



Board of Directors

Mr. Maurice Delage's thirty year career in agri-business was focused in the high technology crop protection, animal health, seed and biotechnology sectors.

He is the former President & Chief Executive Officer of Aventis Crop Science in North America. Aventis was a global agri-business company focused on high technology crop protection, animal health, seeds, and biotechnology with over 3,500 employees, \$800 million \$U.S. sales, and \$130 million \$U.S. in research and development. Mr. Delage retired from corporate business in 2001. As a member of the global management boards of Aventis, AgrEvo, Hoechst Celanese and Hoechst Canada, his emphasis was upon capital investment, business development, strategic planning, mergers and acquisitions.

Mr. Delage currently farms and provides private consulting in strategic planning and business development.

Mr. Donald W. Black, CM is the Chief Executive Officer of Greystone Managed Investments, an investment counselling firm based in Regina, operating nationally, and majority owned by its employees.

Greystone, Canada's 11th largest pension investment management firm, manages in excess of \$16 billion in aggregate assets for pension plans, insurance companies, trusts, foundations, unions and private individuals. Mr. Black is a seasoned financial services executive, having previously been the chief executive officer of an investment dealer firm and two insurance companies including Saskatchewan Government Insurance. He has been a director of a variety of public and private companies, including serving as chair of the board of directors of Farm Credit Canada from 1995 to 2000.

In addition, he has served on a number of boards of charities and community organizations. He was appointed a Member of the Order of Canada in October 2002.

Ms. Susan Milburn is vice president of Raymond James Ltd. in Saskatoon. She has been employed in the investment industry since 1980 and during that time, has served as vice president of the Saskatchewan operations and predecessor companies of Midland Walwyn and RBC Dominion Securities.

Ms. Milburn is the past president of the University of Saskatchewan Alumni Association, vice chair of the Investment Dealers Association - Saskatchewan Chapter, vice chair of SaskPlace board of directors, and investment committee chair of The Saskatoon Foundation. Past board positions have been with SaskEnergy and SaskPower, as well as affiliations with Saskatoon Economic Development Board, Saskatoon Community Bond Corporation, and Crown Life Pension Plan as an independent trustee. Well-known to the community, she provides a daily market report on CKOM radio and was named one of Saskatchewan's ten most influential women in February 2002 by *Saskatchewan Business Magazine*.

Board of Directors (continued)

Mr. Paul Martin is presently the Chair of the Regina Regional Economic Development Authority and is an active member of the business community in Saskatchewan. Born and raised in southern Saskatchewan, his work has been seen and heard in the province's media since the early 70's.

Specializing in the coverage of the business and political scenes, his career has spanned radio, television and print media. He and his wife currently own and operate a communications firm, which provides services to a variety of public and private clients across Western Canada. His journalism career has taken him around the world, giving him a unique perspective on the role of Saskatchewan and Canada on the global scene.

Mr. Gordon G. Tallman recently retired as the senior vice president of the Royal Bank prairies region after a career spanning 42 years. In the 1990's he spent several years in Saskatchewan as the bank's General Manager.

He served as Chairman of the bank's Country Review and Industrial Sector and Environmental Risk Committees, and was a member of the Credit Policy, Credit Quality, Asset and Liability Allocation and Personnel Committees. Mr. Tallman is currently a member of the board of directors/trustees of Big Rock Brewery Ltd., Canadian Utilities Ltd., P.F.B. Corporation, and Gwich'in Development Corporation. He is chairman of the board of CV Technologies Inc. and chairman of the board of trustees of Enbridge Income Fund.

Mr. Robert T.F. Reid is a corporate director and Chair of the B.C. Transmission Corporation. He previously held positions as president of Duke Energy Gas Transmission's (DEGT) Canadian operations, executive vice president and chief operating officer, Westcoast Energy Inc. in Vancouver, and was president and chief executive officer of Union Gas from 1997 to 2001.

Prior to joining Westcoast, Mr. Reid held senior executive positions in both government service and the natural gas industry, including president and chief executive officer of Pan-Alberta Gas; president of Foothills Pipe Lines Limited; vice president of corporate development and planning for Sceptre Resources; and executive director of the Independent Petroleum Association of Canada. In the public sector, Mr. Reid served in the Government of Saskatchewan in a number of capacities, including serving as Deputy Minister, Energy and Mines from 1983 to 1987. He is a board member of Greystone Capital Management Inc., a former board member of Cameco Corporation, Rigel Energy, and the Canada Life Assurance Company. Mr. Reid is the former chairman of the Canadian Gas Association and the Ontario Energy Association.

Board of Directors (continued)

Raymond A. McKay is Chief Executive Officer of the Kitsaki Management Limited Partnership and is a member of the Lac La Ronge Indian Band. He began his career as a teacher and principal in rural Alberta.

He returned to Saskatchewan in 1979 to serve as Executive Director for the Northern Education Services Branch in La Ronge. He remained with Saskatchewan Education, Training and Employment for more than seventeen years. While there, he established partnerships between northern communities, federal and provincial agencies, Indian and Metis authorities, business and industry in order to address the personal, social, cultural and economic development of northern people.

