

METHANEX CORP  
Form 6-K  
March 26, 2010

Table of Contents

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 6-K  
REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
FOR THE MONTH OF MARCH 2010  
METHANEX CORPORATION**

*(Registrant's name)*

**SUITE 1800, 200 BURRARD STREET, VANCOUVER, BC V6C 3M1 CANADA**

*(Address of principal executive offices)*

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82\_\_\_\_\_.

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**Table of Contents**

**IMPORTANT INFORMATION FOR SHAREHOLDERS**  
**Notice of the Annual General Meeting of Shareholders**  
**and**  
**Information Circular**  
**March 5, 2010**  
**[www.methanex.com](http://www.methanex.com)**

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**TABLE OF CONTENTS**

	page
<b><u>INVITATION TO SHAREHOLDERS</u></b>	<b>i</b>
<b><u>NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS</u></b>	<b>ii</b>
<b><u>INFORMATION CIRCULAR</u></b>	<b>1</b>
<b><u>PART I VOTING</u></b>	<b>1</b>
<b><u>PART II BUSINESS OF THE MEETING</u></b>	<b>4</b>
<b><u>RECEIVE THE FINANCIAL STATEMENTS</u></b>	4
<b><u>ELECTION OF DIRECTORS</u></b>	4
<b><u>REAPPOINTMENT AND REMUNERATION OF AUDITORS</u></b>	11
<b><u>AMENDMENT OF STOCK OPTION PLAN</u></b>	12
<b><u>SHAREHOLDER PROPOSAL REGARDING ANNUAL ADVISORY VOTE ON EXECUTIVE COMPENSATION</u></b>	14
<b><u>INTEREST OF CERTAIN PERSONS IN MATTERS TO BE ACTED UPON</u></b>	14
<b><u>INTEREST OF INFORMED PERSONS IN MATERIAL TRANSACTIONS</u></b>	14
<b><u>PART III CORPORATE GOVERNANCE</u></b>	<b>15</b>
<b><u>PART IV COMPENSATION</u></b>	<b>24</b>
<b><u>COMPENSATION OF DIRECTORS</u></b>	24
<b><u>EXECUTIVE COMPENSATION DISCUSSION AND ANALYSIS</u></b>	31
<b><u>STATEMENT OF EXECUTIVE COMPENSATION</u></b>	44
<b><u>INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS</u></b>	50
<b><u>DIRECTORS AND OFFICERS LIABILITY INSURANCE</u></b>	50
<b><u>PART V OTHER INFORMATION</u></b>	<b>51</b>
<b><u>NORMAL COURSE ISSUER BID</u></b>	51
<b><u>SECURITIES AUTHORIZED FOR ISSUANCE UNDER EQUITY COMPENSATION PLANS</u></b>	51
<b><u>SHAREHOLDER PROPOSALS</u></b>	55
<b><u>ADDITIONAL INFORMATION</u></b>	55
<b><u>APPROVAL BY DIRECTORS</u></b>	55
<b><u>SCHEDULE A</u></b>	<b>A-1</b>
<b><u>TEXT OF RESOLUTION RATIFYING AND APPROVING AMENDMENTS TO THE STOCK OPTION PLAN</u></b>	A-1
<b><u>SCHEDULE B</u></b>	<b>B-1</b>
<b><u>SHAREHOLDER PROPOSAL REGARDING ANNUAL ADVISORY VOTE ON EXECUTIVE COMPENSATION</u></b>	B-1
<b><u>SCHEDULE C</u></b>	<b>C-1</b>
<b><u>METHANEX CORPORATE GOVERNANCE PRINCIPLES</u></b>	C-1



**Table of Contents**

<b>Methanex Corporation</b>	1800 Waterfront Centre 200 Burrard Street Vancouver, British Columbia Canada V6C 3M1	Telephone: 604 661 2600 Facsimile: 604 661 2602  www.methanex.com
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March 5, 2010

**INVITATION TO SHAREHOLDERS**

On behalf of the Board of Directors of Methanex Corporation, I would like to invite you to join us at our Annual General Meeting of shareholders. The meeting will be held at the Vancouver Convention Centre – East Building in Vancouver, British Columbia on Thursday, April 29, 2010 at 10:00 a.m.

