FINANCIAL STATEMENTS

Prairie Oat Growers Association Inc.

Year Ended July 31, 2012

Regina, Saskatchewan July 31, 2012 (Unaudited)

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PARKERQUINELLP

Chartered Accountants Business Advisors

Review Engagement Report

To the members Prairie Oat Growers Association Inc.

We have reviewed the Statement of Financial Position of Prairie Oat Growers Association Inc. as at July 31, 2012 and the Statements of Operations and Cash Flows for the year then ended. Our review was made in accordance with Canadian generally accepted standards for review engagements and accordingly, consisted primarily of inquiry, analytical procedures and discussion related to information supplied to us by the organization's management.

A review does not constitute an audit and consequently, we do not express an audit opinion on these financial statements.

Based on our review, nothing has come to our attention that causes us to believe that these financial statements are not, in all material respects, in accordance with Canadian generally accepted accounting principles.

PARKERQUINE LLP

Yorkton, SK November 29, 2012

Per: Mandy Proce CA

Regina, Saskatchewan

Statement of Financial Position as at July 31, 2012 (Unaudited)

Assets	2012	2011
Current Assets Cash and cash equivalents Accounts receivable - note 5 Prepaid expenses	38,940 101,365 <u>18,602</u> 158,907	192,313
Capital Assets - note 6	1,075	121
Liabilities and Net Assets	<u>\$ 159,982</u>	<u>\$ 194,734</u>
Current Liabilities Bank overdraft Accounts payable and accrued liabilities - note 7	<u> </u>	11,238 177,571 188,809
Net Assets, Unrestricted Balance, beginning of year Add: Excess of revenue over expenses for the year Balance, end of year	5,925 0 5,925	5,925 0 5,925
	\$ 159,982	\$ 194,734

Approved on behalf of the board:

The notes to financial statements are an integral part of these financial statements.

Statement of Operations For the year ended July 31, 2012 (Unaudited)

Revenue Before Funding Contributions	2012	2011
Grant revenues:		
Alberta Growing Forward - note 9		25,650
Growing Canadian Agri-Innovations Program (DIAP) - note 9		95,700
AgriMarketing Long Term International Strategy - note 9	30,000	
AgriMarketing - EFOP - note 9	15,038	
Other revenues: Conference revenues	19,200	6,465
Prairie Oat Breeding Consortium partner contributions - note 9	185,895	185,895
Gain (loss) on foreign exchange	(1,708)	626
Investments and other	37	
	248,462	314,336
Expenses		
Research projects:		
CORE - note 9	68,425	196,127
POOL - note 9 Nationwide Network - note 9	6,621	4,947
Breeding Oat for Western Canada - note 9	37,580 176,277	26,836 245,732
Other research and development projects	1,873	13,405
Market development projects:	.,	,
Equine Feed Oat Project - note 9	329,706	142,016
Expansion projects:		
Alberta Oat Grower Commission - note 9	10,928	44,024
Communications	40.054	04.075
Advertising, sponsorships, newsletter, website and membership General operating expenses:	43,951	31,375
Administrative	108,103	61,218
Amortization	658	242
Annual conference	21,073	9,181
Directors' travel and administration	55,680	21,991
Interest and bank charges	4,238	195
Meetings	9,606	6,578
Professional fees	9,488	
	884,207	803,867
Deficiency of Revenue Over Expenses Before Funding		(400 50 ()
Contributions	(635,745)	<u>(489,531)</u>
Funding Contributions - note 8		
Manitoba Oat Growers Association	146,874	171,215
Saskatchewan Oat Development Commission	488,871	318,316
	635,745	489,531
Excess of Revenue Over Expenses for the Year	<u>\$0</u>	\$0

Statement of Cash Flows

For the year ended July 31, 2012 (Unaudited)

