SeedRock Africa Agriculture intends to become a premier large scale farm operator in Africa while providing healthcare, education, environmental and economic betterment to the countries and regions in which we operate.

SeedRock seeks $10,000,000 to expand our farming operation and capitalize on the many attractive opportunities we have sourced on the continent.
# Table of Contents

- **Summary Information**  
  Pages: 3-4

- **SeedRock Africa Agriculture Management Expertise**  
  Pages: 5-10

- **Africa and its Agribusiness Landscape**  
  Pages: 11-17

- **Our Investment Opportunity**  
  Pages: 18-31

- **Appendix**  
  Pages: 33
Summary of Terms

SeedRock Africa Agriculture: A registered British Virgin Islands company

Valuation of SeedRock Africa Agriculture: $50mm (post-money)

Shares Outstanding: 50,000 (post-money)

Securities offering: Common Shares

Amount Offering: $10,000,000

Number of Shares: 10,000 shares for 20% equity ownership

Current Land Bank Holdings: 43,882 hectares

Price Per Share: $1,000

Current Status: 1,850 hectares already planted (Cash flow within 6-months)

Use of Proceeds: Capital expenditure and operating costs to expand the SeedRock Outfarmer Programs in Burkina Faso and the Republic of Mali, develop the Burkina Faso Cropping business, and develop the Mali AfriGrain business. Develop new opportunities in other West African target countries. Complete required studies to develop Mali Cropping. Develop our social impact initiatives.

Distribution: Evenly distributed to equity holders upon exit from each investment

Expected Return: >25% IRR
We identify and create business opportunities that are undiscovered, undervalued, or misunderstood within the African Agricultural sector

Corporation Overview

> Vision
  - To become a leading grain, oilseed and sunflower oil producer in Africa
  - Demonstrate the immense and positive impact that social, environmental and economic improvements have on safeguarding our investments, maximizing growth, and increasing our bottom line

> Value Proposition
  - Strategic venture start-up expertise, operational management, capital and financing know-how
  - Building world-class teams and creating win-win partnerships
  - Invest in Social Enterprise (Education, Health Care, Microfinance)
  - Powerful global network

> Market Drivers
  - Population growth
  - Environment: Water scarcity, pests and disease, desertification, climate change
  - Increased caloric intake in the developing world
  - Competition for food from biofuels and feedstock
  - Limited potential for further yield improvements from major food producing countries

> Experienced Professionals
  - SeedRock Corp. team has extensive experience in Natural Resources, Emerging Markets and Fund Management
  - Raised over $750mm, Managed over $2.5 billion
  - Built companies with aggregate market value of over $1.7B

*Includes Special Situations
SeedRock Management Expertise

The difference between success and failure in African investment can be as simple as having the right collection of local advisors, experienced operators and an established corporate structure to implement a sound business concept.
SeedRock Corporate Overview*

SeedRock Africa Agriculture is a subsidiary of SeedRock Corporation

SeedRock Corporation is an entrepreneurial venture firm which has been established to create and incubate business opportunities in the natural resources sector, with a particular focus on emerging and frontier markets

SeedRock’s Corporate Principles Include

- Strong ideological planning and in-depth analytical knowledge of a given opportunity, supported by deep industry sector expertise
- Acquire and develop the opportunity
- Finance initial growth while developing institutional interest
- Build world class, competitive management and operational structures
- Continue to support as a founding shareholder and fiscal/strategic agent throughout growth cycles keeping closely involved as a catalyst for sustained growth

*See Appendix I for SeedRock Corp.’s Managers and Directors
Management Team

**Extensive Experience in Agriculture and Emerging Markets**

**Michael Dean**
**CEO**
- 20+ years of legal, business management and project development experience
- Extensive experience of large scale and complex development and resource ventures and acquisitions
- Expertise in project origination and development in the environmental and alternative energy business sectors
- SeedRock Corporation Partner
- Bachelor of Laws, Master of Laws

**Fernand Arnaud**
**Chief Agronomist**
- A professional agronomist with 40+ years of experience in agricultural project origination and development in Africa
- Globally respected as a specialist in hybrid seed production and expertise in crop and farm management.

