

Regina, Saskatchewan July 31, 2016 (Unaudited)

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Review Engagement Report

To the members Manitoba Oat Growers Association

We have reviewed the Statement of Financial Position of Manitoba Oat Growers Association as at July 31, 2016 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 accounting standards for not-for-profit organizations.

Collins Barrow PQ LLP

Callins Barrow PBUP

Yorkton, SK November 21, 2016

Regina, Saskatchewan Statement of Financial Position as at July 31, 2016 (Unaudited)

Assets	2016	2015
Current Assets Cash and cash equivalents Short-term investments - note 4 Accounts receivable Accrued interest receivable Prepaid expenses	156,657 50,000 26,529 71 22,789	135,963 22,252 19,419
Liabilities and Net Assets	\$ 256,046	\$ 177,634
Liabilities and Net Assets		
Current Liabilities Accounts payable and accrued liabilities	64,327	4,928
Net Assets, Unrestricted Balance, beginning of year Add: Excess (deficiency) of revenue over expenses for the year Balance, end of year	172,706 19,013 191,719	245,547 (72,841) 172,706
Approved on behalf of the board:	\$ 256,046	\$ 177,634

Statement of Operations
For the year ended July 31, 2016
(Unaudited)

Revenue	2016	2015
Producer fees	253,620	205,219
Less: Producer fee refunds	(5,618)	(4,725)
Investment income	<u> 178</u>	
	248,180	200,494
Expenses		
Annual general meeting	5,824	8,998
Board of Directors	6,572	4,376
Levy administration fees	12,658	13,635
Prairie Oat Breeding Consortium membership	28,472	28,472
Producer meetings		1,286
Proportionate expenses of POGA - note 5	165,807	211,824
Research and development	1,366	
General and administrative:		
Communications - promotion and website	4,434	1,500
Interest and bank charges	303	181
Memberships	1,050	613
Office and other administrative	306	
Professional fees	2,375	2,450
	229,167	273,335
Excess (Deficiency) of Revenue Over Expenses for the Year	\$ 19,013	\$(72,841)

Statement of Cash Flows For the year ended July 31, 2016 (Unaudited)

	2016	2015
Cash Provided By (Used In): Operations	2010	2010
Excess (deficiency) of revenue over expenses for the year Net change in working capital	19,013 <u>51,681</u> 70,694	(72,841) (31,017) (103,858)
Investing activities Additions to short-term investments	(50,000)	0
Net Cash Increase (Decrease) for the Year	20,694	(103,858)
Cash position, beginning of year	135,963	239,821
Cash Position, End of Year	\$ 156,657	\$ 135,963
Represented By: Cash and cash equivalents	\$ 156,657	\$ 135,963
Net change in working capital consists of: Decrease (increase) - accounts receivable - prepaid expenses - other current assets	(4,277) (3,370) (71)	22,683 (438)
Increase (decrease) - accounts payable and accrued liabilities	59,399	(53,262)
	\$ 51,681	\$(31,017)

Notes to Financial Statements For the year ended July 31, 2016 (Unaudited)

1. Nature of Operations

The organization was formed on July 25, 2008. The Manitoba Oat Growers Association is designated as the representative organization of all producers of oats in Manitoba, pursuant to The Manitoba Oat Growers Association Designation Regulation ("the Regulation"), under the authority of The Agricultural Producers' Organization Funding Act of Manitoba. The main purpose of the organization is to fund oat research, market development and education. The organization is not subject to income tax.

2. Significant Accounting Policies

These financial statements are the responsibility of management and have been prepared in accordance with Canadian accounting standards for not-for-profit organizations (ASNFPO) using the accounting policies as summarized below:

(a) Cash and cash equivalents

Cash and cash equivalents represents cash on hand and cash held in banks.

(b) Revenue

Under the Regulation, each producer is required to pay the organization a fee of \$0.50 per tonne of oats sold in Manitoba, collected upon the purchasing of the grain from the producer. Producers may request a refund for fees paid in the year by submitting a written request within time limits as defined in the Regulation.