Cash Provided By (Used In):	2012	2011
Operations		
Excess of revenue over expenses for the year	0	0
Add items not requiring cash resources		0.40
Amortization	658 51,132	242
Net change in working capital	51,790	<u>(68,598)</u> (68,356)
Investing activities	01,700	(00,000)
Capital asset purchases	(1,612)	0
Net Cash Increase (Decrease) for the Year	50,178	(68,356)
Cash position, beginning of year	(11,238)	57,118
Cash Position, End of Year	\$ 38,940	\$(11,238)
Represented By:		
Cash and cash equivalents	38,940	
Bank overdraft		(11,238)
	<u>\$ 38,940</u>	<u>\$(11,238)</u>
Net change in working positel consists of		
Net change in working capital consists of: Decrease (increase) - accounts receivable	90.948	(91,107)
- prepaid expenses	(16,302)	(01,107)
Increase (decrease) - accounts payable and accrued liabilities	<u>(</u> 23,514)	22,509
	<u>\$51,132</u>	<u>\$(68,598)</u>

The notes to financial statements are an integral part of these financial statements.

Notes to Financial Statements For the year ended July 31, 2012 (Unaudited)

1. Nature of Operations

The Prairie Oat Growers Association ("POGA") was incorporated on April 20, 1998 under the Non-Profit Corporations Act of Saskatchewan. The organization's purpose is to develop and support partnerships in the agricultural industry that will enhance the profitability of oats for prairie producers and increase its value to the customer.

POGA also works to co-ordinate the efforts of the Saskatchewan Oat Development Commission and the Manitoba Oat Growers Association. Further information regarding the relationship between POGA and these provincial organizations is detailed in note 8.

2. Significant Accounting Policies

These financial statements are the responsibility of the organization's management and have been prepared in accordance with Canadian generally accepted accounting principles using the accounting policies as summarized below:

(a) Capital assets

Capital assets are recorded at acquisition cost less accumulated amortization. The assets are amortized on a straight-line basis at the following rates:

Furniture, fixtures and equipment	5 years
Computer equipment	3 years

(b) Revenue

Funding contributions from the Saskatchewan Oat Development Commission and the Manitoba Oat Growers Association are recognized based on a cost-sharing agreement between the three parties. Related revenues are recognized in the year in which the expenses included in the cost-sharing agreement are incurred.

Grant revenues are recognized in the same period in which the related expenditures are made, provided all grant qualifications have been met and collection is reasonably assured.

Prairie Oat Breeding Consortium partner contributions are recognized in the fiscal year in which the related membership year ends.

Conference and meeting registration revenues are recognized when the related conference is held and any conditions relating to the revenues have been fulfilled.

(c) Project expenses

Project expenses are recognized as the related expenditure is made.

Notes to Financial Statements For the year ended July 31, 2012 (Unaudited)

2. Significant Accounting Policies - continued

(d) Estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires the organization to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. These estimates are reviewed periodically and, as adjustments become necessary, they are reported in earnings in the period in which they became known.

3. Financial Instruments

The organization's financial instruments consist of cash and cash equivalents, accounts receivable, and accounts payable and accrued liabilities. The carrying amount of these financial instruments approximate their fair value due to their short-term maturity or capacity of prompt liquidation.

4. Capital Disclosure

The organization manages its capital with the goals of maintaining a responsible financial position allowing it to meet its goals and obligations. Capital consists of cash and net assets.

		2012	2011
5.	Accounts Receivable		
	Accounts receivable are comprised of the following items:		
	Accounts receivable Accrued grants receivable - DIAP - note 9	32,165 69,200	96,613 95,700
		\$ 101,365	\$ 192,313
6.	Capital Assets		
	Cost Furniture, fixtures and equipment Computer equipment	605 <u>1,612</u> 2,217	605
	Accumulated amortization Furniture, fixtures and equipment Computer equipment	605 537 1,142	484
	Net book value	\$ 1,075	\$ 121

Notes to Financial Statements

For the year ended July 31, 2012

(Unaudited)

7.	Accounts Payable and Accrued Liabilities	2012	2011
	Accounts payable and accrued liabilities are comprised of the following items:		
	Accounts payable Payroll deductions payable	153,416 641	177,571
		\$ 154,057	\$ 177,571

8. Related-Party Transactions

Included in these financial statements are transactions with the Saskatchewan Oat Development Commission (SODC) and the Manitoba Oat Growers Association (MOGA), both of which are related by virtue of common board members. The Prairie Oat Growers Association Inc. provides administration services, overhead expenses and research and development projects of mutual benefit to the SODC and the MOGA. The SODC and the MOGA have agreed to jointly fund the operations of the organization via a cost-sharing arrangement based on levy income net of levy refunds. The proportionate share attributable to each organization is determined annually. Any expenditures made by the organization which are for the sole benefit of either the SODC or the MOGA exclusively are recovered from that organization based on the cost to the Prairie Oat Growers Association Inc.