**Stephen Burega**
**Director, Social Enhancement**
- 13+ years experience in communications and government relations
- Experience spans national and international projects
- Has acted as communications counsel for Fortune 500 companies such as General Electric
- Consultant to the BC Center for Excellence in HIV/AIDS and International AIDS Society

**Justin Bruch**
**COO**
- Iowa native and 5th generation farmer
- 16+ years large scale farming experience
- Set up and managed farms in Iowa, Brazil, and Ukraine
- Managed several large scale farms in excess of 10,000 hectares
- Regularly invited to speak at global agribusiness conferences
- BSc Agronomy, MBA

**Extensive Experience in Agriculture and Emerging Markets**

- A professional agronomist with 40+ years of experience in agricultural project origination and development in Africa
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- Set up and managed farms in Iowa, Brazil, and Ukraine
- Managed several large scale farms in excess of 10,000 hectares
- Regularly invited to speak at global agribusiness conferences
- BSc Agronomy, MBA
Management Team

Outstanding local talent and a commitment to positive social impact

Nouhoum Traore
Country Manager
Mali

- Experienced and distinguished Agro-Economist
- Former technical adviser to the President of Mali on agriculture

Pierre Tapsoba
Country Manager
Burkina Faso

- Former Minister for Health in Burkina Faso
- Qualified geologist
- Most recently, Pierre has been managing a team of agricultural specialists in the development of large scale biofuel crops

Anya Walsh
Senior Program Coordinator

- 4+ years of development work in Africa, Latin America, Canada, and Asia
- Assistant to the Country Director for the UN's Food and Agriculture Organization (FOA) in Sierra Leone
- Led the evaluation of the Farmer Field School Program in West Africa
- Published papers for the FOA
- MA Human Security and Peacebuilding
Advisory Board

A highly regarded Advisory Council which provides strong local connections, market knowledge and deal sourcing.

Three former Heads of State, a former Prime Minister, and former head of a regional development bank.

Monitors and advises on local political and economic conditions.

### Pierre Buyoya
- Two-terms as President of the Republic of Burundi
- Ex-Minister of Defense
- Currently member of the African High Union Panel for Darfur
- Member of Burundi Senate

### Benjamin Mkapa
- Two-terms as President of the United Republic of Tanzania
- Former Chairman for the Revolutionary State Party
- Appointed to the Aga Khan University Board of Trustees

### Babacar Ndiaye
- Former President of the African Development Bank

### Sir Ketumile Joni Masire
- Former President of Botswana
- Mediator in the Civil war in the DRC
- Member of the Global Leadership Foundation
- Author of *Very Brave or Very Foolish: Memoirs of an African Diplomat*

### Edem Kodjo
- Two-terms as Prime Minister of Togo
- Former Secretary General of the Organization of African Unity
- President of the Patriotic Pan-African Convergence

### Louis Michel
- Belgian Member of European Parliament
- Former European Commissioner for Development and Humanitarian Aid
- Belgian candidate to the President of the UN General Assembly
Prime Nyamoya
Former president of Burundi Bankers Association, Former General Manager of Banque de Credit de Bujumbura

Alassane Kone
Former President of Bankers Association of Niger, President of Federation of Bankers Associations of West African Economic and Monetary Union

Moustapha Dicko
Former Member of Parliament for Mali, former Minister of Education, former Ambassador to Burkina Faso

Mohamed El-Hacen Ould Lebatt
Ambassador of Mauritania to South Africa, Former Minister of Foreign Affairs of Mauritania, Permanent Representative to the African Union, Special Representative of Boutros-Boutros Ghaly, Rector of University of Nouakchott

FS Moufamadi
Former Minister for Safety and Security of South Africa

Ablasse Ouedraogo
Senior Regional Advisor to the President of African Development Bank, Special Envoy of the African Union for Madagascar, Member of the Board of Trustees of International Center for Tropical Agriculture, Member of African Union Mediation Team for Chad and Sudan

Privileged access at the highest levels across the continent

Esteemed professionals from both the Public and Private sector

Open doors and minimize risk
Africa and its Agribusiness Landscape
A New Africa

$1.6 trillion
Africa’s collective GDP in 2008, roughly equal to Brazil’s or Russia’s

