LEMBKE*

Letter of Intent

BETWEEN



Norddeutsche Pflanzenzucht Hans-Georg Lembke KG Hohenlieth 24363 Holtsee Germany

AND

Province of Manitoba Legislative Building Winnipeg, Manitoba R3C 0V8 Canada

I, Dietmar Brauer, Managing Partner and President of Norddeutsche Pflanzenzucht Hans-Georg Lembke KG (NPZ-Lembke), would like to express our intention to establish a presence in Morden, Manitoba, Canada in 2002.

NPZ-Lembke was founded in Germany, in 1897, by Prof. Dr. hc. hc. Hans Lembke. Today the company is a market leader within the European rapeseed breeding industry, having developed its own hybrid system. Dietmar Brauer represents the 4th generation carrying on the private breeding company.

Our plans are to establish a plant breeding company, which will be involved in the development of new canola varieties for the Canadian prairies. We have co-operated on a technical and commercial level for over 10 years with our partners Agriprogress Inc., Morden, Manitoba.

Many of the canola varieties developed by NPZ-Lembke are distributed through our production and commercial partners. The expansion of our activities within Manitoba, with the establishment of our own breeding company, comes as a direct consequence of the existing successful partnership.

Over the next few years NPZ-Lembke plans to invest Can \$1.5 to \$2.0 million in canola breeding, production and marketing and also intend to hire plant breeders and technical staff.

In addition, NPZ-Lembke is very interested in developing co-operative research projects related to the development of canola.

We are looking forward to joining the corporate community of Morden, Manitoba.

I, MaryAnn Mihychuk, Minister of Industry, Trade and Mines, on behalf of the Government and the people of Manitoba, have the honour of welcoming you and your company to Morden, Manitoba.

We acknowledge NPZ-Lembke's commitment is of great importance to Manitoba. We therefore wish to encourage you to take full advantage of the services of the Government of Manitoba, to assist you in developing a successful business.

Signed in Munich, Germany on the occasion of the Team Canada Mission to Germany 2002, given on the 21" of February In the year 2002.

Norddeutsche Pflanzenzucht Hans-Georg Lembke KG

Government of Manitoba
Department of Industry, Trade and Mines

Original Signed By

Original Signed By

Dietmar Brauer President/Managing Partner

Honourable MaryAnn Mihychuk Minister