Producer fees are recognized when they are collected by registered oat buyers. Refunds are recognized as requested by producers in the same fiscal year as the related revenue is reported.

Investment revenues are recognized on an accrual basis as the income is earned.

(c) Financial instruments

Measurement of financial instruments

The organization initially measures its financial assets and liabilities at fair value, except for certain non-arm's length transactions.

The organization subsequently measures all its financial assets and liabilities at amortized cost, except for investments in equity instruments that are quoted in an active market, which are measured at fair value. Changes in fair value are recognized in excess of revenue over expenses.

Impairment

Financial assets measured at cost are tested for impairment when there are indicators of impairment. The amount of the write-down is recognized in excess of revenue over expenses. The previously recognized impairment loss may be reversed to the extent of the improvement, directly or by adjusting the allowance account, provided it is not greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in excess of revenue over expenses.

Notes to Financial Statements For the year ended July 31, 2016 (Unaudited)

2. Significant Accounting Policies - continued

(d) Estimates

The preparation of financial statements in accordance with Canadian accounting standards for not-for-profit organizations requires management 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 the statement of operations in the period in which they became known.

3. Risks Arising from Financial Instruments

The organization is not exposed to significant risks through its financial instruments.

4. Short-Term Investments

Short-term investments consists of a GIC bearing interest at 0.7% per annum, maturing in August 2016.

5. Transactions with Related Parties

Included in these financial statements are transactions with the Prairie Oat Growers Association Inc. (POGA), an organization related by virtue of common board members. POGA provides administration services, overhead expenses, and research and development projects of mutual benefit to the Manitoba Oat Growers Association (MOGA), the Saskatchewan Oat Development Commission (SODC) and the Alberta Oat Growers Commission (AOGC). The SODC, MOGA, and AOGC have agreed to jointly fund the net administrative and project expenses of POGA via a cost-sharing arrangement based on levy income net of levy refunds. The proportionate share of the actual costs attributable to each organization is determined annually.

Related party balances bear no specific terms of repayment. Related party transactions and balances included in the financial statements are as follows:

Financial Statement Accounts	2016	2015
Assets		
Accounts receivable - POGA (overpayment of funding contributions)	\$ 0	\$ 7,275
Liabilities		
Accounts payable - Board of Director expenses Accounts payable - POGA (underpayment of funding	989	
contributions)	56,441	
Expenses		
Proportionate expenses of POGA	165,807	211,824
POBC contributions to POGA	28,472	28,472

Notes to Financial Statements For the year ended July 31, 2016 (Unaudited)

5. Transactions with Related Parties - continued

In the current year, MOGA's share of POGA's operating deficit is 24% (20% in the prior year). A summary of POGA's total revenues and expenses appears below:

		2016		2015
Revenues before funding contributions:				
Grant revenues		360,259		416,685
POBC contributions		221,716		221,716
Other revenues		38,137		24,975
		620,112		663,376
Expenses:				
Research projects		555,893		512,476
Market development projects		292,151		820,732
Communications		85,303		58,119
General operating expenses		367,691		346,622
1 5 1		1,301,038		1,737,949
Deficiency of Revenue over Expenses Before Funding				, ,
Contributions	(680,926)	(1,074,573)
Funding contributions:				
MOGA		165,807		211,824
SODC		442,254		727,839
AOGC		72,865	_	134,910
	\$	0	\$	0

6. Commitments

The organization has committed to providing funds to POGA to finance its annual membership in the Prairie Oat Breeding Consortium (anticipated to be approximately \$28,000 annually).

The organization has committed to providing a total of \$2,732 to the Manitoba Pulse Soybean Growers over the period of June 2016 - March 2017 for support of a research project. 50% of this committment was paid in fiscal 2016 and the remaining 50% will be paid in fiscal 2017.

