

# Viterra Inc.

## QUESTIONS & ANSWERS SMALL SHAREHOLDER CHARITY PROGRAM FOR OWNERS OF 99 OR LESS COMMON VOTING SHARES OF VITERRA INC.

This guide contains answers to some of the questions that may arise. If you have any further questions, please contact Computershare at 1-877-477-1538.

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**1. What is the Small Shareholder Charity Program?**

Viterra's Small Shareholder Charity Program (the "Program") is designed to make it economical and convenient for shareholders holding an odd lot (99 or fewer) of Viterra Common Shares (the "Shares") to donate their Shares without directly incurring brokerage fees.

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**2. Who is eligible to participate in the Program?**

All shareholders who as of July 7, 2011, hold 99 Shares or less are eligible to participate. Beneficial holders (e.g. – Shares held by a broker) of Shares held in nominee form are also eligible to participate.

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**3. How long is the program running?**

This program is open until January 31, 2012 unless extended by Viterra Inc.

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**4. Why did you choose Kinsmen Telemiracle?**

Over 90% of our shareholders owning 99 or less Shares live in Saskatchewan and Telemiracle is one of the province's most important charities.

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**5. How many Shares do I hold?**

The number of Shares registered in your name is shown on the Acceptance Form mailed to you with your July 2011 dividend payment.

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**6. My broker holds my Shares. What do I do?**

You can still donate. Contact your broker or the intermediary that holds your Shares or call 1-877-477-1538.

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**7. How does this Program benefit me?**

If you wish to participate in this program and donate your Shares, you will not directly incur brokerage fees and your donation will make a difference for Telemiracle and the people it supports. You will be eligible for a tax receipt for the value of the shares donated.

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**8. What if I am an executor, administrator, trustee, guardian or attorney of common Shares?**

You can donate for a small shareholder when acting in fiduciary or representative capacity for them. You just need to sign the Acceptance Form included with the July 2011 dividend payment.

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**9. How does this Program benefit Viterra?**

The Program will reduce Viterra's annual administrative costs and allows us to support Telemiracle.

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**10. Can I donate only a portion of the Shares I own?**

You have to donate all Shares that are on the certificate. If you have 2 or more certificates that have 99 Shares or less on each one, you can choose which certificate(s) or mail all that you want to donate.

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**11. I have decided to participate in the Program. What do I have to do now?**

- (a) Attach your certificate(s) to the Acceptance Form included with your July dividend payment,
- (b) sign the Acceptance Form exactly as your name(s) appears on it, and
- (c) send in your Acceptance Form and share certificate(s) in the postage paid return envelope provided.

**DO NOT SIGN THE BACK OF YOUR SHARE CERTIFICATE(S).**

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**12. What do I do if my share certificate(s) has been lost or destroyed?**

- (a) Check the "Lost Box" beside the lost share certificate number, on the Acceptance Form, included with your July dividend payment,
  - (b) sign the Acceptance Form exactly as your name(s) appears on it, and
  - (c) send in your Acceptance Form in the postage paid return envelope provided.
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**13. Can I change my mind once I send in the Acceptance Form?**  
No. Once the Acceptance Form has been received you can not withdraw from the Program.

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**14. How much will I donate?**  
All Shares donated will be gathered in board-lots (100 Shares) and sold as soon as practicable. You will receive a charitable donation tax receipt for the value of your share donation the day your shares are transferred to Telemiracle.

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**15. What if I need help in completing the Acceptance Form or if I still have questions?**  
If you have any further questions or need additional information about the Program, please call Computershare toll-free at 1-877-477-1538 and a customer service representative will be pleased to help you.

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**16. What is the value of my Shares?**  
Viterra's Shares trade on the Toronto Stock Exchange (symbol VT) and therefore their value changes daily. From January 1, 2011 to May 31, 2011, the low was \$9.48 per share and the high was \$12.08 per share.

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**17. Do I have to participate in this program? Will I lose my Shares if I don't?**  
You do not have to participate in this program. You will retain your Viterra Shares if you do not participate.

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**18. Can I donate my Shares to another charity?**  
You can donate your Shares to another charity but that is outside of this Program.

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**19. Who will sell the Shares to get the donation for Telemiracle?**  
RBC Dominion Securities Inc. will sell the Shares on Telemiracle's behalf and provide them with the net proceeds. Viterra will match all donations to a maximum of \$100,000.

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**20. When will the donation be made to Telemiracle?**  
All Shares donated will be gathered in board lots and sold by RBC Dominion Securities Inc. as soon as practical. At that point Telemiracle will have access to the funds. A donation for the total proceeds raised from this Program, including Viterra's matching donation, will be made during Telemiracle 36.

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**21. If Viterra has indicated a Blackout for the Company, can I still mail in my Acceptance Form?**  
Yes

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**22. What year will my tax receipt be dated?**  
The date on your tax receipt will be the date RBC Dominion Securities Inc. receives your shares from Computershare.

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**23. Can I donate my shares to Telemiracle if I'm in Viterra's ESPP program?**  
If you participate in the ESPP program, you are not eligible for this program. If you previously were in the ESPP program and have your share certificate for 99 shares or less from Computershare, you can participate in the program.

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**24. Can I donate my dividend cheque to Telemiracle?**  
Yes, and it's easy! Simply sign the back of your dividend cheque and send in the self-addressed, prepaid envelope provided along with the completed Acceptance Form.