60%
Africa’s share of the world’s uncultivated, arable land

65%
of the publicly traded African companies operating between 2000 and 2007 had higher returns on capital than similar companies in China, India, Vietnam, or Indonesia

300 million
estimated number of middle class living in Africa

52 cities
in Africa have more than a million people
### Overview of Market Drivers

<table>
<thead>
<tr>
<th>Population Growth</th>
<th>Environment</th>
<th>Food Prices</th>
<th>Underserved Local Markets</th>
</tr>
</thead>
</table>
| 9.8 Billion people by 2050 | Water scarcity  
  - Depleted water tables across the globe | Surplus capacity gained during the “Green Revolution” has been exhausted | Africa is a net importer of food (Mostly engaged in sustenance level farming) |
| 134 Million people are added to the planet each year (Greater than the size of Japan) | Climate variability  
  - Russia 2010: Heat Wave  
  - Pakistan 2010: Flood | Commodities such as rice doubled or tripled from 2000-2008 | Food commodities sell at a premium of 10-40% above the international market price |
| Africa will double in population to 2-billion by 2050 | Pests and Disease  
  - Mired bugs  
  - Rust variant UG99 | Global consumption of aggregate grains and oilseed exceeded production 7/8 years from 2000-2007 | Greenfield opportunities for vertical integration (Seed crushing, hybrid seed, flour, storage, transportation, logistics) |
| Higher protein and caloric consumption | Desertification  
  - 40% of the world’s land is seriously degraded and cannot be cultivated | Biofuel demand contributed 30% to the price increase in grain prices from 2000-2007 | |

---

**Sources:** UN, Vooson (2010), IFPRI, Trostle (2008), Zubrin (2008)
Africa has about 60% of the potentially available cropland in the world.

An African ‘Green Revolution’ could raise agricultural production to $880 b

Food will account for the largest share of consumer spending

<table>
<thead>
<tr>
<th>Household spending growth 2008-20</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Food and beverages</td>
<td>3.3</td>
</tr>
<tr>
<td>Housing</td>
<td>4.5</td>
</tr>
<tr>
<td>Nonfood consumer goods</td>
<td>4.2</td>
</tr>
<tr>
<td>Health care</td>
<td>4.2</td>
</tr>
<tr>
<td>Telecom</td>
<td>4.9</td>
</tr>
<tr>
<td>Banking</td>
<td>6.2</td>
</tr>
<tr>
<td>Education</td>
<td>4.9</td>
</tr>
<tr>
<td>Other</td>
<td>4.0</td>
</tr>
<tr>
<td>Total</td>
<td>4.0</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Growth 2008-20</th>
<th>Growth rate, 2008-20</th>
<th>Compound annual Growth rate, 2008-20</th>
<th>billion</th>
<th>billion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Consumer</td>
<td>1,380</td>
<td>520</td>
<td>4%</td>
<td></td>
</tr>
<tr>
<td>Resources</td>
<td>540</td>
<td>110</td>
<td>2%</td>
<td></td>
</tr>
<tr>
<td>Agriculture</td>
<td>500</td>
<td>220</td>
<td>5%</td>
<td></td>
</tr>
<tr>
<td>Infrastructure</td>
<td>200</td>
<td>130</td>
<td>9%</td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>~980</td>
<td>~980</td>
<td>4%</td>
<td></td>
</tr>
</tbody>
</table>
Africa's workforce will be the largest by 2030 | millions

Africa is highly urbanized and has as many large cities (>1M) as Europe

Opportunities for agricultural improvements by country

Robust GDP growth across all sectors 2002-2007

Compound annual growth of real GDP by sector, 2002-2007

Share of rural vs. urban population by region, 2010

Cities with > 1 million people

SOURCE: UN Population estimates (Workforce estimated from population ages 15-64 years old)

SOURCE: McKinsey Global Institute (Reproduction)

SOURCE: McKinsey Global Institute (Reproduction)
Africa has the highest return on Foreign Direct Investment