Related-party transactions and balances included in the financial statements are as follows:

Financial Statement Accounts	Terms or Conditions	2012	2	2011
Assets Accounts receivable - MOGA's				
expenses paid by POGA Accounts receivable - SODC's	no specific terms	\$	0 \$	3,864
expenses paid by POGA Accounts receivable - SODC's	no specific terms		54	
funding contributions Accounts receivable - MOGA's	no specific terms	32,1	11	
funding contribution Liabilities	no specific terms			64,935
Accounts payable - Board of				
Director expenses	no specific terms	9,4	74	4,134
Accounts payable - MOGA's				
funding contributions net of \$24,240 of expenses paid by POGA)	no specific terms	138,2	:13	
Accounts payable - POGA's				7 404
expenses paid by SODC Accounts payable - SODC's	no specific terms			7,461
funding contribution	no specific terms			7,676
Revenue Funding contributions (MOGA)	no specific terms	146,8	27/	171,215
Funding contributions (NOGA)	no specific terms	488,8		318,316
POBC contributions (MOGA)	no specific terms	23,8		23,872

(Unaudited)

9. Projects and Future Funding Commitments

In the current year, the organization was involved in several projects of benefit to the oat industry as follows:

DIAP Program related projects

The following four projects are undertaken in collaboration with the Government of Canada by the Ministry of Agriculture and Agri-Food under the Developing Innovative Agri-Products (DIAP) Initiative of the Growing Canadian Agri-Innovations Program. The project activities are administered and overseen by the Ministry of Agriculture and Agri-Food, with the exception of certain activities under the CORE project, as further described below. POGA's commitments for the components funded by the Government of Canada extend over a period of three years ending March 31, 2013 (\$324,000 by July 31, 2011, \$220,000 by July 31, 2012 and \$195,000 by March 31, 2013, all pending the completion of satisfactory reporting by the Ministry).

Strengthening the Collaborative Oat Research Enterprise (CORE) to Benefit Canadians

The purpose of this project is to identify gene markers to provide plant breeders with new knowledge and better tools to more quickly develop superior oat varieties, and to improve the competitiveness of oat through the generation of cultivars with enhanced benefits to human health, superior agronomics and disease resistance. The CORE project includes the following funding components:

- POGA has committed to fund \$134,000 of the total \$365,000 budget under the DIAP program relating to activities to be administered by the Ministry of Agriculture and Agri-Food. Amounts paid and recognized as an expense in the current year total \$64,419 (\$46,578 in the prior year).
- POGA has committed to provide a total of \$127,100 denoted in US dollars to the United States Department of Agriculture (USDA), Agricultural Research Service for their project entitled "The North American Collaborative Oat Research Enterprise (CORE)." POGA has agreed to provide funding of \$36,000 US by December 31, 2010, \$87,100 US by December 31, 2011 and \$4,000 by December 31, 2012. Amounts paid to the USDA and recognized as an expense in the current year total \$4,007 (\$4,000 in US dollars) (\$121,198 in the prior year, \$123,100 in US dollars). POGA has completed this commitment in the current year.
- POGA is eligible to claim \$95,700 (out of a maximum approved grant of \$107,000) in additional funding, based on current expenditures, under the DIAP program to offset 64% of specific activities to be administered by POGA (exclusive of the funding commitments payable to the Ministry of Agriculture and Agri-Food, but inclusive of the commitments payable to the USDA indicated above) over a three-year period ending March 2013. Amounts paid in relation to this component of the project and recognized as an expense in the current year total \$4,007 (\$149,548 in the prior year). No further grant revenues have been accrued in relation to these qualifying expenses, as prior year estimated accruals (\$95,700 in the prior year) have been found to be sufficient to cover eligible expenditures incurred to date.