In 1996 he became Deputy Minister of Northern Affairs with the Government of Saskatchewan and was key in developing a global Northern Strategy, establishing the Interim Northern Development Board, expanding the Northern Development Fund and creating the Northern Hire and Northern Procurement policies. Now, as CEO of Kitsaki, a diversified entity headquartered in La Ronge, he has developed strategic partnerships that have returned profits and provided jobs for northern people in a host of major industries.

Anne Parker recently returned to Regina from Chicago where she was vice president of Trade Policy and Communications for IPSCO Inc. In her 15 year career with IPSCO she also served as Legal Counsel and Director of Corporate Communications. During this time, the company grew from a Canadian entity with five operating locations to a bi-national company with twelve operating locations across Canada and the U.S.

As IPSCO's representative to industry organizations and government departments, her trade-focused responsibilities included coordination of trade litigation during the industry's volatile "anti-dumping" actions and maintenance of appropriate export and import control mechanisms.

She was directly involved with IPSCO's initial listings on the New York and Toronto Stock Exchanges, and shared responsibility for the related legal, communications and investor relations activities. While in IPSCO's legal department she dealt with a variety of areas including acquisitions, securities law, environmental activities and commercial transactions. She has completed the Canadian Securities course and, has served on the board of numerous community and charitable organizations.

INVESTMENT SASKATCHEWAN INC.

Investment Guidelines

Investment Saskatchewan Inc. Investment Philosophy and Guidelines

Investment Saskatchewan's investment strategy is intended to facilitate and enhance Saskatchewan's economic growth by strategically investing in specific industry sectors of the economy where wealth and employment growth potential are significant, and where Saskatchewan has identifiable strengths and consequently is, or can be, globally competitive.

Two important objectives in Investment Saskatchewan's mission are:

- to enhance Saskatchewan's long-term economic growth and diversification through investments; and,
- to prudently manage a portfolio of commercially viable investments.

Investment Saskatchewan's investment philosophy is that economic development is a by-product of successful and prudent investment and portfolio management.

In assessing potential projects, Investment Saskatchewan Inc. will evaluate business plans against the following guidelines:

- must be a **commercially viable** investment with an **acceptable return**;
- must result in **job creation** and **increased economic activity** in Saskatchewan;
- an investment must result in the **development of a new enterprise** in or to Saskatchewan, or the **expansion of an existing enterprise** currently located in the Province;
- the investment portfolio will be **growth oriented** and new investment may be entered into with a **long term view**;
- ownership will be **proportionate with the level of equity investment**;
- must be a **strategic fit with Investment Saskatchewan's existing investment portfolio** in terms of industry sector, size and portfolio mix; and,
- must include a **significant component of private sector** investment.

Other important aspects of Investment Saskatchewan's investment strategy include the following:

Targeted Strategic Sectors for Investment:

Investment Saskatchewan's investment portfolio will be balanced by industry sector (i.e., not disproportionately weighted towards a particular industry or sector) and will be consistent with the Province's economic development strategy. The following sectors and sub-sectors will be **targeted** by Investment Saskatchewan Inc. to pursue commercially viable investments:

- **Agriculture and related**
 - Food (e.g., frozen food processing, specialty crop processing)
 - Meats (e.g., pork and poultry processing)
 - Nutraceuticals (e.g., health food, "natural" products)
 - Agricultural Equipment (e.g., power train equipment)
- **Biotechnology**
 - (e.g., new seed and bio-inputs, new oils, improved livestock feed, biodegradable plastics, new pharmaceuticals, fermentation).

- **Information Technology**
 - (e.g., agriculture and health care enabling technology).

This targeted sector approach, however, **does not preclude** Investment Saskatchewan Inc. from making an investment in other industries if the investment proves to be commercially viable, and offers any number of other strategic inducements.

Investment Scope:

Investment Saskatchewan's scope of investment activity is to be the provincial investment agency for investments requiring Provincial capital. Typical bite-size is in the **\$3 to \$15 million range**. Investment Saskatchewan Inc. will **avoid stacking or co-venturing** with other Provincial deliverers of investment capital in specific projects.

Investment Tools/Mechanisms:

- **Equity**
- **Combination of equity and debt**

Investment Stages:

A prerequisite to Investment Saskatchewan Inc. participation is that an investment must be proven to have the prospects of being commercially viable. Consequently, Investment Saskatchewan Inc. **will normally not participate** at the **research and development stage** of a business' growth. However, once a product/ technology reaches a stage of **advanced product development** or **pre-commercialization** (i.e. prototype established), Investment Saskatchewan Inc. will evaluate, for the purposes of potential investment, the prospects for commercial application and/ or strategic partnership opportunities.

Initial capitalization is a stage in which Investment Saskatchewan Inc. will actively participate, as well as in physical **expansions** of businesses (i.e. expansion of a facility resulting in incremental employment and revenues). **Growth**, simply defined as increased sales, and the resultant working capital issues that accompany this, will and should be accommodated by conventional lenders.