Agricultural growth potential by country

Coastal Countries with large amounts of uncultivated cropland

Landlocked countries with large amounts of uncultivated cropland

Land-constrained countries with adequate water

Land-constrained counties with little water

Countries with developed agriculture

Agricultural opportunities throughout the value chain

Fertilizer 14

Pesticide 7

Seed 7

Equipment 7

Horticulture 490

Cereals 138

Cash Crops 129

Livestock 112

Biofuels 23

Vegetable/fruit processing 66

Grain processing 58

Livestock processing 58

Other processing 60

Upstream

Midstream

Downstream

Estimated operation Margin

0-5 percent

5-15 percent

15-20 percent

25+ percent

SOURCE: McKinsey Global Institute
Mali & Burkina Faso

Republic of Mali

- Population: 12,705,736
- GDP: $8.74 Billion
- GDP Per Capita: $687 (2008)
- Currency: CFA Franc
- One of the most stable democracies in Africa
- Member of Organization for the Harmonization of Business Law
- 48% of Malians are less than 15 years old
- 80% of Workforce engaged in agriculture
- 5% annual GDP growth (1995-2008)

Burkina Faso

- Population: 15,233,884
- GDP: $7.95 Billion
- Currency: CFA Franc
- One of the most stable democracies in Africa
- Agriculture represents 32% of GDP
- Member of Organization for the Harmonization of Business Law
- Lowest level of literacy in the world (25.3%)

Our Investment Opportunity
Social Mandate

“Success comes from building mutually beneficial partnerships”

Our Commitment to Social Capital

> Failing to create positive social impact in emerging markets has consequences
  • Creating social capital safeguards our investment, leads to sustainable businesses, and creates long term opportunities
  • Creating social capital is a necessary ingredient in successful emerging market investment

> Our goal is to make a positive difference
  • Ensure our projects improve the overall social, environmental and economic condition of the communities in which we operate

> Working with local individuals and communities
  • Success comes from building mutually beneficial partnerships

> Engage and trade within local markets
  • Enhanced food security and regional export profiles

> Support communities
  • Health programs and infrastructure development
  • Education – children and farming knowledge transfer
  • Social infrastructure through the promotion of technology/knowledge transfer to local populations

> Address economic, political, social and ethical questions
  • Work closely with government & social NGO partners
## Agribusiness Overview

<table>
<thead>
<tr>
<th>Operation</th>
<th>Location</th>
<th>Initial Size</th>
<th>Expansion Size</th>
<th>Crop</th>
<th>Projected Annual Profit</th>
</tr>
</thead>
<tbody>
<tr>
<td>Outfarmer</td>
<td>Burkina Faso</td>
<td>1,000 ha (2010)</td>
<td>12,000 ha (2013)</td>
<td>Sunflower, maize, and sunflower oil production</td>
<td>$9.3 mm (2014)</td>
</tr>
<tr>
<td>AfriGrain</td>
<td>Mali</td>
<td>500 ha (2011)</td>
<td>2,000 ha (2013)</td>
<td>Produce hybrid sunflower, maize, soybean, and sorghum seeds</td>
<td>$8.3 mm (2014)</td>
</tr>
<tr>
<td>Cropping</td>
<td>Burkina Faso</td>
<td>2,000 ha (2011)</td>
<td>4,000 ha (2013)</td>
<td>Sunflower, maize, soybeans, sorghum, wheat, and rice</td>
<td>$7.9 mm (2014)</td>
</tr>
<tr>
<td>Cropping</td>
<td>Mali (Broadacre)</td>
<td>10,000 ha (2012)</td>
<td>40,000 ha (2015)</td>
<td>Sunflowers, maize, soybeans, sorghum, wheat, and rice</td>
<td>$77 mm (2016)</td>
</tr>
</tbody>
</table>

Sources: UN, Vooson (2010), IFPRI, Trostle (2008), Zubrin (2008)
### Optionality: Expansion Pipeline

