravinder Singh
21	Karmal Sumal	981-01	250-499-8912	Karmal Sumal
22	Mandeep Sidhu	128-01	250-499-2018	Mandeep Sidhu
23	Baldev DIALAL	671-01	250-499-5162	Baldev Dialal
24	Purdeep Sandhu	868-01	250-499-4123	Purdeep Sandhu
25	Sukhjevan Singh	1512-01	1910 Hwy 3	Sukhjevan Singh
26	BALSHINDER BRAR	110-01	608 ARMSTRONG Camden BC	Balshinder Brar

## SCHEDULE A

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and  
Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
1	BEANT CHAHAL	1531	2149 Belgo Rd	B. Chahal
2	PARTH S. SHERGILL	1177	3775 E. K.	Parth S. Shergill
3	SANDEEP S. HATHI	501-	3410 POLLY RD	Sandeep Hathi
4	PARMINDER HANS	1520	3564 ROSE RD	P. Hans
5	GURINDER GILL	1500	3709 McCulloch Road	G. Gill
6	KAMALJIT JASWAL	525	4280 SPIERS RD	K. Jaswal
7	Indeep Singh	1318	1210 Ponds Ave	I. Singh
8	RESHAM LIDDER	1425	3647-BEMROSE RD	R. Lidder
9	SARWAGH NUDY	721	2075 Belgo Rd	S. Nudy
10	GIAN JASWAL	1494	3183 DONSTER RD	G. Jaswal
11	SURINDER S. SHERRA	910	3251 E. KEBUR RD.	S. Sherra
12	BALWANTS LALI	1325	765 Old Vancity Rd	B. Lali
13	GURDARSHAN S. BAAL	111-02	1990 MCKENZIE RD	G. Baal
14	DALBIR DEU	0-233	3635-Kurtz Road	D. Deu
15	BALWINDER SINGH	921-01	1150 mission Ave port charlotte	B. Singh

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## SCHEDULE A

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and

Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
16	SUKHJIT SIDHU	933	1605 GLEN RD	Sukhjit Sidhu
17	HARPREET SIDHU	1525	2015 BELGORD	[Signature]
18	AVTAR S. BOPARAI	97	1995 SWAINSON	[Signature]
19	AMARJIT S. LALL	600	1900 MCKENZIE RD KELOWNA BC	[Signature]
20	CHARANJIT JUDGE	1275	3012 E. KELOWNA BC	[Signature]
21	JASBIR KULLAR	591	9915 Reed Rd	[Signature]
22	Jojo W. T. Lee 8.798	1485	4115 M.C. B.C. VIXIMQ	O. S. MARCH
23	GURMIT SIDHU	1536	2517 BERNITH	Gurmit Sidhu
24	NAVDEEP SIDHU	1314	1750 MCKENZIE	Navdeep Sidhu
25	Surinderjit Singh	1298	1550 SWAINSON	[Signature]
26	PARVINDER UPPAL	1417	2711 LAKHAR	[Signature]
27	Gurdeep Pooni	786	2355 MCKENZIE RD	[Signature]
28	Prabjit Sidhu	1544	1605 GLEN RD	[Signature]
29	Jagjit Bessie	1124	3691 OLD VERNON	[Signature]
30	PATRAM LITSGAN	0368	2611 LAKHA RD	[Signature]


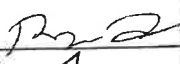






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## SCHEDULE A

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and

Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
<del>877</del> 1	N JINDRATHAS RAMESH LEXHI LEXHI ORCHARD, LTD	827	10411 GIANTS Hd Rd SLAND	
2	RAMESH LEXHI	615	7317 HESPELES RD SUMMER LAND	
3	Jagtaran Saran J.S. ORCHARD	1397	9820 RIPPEN AVE SUMMERLAND	
4	Bhupinder Gill CHIEF GILSON OF	358	P.O. Box 670 SUMMERLAND V2H 1Z2	
5	Chambaur Saran	879-01	6406 Andrew Ave Summerland	
6	KIRANPREET Gill	1279-10	3034 Paris St Penticton BC V2A 6J4	KSGill
7	Bhupinder Mondhria	1514	3200 Valleyview Penticton B.C.	
8	CHARUJANT Ghuman	352	P.O. Box 21065 Penticton	
9	Tajvir Gill	1530	3034 Paris St Penticton BC V2A 6J4	
10	PHOOLA Sidhu	1403-01	155-102 Waterford Ave V2A 3T6	Phoolasidhu
11	Gurmit Gill	365-01	P.O. Box 21007 Penticton BC V2A 6J4	Gurmit Gill
12	MONINDER DHOLU	1867	318 Upper Beach Rd S	M. Dholu
13	SUKHWINDER DHILON	<del>1529</del> 1529	150 Middle BENCH Rd	S. Dhillon
14	SUKHDEV Dhalwal	1220-02	125 Upper Beach 6W8 #6V2	S. Dhalwal
15	SAKINDER SINGH	1170-01	7209 Keschoi Ave Summerland BC V0H-1Z4	Sakinder Singh

