



Pekarsky Stein

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Viterra Inc.

Assistant Corporate Secretary

Company Overview

Viterra Inc. (TSX: VT ASX: VTA) provides premium quality ingredients to leading global food manufacturers. Headquartered in Canada, the global agribusiness has extensive operations across Western Canada, the United States, Australia, and New Zealand. Our growing international presence also extends to offices in Japan, Singapore, China, Switzerland, Italy, Ukraine and Germany. Driven by an entrepreneurial spirit, we operate in three distinct businesses: grain handling and marketing, agri-products and processing. Our expertise, close relationships with producers, and superior logistical assets allow the company to consistently meet the needs of the most discerning destination customers, helping to fulfill the nutritional needs of people around the world.

Viterra's principal business activities include:

Grain Handling and Marketing – Viterra contracts, markets and transports grain from the farm to destination markets. Grain handling begins with the movement of the commodity from the farmer's field to Viterra's country elevator network where it is weighed, graded, cleaned and prepared for shipment. Grain is then shipped from the country elevator to domestic customers (such as a flourmill, oilseed crusher, maltster or biofuel plant) or to a port terminal, usually for shipment to an offshore destination customer.

Our industry leading elevator network across Western Canada includes 83 locations and port facilities in Vancouver, Prince Rupert and Thunder Bay. With more than 100 elevators in Australia and eight export shipping terminals, we hold a significant share of the Australian grain market. As the largest grain handler in Canada and one of the largest grain exporters in South Australia, Viterra's sourced and marketed grain is delivered to customers in more than 50 destination countries.

Viterra's International Grain Group has an established global multilingual team of experts in the world's key trading hubs – North America, South Australia, Singapore, Tokyo, China, Switzerland, Italy, Ukraine and Germany. They are in daily communication with destination customers and relay information back to Viterra's origination markets, where teams work to source the quality agricultural ingredients required and position the products for easy access.

Agri-products – Viterra accounts for more than 30% of Western Canada's agri-product retail locations and approximately \$1.5 billion in sales annually. Viterra's locations are geographically distributed throughout Western Canada with products and services of seed, fertilizer, crop protection products, equipment,



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and agronomic advice. Viterra's dedicated research and development team focuses on new seed varieties tailored to meet the needs of destination customers and farmers. Viterra engages in financial services under the trade name Viterra Financial™ and provides its customers credit for crop inputs and livestock operations.

Value-added Processing - Viterra is involved in oat and canola processing in North America, malt processing in Canada and Australia, and pasta manufacturing in the US. As one of the world's largest industrial oat processors, Viterra produces quality oat products for all the major cereal and breakfast bar brands. Viterra is the largest maltster in Australia with 64% of that country's malt production, supplying major brewers in Asia and Australia and is the third largest pasta manufacturer in the US.

Viterra formulates and manufactures feed at six feed mills and operates a premix manufacturing facility in Western Canada. Viterra also operates a distribution plant in Montana and six feed mills under the Hi-Pro name in Oklahoma, Texas, and New Mexico.

Wholly owned US subsidiaries – Agricore United Holdings Inc., Unifeed Hi-Pro Inc., Dakota Growers Pasta Company, Inc., 21C Oats, Inc. and Demeter (1993) Inc.

The Role

Viterra is seeking to hire an Assistant Corporate Secretary. This position is responsible for providing day-to-day support to the Board of Directors, legal support for Annual General Meeting (including Management Information Circular and related matters), due diligence support for financings and M&A preparedness, and legal compliance support including insider reporting. This position reports to the director, Corporate Legal Services.

Specific position responsibilities include:

- Schedules, prepares and delivers required notices of meetings, agendas, reports and routine resolutions for Board and Board Committee meetings. Collects, coordinates and distributes meeting materials, including posting to Board Reporting System, to both the Board and senior management. Acts as recording secretary at Board and Nominating/Corporate Governance meetings.
- Assists the Corporate Secretary in the development, recommendation and implementation of systems, processes and procedures to ensure good corporate governance practices and effective Board functions, including questionnaires and reports on director independence, analysis of Board Games.
- Coordinates annual Board and Board Committee Terms of Reference and Board policies review.
- Acts as Secretary to the Disclosure Committee, schedules and coordinates preparation of agenda and delivery of related materials.
- Maintains minute books and other corporate records.



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- Provides guidance and communication to Board, management and staff on blackout periods, insider reporting requirements and maintenance of insider reports.
- Provides assistance in connection with the Annual General Meeting of shareholders, including preparation of Management Information Circular.
- Maintains the database for M&A preparedness and assists in due diligence preparations for financings.
- Develops and manages the operating budgets for the Division and the Board of Directors.
- Participates in special projects as required.
- Performs other related duties.

The Candidate

CORE COMPETENCIES

The successful candidate will work closely with the Executive and assist the legal team with ensuring that business practices, policies and dealings of the company meet regulatory requirements to protect the company from legal action. Specifically, the successful candidate must have the following:

- Relevant (two years) legal education background and, ideally, have substantial experience (10 years) in supporting the Board of Directors of a significant Canadian public company and/or providing senior legal administrative support;
- A solid understanding of a corporate secretarial/corporate governance best practices;
- Excellent written and verbal communication skills;
- Ability to work under pressure and to prioritize multiple projects to ensure deadlines are met;
- Attention to detail and accuracy of work;
- Ability to work independently;
- Ability to exercise good judgement;
- Ability to juggle the demands of directors and senior management; and
- Be computer competent with demonstrated ability in the use of word processing, spreadsheet, database and communication software applications within the Windows operating environment.

PERSONAL CHARACTERISTICS

As important as the technical skills this individual brings to the table, are the softer inter-personal components of the job. Specifically, the successful candidate must:



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- Display a high level of energy, enthusiasm, and motivation;
- Exhibit flexibility to adapt to change and heavy workloads; adaptable to different situations by relating well to a wide variety of diverse styles and types of stakeholder; and treats everyone as a preferred customer;
- Have a relationship-based working style capable of establishing trust, respect and gaining the confidence of others both within and outside the organization;
- Possess solid organizational skills and the ability to establish and focus on key priorities while taking a hands-on approach to managing issues.

Contact

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