<table>
<thead>
<tr>
<th>Location</th>
<th>Business Type</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Sub Saharan Africa</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Republic of Mali</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/40,000 ha)</td>
</tr>
<tr>
<td>Burkina Faso</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/20,000 ha)</td>
</tr>
<tr>
<td>Central African Republic</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/60,000 ha)</td>
</tr>
<tr>
<td>Ghana</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/30,000 ha)</td>
</tr>
<tr>
<td>Niger</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/30,000 ha)</td>
</tr>
<tr>
<td>Sudan</td>
<td>Outfarmer/Cropping (Broadacre)</td>
<td>(10,000/30,000 ha)</td>
</tr>
</tbody>
</table>

### Potential land acquisitions:

<table>
<thead>
<tr>
<th>STAGE</th>
<th>Preliminary Negotiation</th>
<th>Advanced Negotiation</th>
<th>Ready to Sign</th>
</tr>
</thead>
</table>

### Estimated Annual Profit/ha

- **Outfarmer**: $904
- **AfriGrain**: $4,115
- **Cropping (Farming)**: $1,980
- **Cropping (Broadacre)**: $1,926

### Estimated Initial CAPEX/ha

- **Outfarmer**: $829
- **AfriGrain**: $2,130
- **Cropping (Farming)**: $1,437
- **Cropping (Broadacre)**: $2,599
Agribusiness Strategic Overview

Management Optimization

- Agronomic Science
- Quality seed, fertilizer
- Crop diversification
- Logistics, storage, and distribution
- Mechanization, irrigation, and large-scale farming efficiencies

Outfarmer

Location
Mali, Burkina Faso

Strategy
Cooperative outgrower program, producing seed for crushing into consumable oil.

Production
Sunflower for sunflower oil. Crushing facilities produce oil for sale in local markets. Meal is sold for animal feed.

AfriGrain

Locations
Mali

Strategy
Produce hybrid seed adapted to local environment. Local markets for hybrid seed are vastly underserved.

Production
Hybrid sunflower, maize, soybean, and sorghum seeds

Cropping

Locations
Mali (Broadacre), Burkina Faso (Farming)

Strategy
Medium (Farming) and Large-scale (Broadacre) agricultural production. High yields through modern farming techniques and practices.

Production
Sunflower, maize, soybean, sorghum, wheat, rice.
Outfarmer Program

> **Opportunity**

- Huge, underutilized, and eager workforce with surplus arable land surround villages throughout Mali and Burkina Faso.
- Tremendous opportunity to create value by introducing modern farming inputs, logistical expertise, farming education, and farm management.
- Focus on easy to grow sunflower crops, and add value with seed-crushing to produce oil for sale in underserved local markets.

> **Land and Location**

- Currently planted 1,000 ha (Burkina Faso), 850 ha (Mali). Will expand outfarmer program to 10,000 ha in Mali, 12,000 ha in Burkina Faso.

> **Program Details**

- Based on highly successful outgrower forestry programs.
- Mobilize large plots of surplus land and enthusiastic workforce.
- Introduce modern farming techniques to local village farming production.
- Provide farmers with high quality agricultural inputs and the knowledge to use them effectively.
- Resulting crop will be purchased from the farmers at a pre-agreed and guaranteed price.
- Program outcomes: Increased crop yields, employment and wealth to participating villages.
- Educational and health initiatives will be offered for local and regional benefit.
> **Opportunity**
- No hybrid seed currently available or developed for West African conditions.
- High yield, disease resistant hybrid seed is in high demand and local markets are underserved.
- Hybrid seed sells at 600% premium to food grain seed.

> **Crops**
- Hybrid sunflower, maize, soybean, and sorghum seeds.

> **Land and Location**
- 500 ha lease, with another 1,500 ha commencing 2012.
- Located in southern Mali in the area of Bougouni.
- Land leased from local people (surplus land) and sanctioned by government officials.
- The leasehold terms are for a minimum 25 year lease with an option for SeedRock to renew for a further 25 years.
- Planting 500 ha in 2011.

> **Program Details**
- Fernand Arnaud (Chief Agronomist) has over 40 years in hybrid seed development experience. Extensive experience in African conditions.
- Investigating possible partnerships with major international seed producers.
Cropping

> Opportunity
  • Capitalize on low production costs, and vastly underserved local markets, and the huge benefits that can be obtained through large scale farming practices (Hybrid seed, fertilizer, mechanization, irrigation, farm management, etc).
  • Local production for local consumption ensures food security.
  • Land leases obtained with blessing from local villages.