POGA has committed to funding certain projects, of which MOGA will provide proportionate funding based on the overall cost-sharing formula as agreed upon between the parties as detailed in note 5. POGA's commitments are as follows:

Project	Terms
Oats Improve the Gastrointestinal Health of Horses	 \$116,106 denoted in US dollars commencing August 1, 2015 and ending August 1, 2017, \$76,421 in Candian dollars of which was expended in the current year POGA is eligible for up to \$110,000, denoted in Canadian dollars, in grant funds for this project
Developing Superior Oat Cultivars and Prairie Oat Breeding Consortium	- \$1,098,581 over five years commencing April 1, 2013, \$220,728 of which was expended in the current year (\$702,060 to date)

Notes to Financial Statements For the year ended July 31, 2016 (Unaudited)

6. Commitments - continued

Project	Terms
Development of Oat Cultivars (Oat Advantage)	- \$20,000 annually over five years commencing April 1, 2013, with a two-year extension option, \$20,000 of which was expended in the current year (\$80,000 to date)
Occurrence and Fate of Toxigenic Fungi and their Associated Mycotoxins in Saskatchewan-grown Oats and Oat Milling Projects	 \$311,695 over four years commencing April 2014, \$100,784 of which was expended in the current year (\$200,751 to date) POGA is eligible for up to \$233,722 in grant funds for this project, \$81,378 of which was received in the current year (\$142,384 to date)
Yield Response and Test Weight Stability of Oat to Fertilizer N	 POGA has agreed to apply for three grants, each to a maximum of \$30,720 on behalf of a third party; \$86,010 has been expended to date
Transposen-Mediated Activation Tagging in Oats	 \$197,801 over four years commencing April 1, 2014, \$50,600 of which was expended in the current year (\$98,900 to date) POGA is eligible for up to \$151,000 in grant funds for this project, \$38,737 of which was received in the current year (\$75,749 to date)
Crop Sequencing of Large Acreage Crops	- \$32,500 commencing December 5, 2014 and ending July 20, 2020, \$12,500 of which was expended in the current year
Investigation of Avenanthramides	- \$90,000 commencing December 5, 2014 and ending December 31, 2017, \$30,000 of which has been expended during the year (\$50,000 to date)
Breeding for Resistance to Leaf Blotch Pathogens in Saskatchewan Oats	- \$45,000 commencing December 5, 2014 and ending November 15, 2017, \$15,000 of which was expended during the year
Development of the Mexican Oat Market	 \$341,000 by March 31, 2018, \$120,047 of which was expended in the current year POGA is eligible for up to \$161,250 in grant funds for this project, \$57,244 of which was recognized in the current year
Crown Rust Initiative	- \$100,000 denoted in US dollars commencing October 1, 2015 and ending July 1, 2019, \$27,466 in Canadian dollars of which was expended in the curret year

Notes to Financial Statements For the year ended July 31, 2016 (Unaudited)

6. Commitments - continued

Project	Terms
Mitigating Mycotoxins in the Canadian Food Value Chain	- \$40,000 commencing March 31, 2016 and ending March 31, 2018, \$13,333 of which was expended during the year
Online Growers Manual	 \$15,000 plus an additional \$5,000 for additional costs if needed, commencing June 2, 2016 and ending July 30, 2017, no expenses have been incurred by POGA to date POGA is eligible for up to \$10,000, in grant funds for this project
Estimation of Beta Glucans Content and Yield of Seeds from Different Oat Varieties in Alberta	- \$15,750 commencing May 5, 2016, \$7,875 of which was expended during the year
Development of an Oat Based Beverage Rich in Dietary Fibre and Protein	- \$60,000 commencing July 1, 2016 and ending August 31, 2019, no expenses have been incurred to date
Oatdeal Coffee Additive	- \$10,000 commencing July 1, 2016 and ending July 31, 2017, no expenses have been incurred to date
Grain Safety Sponsorship	- \$10,000 commencing July 19, 2016 and ending August 31, 2017, \$2,500 of which was expended during the year