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## SCHEDULE A

Signatures of members pursuant to section 120(1)(b)(ii) of the Cooperative Association Act and

Rule 41(2)(b)(ii) of the Rules of the BC Tree Fruits Cooperative, rev'd November 16, 2021

No.	Member Name	Grower Number	Address	Signature
1	TAHIR RAZA	1291	9237 HWY 97 VERNON	Tahir Raza
2	AUTAR LIT	1199	6162 old Kamloops Road	Autar Lit
3	Javed ALI	1301	1024 Mountain DR	Javed Ali
4	Asam Shahid	1392	1041 Mt. Bayble DR	Asam Shahid
5	Balwinder Dhanra	1465	4116 Cascadia	Balwinder
6	Kabul Rana	0809	7467 Baker Hwy 99 Road	K.S. Rana
7	ABID.M	1284	7414 BUCHANAN Rd	M.A.B.
8	DARASIT JANDA	0577	6229 old Kamloops Rd	Darshit Janda
9	Hardev Arora	26	6775 Bellg Village Road	Hardev Arora
10	AVTAR MANA	1528-01	7036 JASPER SR VERNON	Avtar Mania
11	Kulwant TATLA	1298	3100 ELIST RD West Kelowna	Kulwant Tatla

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This is Exhibit "C" referred to in the  
Affidavit #4 of Amarjit Singh Lalli  
affirmed before me at Vancouver, BC,  
this 15th day of July 2025

A handwritten signature in blue ink, appearing to be 'C. Singh', written over a horizontal line.

A Commissioner/Notary Public for the  
Province of British Columbia

**MEMBER REQUISITION FOR A SPECIAL GENERAL MEETING**

**TO: BC TREE FRUITS COOPERATIVE (the "Association")**

**AND TO: THE DIRECTORS OF THE ASSOCIATION**

The representative of the requisitioning members, Amarjit S. Lalli, of 1900 McKenzie Road, Kelowna, British Columbia, V1P 1A6, brings forward this requisition pursuant to sections 150(2) and 151 of the *Cooperative Association Act*, SBC 1999, c. 28 and Rule 41(2) of the Rules of the Association to hereby requisition the board of directors of the Association to call a special general meeting of the members (the "**Special Meeting**") within 7 days after the date this requisition is served on the Association.

**OBJECT OF SPECIAL MEETING**

The object of the Special Meeting is to consider, and if sought fit, to pass the following special resolution:

**"BE IT RESOLVED, AS A SPECIAL RESOLUTION, THAT:**

1. The Rules of the Association (the "**Rules**") are amended by deleting Rule 125 of the Rules in its entirety and replacing it with the following:

**125. Distribution of surplus in final year of operations**

After setting aside the amount required as a reserve and paying any dividend permitted by these Rules, the Association must, but only in the year in which it intends to permanently cease operations, distribute the whole of its then accumulated surplus, including all amounts realized from the sale or other disposition of its assets (but after setting aside an amount equal to the aggregate paid up capital of all its outstanding shares), to the members of the Association (including the heirs, executors, administrators, successors and assigns) in the same proportion that the tonnage of tree fruits accepted by the Association from each of them (or from the grower through whom the member derives membership) in the previous 6 years bears to the total tonnage of tree fruits accepted by the Association from them during those same 6 years.

2. Any one director or officer of the Association is authorized and directed to file or cause the filing of a certified copy of this special resolution with the British Columbia Registrar of Companies to effect such changes.
3. Any one director or officer of the Association is authorized and directed, for, in the name of and on behalf of the Association, to execute and deliver all such further documents, agreements, authorizations, elections or other instruments, with or without the corporate seal affixed, and to take any and all such further action as such director or officer, in such director or officer's discretion, may determine to be desirable in order to complete the transactions contemplated in this special resolution, such determination to be conclusively evidenced by such director or officer's execution and delivery of any such documents,

agreements, authorizations, elections or other instruments and the taking of any such action.”

DATED effective this 9 day of July, 2025.

This requisition is submitted by the requisitioning members:



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Amarjit S. Lalli  
Representative on behalf of the  
requisitioning members

(Signatures of the requisitioning members are  
attached hereto as Schedule “A”)



## SCHEDULE "A"

Signatures of requisitioning members pursuant to section 150(2) of the Cooperative Association Act, SBC 1999, c. 28 and Rule 41(2) of the Rules of the Association.

