



MONSANTO CANADA INC.
2233 ARGENTIA ROAD
4TH FLOOR
MISSISSAUGA, ONTARIO L5L 2X2
PHONE (416) 819-6600
FAX (905) 819-0900

By Registered Mail

November 12, 1998

Mr. Edward Zielinski
P.O. Box 1226
Danora (Makado), Saskatchewan

Dear Mr. Zielinski:

As you know on July 22, 1998, Monsanto with the assistance of Robinson Investigation Ltd. conducted an investigation (Investigation) to determine whether you had improperly planted Roundup Ready® Canola in 1998 without being licensed from Monsanto Canada Inc. A copy of our standard 1998 License Agreement (TUA) is attached for your review.

We have completed our Investigation and have very good evidence to believe that Roundup Ready canola was planted on approximately 250 acres of land identified as SE 28-30-2, NE 28-30-2 and SE 19-30-2 in violation of Monsanto's proprietary rights.

The planting of Roundup Ready Canola without a license is a serious violation of Monsanto's proprietary rights.

Prior to making any final decision as to what steps we will be taking, and in an attempt to resolve this issue in a timely and economical manner, we are prepared to refrain from commencing any legal proceedings against you subject to the following:

1. You forthwith pay to Monsanto the following sum: 250A x \$115/A = \$28,750.00
2. You acknowledge Monsanto has the right to take samples from all of your owned or leased land and storage bins for three years from the date of this letter.
- * 3. You agree not to disclose the specific terms and conditions of this Settlement Agreement to any third party.

Zielinski



You agree that Monsanto shall at its sole discretion have the right to disclose the facts and settlement terms associated with the Investigation and this Settlement Agreement.

Acceptance of this offer will be acknowledged by forwarding to Monsanto a certified cheque for \$28,750.00 and a duplicate signed copy of this letter by December 14, 1998.

Yours truly,

MONSANTO CANADA INC.

Keith A. MacMillan
Director, Legal Affairs

READ AND AGREED TO THIS _____ DAY OF _____, 1998.

SIGNED: _____

NAME: _____

Zielinski