> Crops
  • Hybrid sunflower, maize, soybean, and sorghum seed.

> Farm profiles

**Mali (Broadacre – Large Scale)**
  • 40,000 hectare land lease located in the fertile Kokéri area of the Office du Niger. Held under a written emphyteutic 50-year lease with an option to renew.
  • Full land utilization - summer and winter crop rotation.
  • Commencing in 2012, SeedRock will farm the land in a staged roll-out of 10,000 hectares per year.

**Burkina Faso (Farming – Medium Scale)**
  • Initially, two plots of 1400 and 600 ha each on a 25 year written lease. (Surplus to village land).
  • Local employment opportunities.
## Expansion Timeline

<table>
<thead>
<tr>
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</thead>
<tbody>
<tr>
<td><strong>Outfarmer</strong></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Burkina Faso</td>
<td>+1,000 ha</td>
<td>+3,000 ha</td>
<td>+4,000 ha</td>
<td>+4,000 ha</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Mali</td>
<td>+850 ha</td>
<td>+1,150 ha</td>
<td>+3,000 ha</td>
<td>+5,000 ha</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Mali</td>
<td>-</td>
<td>+500 ha</td>
<td>+500 ha</td>
<td>+1,000</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>AfriGrain</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Burkina Faso</td>
<td>-</td>
<td>+2,000 ha</td>
<td>+1,000 ha</td>
<td>+1,000 ha</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Mali (Broadacre)</td>
<td>-</td>
<td>-</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
</tr>
<tr>
<td><strong>Cropping</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Burkina Faso</td>
<td>-</td>
<td>+2,000 ha</td>
<td>+1,000 ha</td>
<td>+1,000 ha</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Mali (Broadacre)</td>
<td>-</td>
<td>-</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
<td>+10,000 ha</td>
</tr>
<tr>
<td><strong>Cumulative Total</strong></td>
<td>1,850 ha</td>
<td>8,500 ha</td>
<td>27,000 ha</td>
<td>48,000 ha</td>
<td>58,000 ha</td>
<td>68,000 ha</td>
</tr>
</tbody>
</table>
> **Enlightened Self Interest through Social Enterprise**
  - Investment in Social Enterprise creates long-term opportunities for the local peoples, binding their hopes and future to our success.
  - Reduces operational friction and amplified scalability.
  - Has already led to red-carpet opportunities throughout the continent.

> **Production Driven Returns**
  - ROI is a product of crop production, and our model does not rely on sensitive issues surrounding land ownership.
  - Logistics, access to capital, operations and management expertise are not easily replaced.

> **Local Production for Local Consumption**
  - Our presence brings food security to the country.

> **Advisory Board and Strategic Council**
  - Cut through bureaucratic processes.
  - Quickly resolve issues at both the local and federal levels.

> **Diversity**
  - Crops (Sunflower, Maize, Sorghum, Soybeans, Rice).
  - Geography: Burkina Faso, Mali, Other countries in pipeline.
  - Two annual crops for some programs.
Mitigating Risk

> Vertical Integration
  • Seed Crushing
  • Hybrid Seed Production

> Management Optimization
  • Agronomic Science
  • Quality seed, fertilizer
  • Crop diversification
  • Logistics, storage, and distribution
  • Mechanization, irrigation, and large-scale farming efficiencies

> Optionality
  • Ability to rotate crops based on market needs
  • Ability to export to other African Nations after local need is satisfied
  • Ability to work with many different African Nations to institutionalize their agribusiness operations
  • Control of arable land, labor, water and infrastructure in event of global food crisis
### Exit Routes

<table>
<thead>
<tr>
<th>Option</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>IPO</strong></td>
<td>Listing on a Canadian, European, Asian, or US Stock Exchange</td>
</tr>
<tr>
<td><strong>Trade Sale</strong></td>
<td>Sale to a large corporation that has a strategic interest in the business</td>
</tr>
<tr>
<td><strong>Management Buyback</strong></td>
<td>Management seeks greater ownership or control of the business and may offer a buyout</td>
</tr>
<tr>
<td><strong>Earn out/Dividends</strong></td>
<td>Return on capital through earn outs or dividends from surplus cash flows</td>
</tr>
</tbody>
</table>
Preferred IPO Exit Strategy

> 3-5 Years to liquidity event

> SeedRock executives have extensive experience building public companies
  * Exchanges: TSX-V/TSX, AIM, ASX, secondary listings on Frankfurt and Berlin/Bremen.