	Member Name	Member Grower Number	Address	Signature
1.	SURINDER S. SOHAL	957	10391 Chase Lake country Rd V4V 1K7	Surinder Sohal
2.	BALWINDER KAUR SOHAL	955	10391 Chase Rd Lake country	Balwinder Sohal
3.	CHARANJIT SINGH SIKH	1152	10050 Seals Rd LAKE COE	
4.	JABBAR S. KILAR	591	9915 Rural Rd Lake country	
5.	GILL CHETAN	364	10383 SEATON Rd Lake Country	Chetan S Gill
6.				
7.	TARSEM SINGH DHOT	279-01	2165 WILLIAMS LAKE COUNTRY RD	Tarsem Singh Dhot
8.	Gurdeep Mundh	706-01	1895 Old Boucher Road Westbank	Gurdeep Mundh
9.	Joginder K Singh	853-01	3385. ELLIOT RD West Kelowna	
10.	Paramjit Pabra	748-01	3380 Pop Rd WEST KELOWNA	Paramjit Pabra

### SCHEDULE "A"


Signatures of requisitioning members pursuant to section 150(2) of the *Cooperative Association Act*, SBC 1999, c. 28 and Rule 41(2) of the Rules of the Association.

	Member Name	Member Grower Number	Address	Signature
1.	BALWANT LALLU	1325-01	685 OLD VERNON RD Kelowna	
2.	GURDARSHAN BRAR	111-02	1990 MCKENZIE RD	
3.	PARVINDER UPPAL	1417	2711 LAKHAR RD	Parvinder Uppal
4.	PARAM JIT S. GILL	368-01	2611 LAKHAR RD	Paramjit S Gill
5.				
6.				
7.				
8.				
9.				
10.				





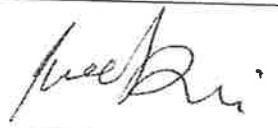

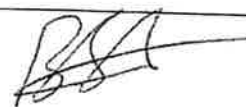
## SCHEDULE "A"

Signatures of requisitioning members pursuant to section 150(2) of the *Cooperative Association Act*, SBC 1999, c. 28 and Rule 41(2) of the Rules of the Association.

	Member Name	Member Grower Number	Address	Signature
1.	SUKHJIT SIDHU	933	1605 GREEN RD Kelowna B.C. VIP 1C7	Sukhat Sidhu
2.	HARPREET SIDHU	1525	2015 BELGO RD Kelowna BC VIP 1C1	
3.	BEANT CHAHAL	531	2149 BELGO RD Kelowna BC V1P1E1	Beant Chahal
4.	SSNI771ER	144	2075 BELGO RD Kelowna B.C. VIP 1E1	SSNI771ER
5.	PARTAP SINGH SHEER GILL	1177	3775 East Kelowna BC V1W 4H3	Partap Singh Sheer Gill
6.	Tarsem Singh GORAYA	420-01	2795 Dunster Rd. Kelowna B.C. V1W-4H4	Tarsem Singh Goraya
7.	GIAN SINGH JASWAL	1494-01	3183 DUNSTER RD KELLOWNA BC V1W 4H3	Gian Singh
8.	KULWANT TATLA	298	3100 ELLIOTT RD WEST KELLOWNA BC V4T 1M2	KST
9.	Ramajit Jaswal	525	4280 SPIERS RD	K. Jaswal
10.	Prabh Sidhu	1544	1605 Green Rd	Prabh

## SCHEDULE "A"

Signatures of requisitioning members pursuant to section 150(2) of the *Cooperative Association Act*, SBC 1999, c. 28 and Rule 41(2) of the Rules of the Association.

	Member Name	Member Grower Number	Address	Signature
1.	HARDEV Anilg	26-01	6775 Bella Vista Rd Vernon BC	
2.	AVTAR MANN	1388-01	7086 JASPER DR VERNON BC	
3.	TAHIR RAZA	1291-03	9237 Hwy 97 VERNON BC	Tahir Raza
4.	JAVED ALI	10-13-01	1024 - Mount Begbie Drive	
5.	Asim Shahid	1392-01	1011 Mt Begbie Dr	
6.	KABAL RANDEWA	<del>1465</del> 809-01	7467 BAKER HIGGS RD <del>K. S. Randhawa</del>	K. S. Randhawa
7.	Balwinder S. Dhanoo	1465-01	4116 Cascade Dr	
8.	AVTAR LIT	1199	6162 old Kamloops Rd Vernon BC	Avtar Lit
9.				
10.				

11.	CHARANJIT JUDGE	1275	3072E KELLOWAY RD KELLOWAY B. NW 443	C Judge
12.	Rajwinder Singh Rajan	1314-01	1750 McKENZIE RD	R.S. Rajan
13.	GURMIT SIDHU	1536-	2517 SEXSMITH RD	Gurmit Sidhu
14.	PARMINDER HANS	1520	3530 ROSE RD	Ph
15.	SANDEEP S. HOTHI	501-01	3410 POOLEY RD KELONA	Sandeep s.h.
16.	RESHAM LIDDAR	1425-01	3647 BENROSE RD	Resham Liddle
17.	JAGSHER BASSI	1124-01 20	3691 OLD VERNON RD	Jess Bassi
18.				
19.				
20.				