Enhanced Oat Pedigree Database (POOL)

The purpose of this project is to update and expand a database of information relating to oat pedigree data. POGA has committed to funding \$14,000 of the total project budget of \$52,000. To date, POGA has paid and recognized a total of \$11,568.

Notes to Financial Statements For the year ended July 31, 2012 (Unaudited)

9. Projects and Future Funding Commitments - continued

Nationwide Oat Breeding Line Screening Network (Nationwide Network)

The purpose of this project is to establish a national oat breeding line screening network to investigate the suitability of existing oat cultivars in all the oat growing regions of Canada. POGA has committed to funding \$80,000 of the total project budget of \$265,000. To date, POGA has paid and recognized a total of \$64,416.

Breeding Oat for Western Canada

The purpose of this project is to fund a breeding program aimed at developing food and milling quality cultivars adapted to the western provinces. POGA has committed to funding \$511,000 of the total project budget of \$1,022,000. To date, POGA has paid and recognized a total of \$422,009.

Prairie Oat Breeding Consortium (POBC)

The Prairie Oat Breeding Consortium, a group of oat industry stakeholders, has agreed to fund POGA's DIAP program commitments regarding the "Breeding Oat for Western Canada" project. POGA has agreed to collect annual fees from the POBC and apply these monies towards POGA's DIAP funding commitments.

Equine Feed Oat Project (EFOP)

The objective of this project is to increase the domestic production and commercial marketing of Canadian oats through increased consumption of oats in equine markets in the United States through a combination of research into the nutritional quality of oats, market research and market development through targeted advertising and promotion. POGA expects a total investment in this project of \$585,000, gross of expenses to be funded through grants as per below. This commitment by way of budgeted investment includes \$94,000 in support of an Equine Oat Research Advisory Board (\$13,751 in related expenses incurred in the current year) and \$40,000 in support of media (\$3,087 in related expenses incurred in the current year).

POGA has been approved for a maximum of \$100,000 in funding from the Minister of Agriculture and Agri-Food Canada for eligible expenditures incurred between April 1, 2012 and March 31, 2013 relating to International Marketing Strategies specific to the EFOP. Eligible expenditures recognized to date total \$30,076, \$3,087 are recognized as media expenses, \$15,289 as Equine Feed Oat project expenses, and \$11,700 as prepaid expenses. 50% of eligible expenditures are reimbursable under this grant, and as such, \$15,038 in revenues are recognized in the current year.

POGA has committed to a related contract for public relations services in the subsequent fiscal year totaling \$69,000 denoted in US dollars, and a contract for research and consulting services for \$52,500 relating to the EFOP.

Long Term International Strategy Project

The objective of this project is to identify the organization's long-term strategic objectives in its efforts to increase oat producers' exports to international markets. POGA received a \$30,000 grant from the Minister of Agriculture and Agri-Food Canada to fund 50% of costs eligible under the grant incurred to March 31, 2012. Certain activities relating to the Equine Feed Oat project were undertaken in relation to this grant. \$18,532 in expenses eligible under this grant are recognized in the statements of operations as AgriMarketing Long Term International Strategy expense, while the remaining \$41,468 are recognized in the Equity Feed Oat Project.

(Unaudited)

9. Projects and Future Funding Commitments - continued

Alberta Oat Grower Commission Project

The objective of this project is to determine the level of support to create an Alberta Oat Grower Commission, as well as to support activities to realize the creation of the Commission. In the prior year, POGA received a grant from the Government of Canada Growing Forward program administered by the Government of Alberta toward the cost of performing a survey of Alberta oat growers.

Future Commitments

The organization has agreed to fund a total of \$90,000 over four years commencing August 1, 2012 toward a research project with the goal of improving the stability and nutritional properties of oat oil by identifying oat germplasm with higher proportions of oleic acid.

The organization has agreed to fund a total of \$90,000 over three years commencing August 1, 2012 toward a research project with the goal of identifying genes involved in the biosynthesis of oat beta-glucan and functional marker development to assist oat breeding. This funding is contingent on approval of the project by the Agricultural Development Fund.

10. Subsequent Events

The Province of Alberta approved the Alberta Oat Growers Commission Plan Regulation effective August 1, 2012. The administrative functions of the Alberta Oat Growers Commission will be performed by POGA under an arrangement yet to be finalized.