> Examples of Publically Traded Agribusinesses
  * Kernel Holdings(Ukraine), Karuturi Global (India).
  * Estimate 8x-12x price multiple at IPO.
### Financials Summary

#### Annual Revenue | $

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<tbody>
<tr>
<td>BK Outfarmer</td>
<td>1,031,250</td>
<td>4,125,000</td>
<td>8,902,500</td>
<td>14,418,750</td>
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<tr>
<td>Mali Outfarmer</td>
<td>1,169,600</td>
<td>3,036,150</td>
<td>7,008,000</td>
<td>13,950,000</td>
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<td>BK Cropping (Farming)</td>
<td>0</td>
<td>5,410,000</td>
<td>8,290,000</td>
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<tr>
<td>Mali AfriGrain</td>
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<td>2,400,000</td>
<td>5,800,000</td>
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<tr>
<td>Mali Cropping (Broadacre)</td>
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<td>0</td>
<td>28,500,000</td>
<td>57,000,000</td>
<td>85,500,000</td>
<td>114,000,000</td>
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<td><strong>TOTAL</strong></td>
<td>2,200,850</td>
<td>14,971,150</td>
<td>58,500,500</td>
<td>106,188,750</td>
<td>134,688,750</td>
<td>163,188,750</td>
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</tbody>
</table>

Sources: Surplus cash flows are rolled over to cover next year’s annual costs.
SeedRock Team (Annual Meeting – Paris 2009)

Back (L-R): James Seymour (Partner/President/COO), Stephen Burega (Partner), Mohamed El-Hacen Ould Lebatt (Strategic Council), Michael Dean (Partner), Babacar N’Diaye (Advisory Board), Moustapha Dicko (Strategic Council), Pierre Buyoya (Advisory Board), Damien Reynolds (Founding Partner/Chairman/CEO), Alassane Kone (Strategic Council), David Baumann (Senior Partner), Prime Nyamoya (Strategic Council), Alain Matharu (Consultant), Phil Riddell (Consultant), Alain Matharu (Consultant), Diane Alexander (Consultant), Diane Dorval (Executive Assistant), Sydney Moufamadi (Strategic Council). Front (L-R): Edyta Knudsen (Consultant), Sophie Buyoya, Garry Stock (Partner/CFO).
Appendix
SeedRock Corp. Partners

- **Damien Reynolds**
  - Chairman/CEO/Founding Partner
  - 20+ years in natural resources and entrepreneurial VC
  - Founder, Chairman or CEO of companies all over the world spanning most commodities with total market capitalization of over $1.7 billion
  - Raised in excess of $550mm
  - Founding Partner

- **James Seymour**
  - President/COO/Partner
  - 35+ years of experience in emerging markets, international finance and financial management
  - 18 Years at Bankers Trust. Worked closely with governments and corporations throughout Africa, the gulf, Asia, Europe
  - Managed over $2.5 bln in assets and raised over $425mm

- **David Baumann**
  - Senior Partner
  - 30+ years experience in finance and private banking
  - Extensive network of business executives and government officials throughout Europe, Eastern-Europe, and Africa
  - Fluent in 8 languages

- **Peter Russell-Jones**
  - Partner
  - 10 years at PriceWaterhouse
  - 15+ years VC (Seed and early stage, industrial technologies, and mining investment and development)
  - Extensive experience with international business throughout Asia

- **Garry Stock**
  - Partner/CFO
  - 14+ years experience in the junior mining industry, 6 years Finance
  - Assumed senior roles in corporate finance and accounting
  - Extensive experience in investor relations and administration, as well as international and multi-jurisdictional frameworks.
  - Certificated Financial Analyst

*Michael Dean and Stephen Burega are both Partners at SeedRock Corp.*