At the meeting, we will be voting on a number of important matters, including a shareholder proposal regarding an advisory vote on executive compensation. We hope you will take the time to consider the information describing these matters in the accompanying Information Circular. We encourage you to exercise your vote, either at the meeting or by completing and sending in your proxy. Use of the proxy form is explained in the Information Circular. If you are a non-registered shareholder, follow the instructions that you should receive from or on behalf of your intermediary to ensure that your shares get voted at the meeting according to your wishes.

The Board is not in favour of adopting an annual advisory vote on executive compensation for the reasons described in Schedule B to our Information Circular. However, we have recently implemented a web-based survey to enable shareholders to provide direct feedback on our approach to executive compensation and we encourage all shareholders to provide us with comments using this survey. Please see page 22 of the Information Circular for more information.

The meeting is a valuable forum for you to learn more about our 2009 performance and hear first-hand our strategy for the future. It will also provide you with an excellent opportunity to meet the Company's directors and senior management and ask them any questions you may have.

We hope that you will attend the Annual General Meeting and we look forward to seeing you there. If you are unable to attend, the meeting will also be webcast live through the investor relations section of our website: [www.methanex.com](http://www.methanex.com).

Sincerely,

Bruce Aitken  
President and Chief Executive Officer

**Table of Contents**

**METHANEX CORPORATION**  
**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

The Annual General Meeting (the Meeting ) of the shareholders of Methanex Corporation (the Company ) will be held at the following time and place:

**DATE:** Thursday, April 29, 2010

**TIME:** 10:00 a.m. (Vancouver time)

**PLACE:** Meeting Rooms 1 to 3 (Parkview Terrace)  
Vancouver Convention Centre East Building  
999 Canada Place  
Vancouver, British Columbia

The Meeting is being held for the following purposes:

1. to receive the Consolidated Financial Statements for the financial year ended December 31, 2009 and the Auditors Report on such statements;
2. to elect directors;
3. to reappoint the auditors and authorize the Board of Directors to fix the remuneration of the auditors;
4. to consider and, if thought fit, pass an ordinary resolution to ratify, confirm and approve certain amendments to the Company s Stock Option Plan, the full text of which resolution is set out in Schedule A to the Information Circular accompanying this notice;
5. to consider the shareholder proposal regarding an annual advisory vote on executive compensation as described in Schedule B to the Information Circular accompanying this notice; and
6. to transact such other business as may properly come before the Meeting.

**If you hold common shares of the Company and do not expect to attend the Meeting in person, please complete the enclosed proxy form and either fax it to (416) 368 2502 or toll free in North America 1 866 781 3111 or forward it to CIBC Mellon Trust Company using the envelope provided with these materials. Proxies must be received no later than 24 hours (excluding Saturdays, Sundays and holidays) before the time fixed for commencement of the Meeting or any adjournment thereof.**

DATED at the City of Vancouver, in the Province of British Columbia, this 5th day of March, 2010.

BY ORDER OF THE BOARD OF  
DIRECTORS

RANDY MILNER  
Senior Vice President, General Counsel and  
Corporate Secretary

**Table of Contents**

**METHANEX CORPORATION  
INFORMATION CIRCULAR**

Information contained in this Information Circular is given as at March 5, 2010 unless otherwise stated.

**PART I VOTING**

**Solicitation of proxies**

**This Information Circular is provided in connection with the solicitation of proxies by or on behalf of the management and Board of Directors (the Board ) of Methanex Corporation (the Company ) for use at the Annual General Meeting (the Meeting ) of the shareholders of the Company to be held at the time and place (including any adjournment thereof) and for the purposes described in the accompanying Notice of Annual General Meeting of Shareholders.**

It is anticipated that this Information Circular and the accompanying proxy form will be mailed on or about March 26, 2010 to holders of common shares of the Company ( Common Shares ).

**What will be voted on at the Meeting?**

Shareholders will be voting on those matters that are described in the accompanying Notice of Annual General Meeting of Shareholders. **The Notice includes all the matters to be presented at the Meeting that are presently known to management.** A simple majority (that is, greater than 50%) of the votes cast, in person or by proxy, will constitute approval of these matters, other than the election of directors and the appointment of auditors.

**Who is entitled to vote?**

Only registered holders of Common Shares ( Registered Shareholders ) on March 12, 2010 (the Record Date ) are entitled to vote at the Meeting or at any adjournment thereof. Each Registered Shareholder has one vote for each Common Share held at the close of business on the Record Date. As of March 5, 2010, there were 92,127,192 Common Shares outstanding. As of that date, to the knowledge of the directors and senior officers of the Company, no persons beneficially owned, directly or indirectly, or exercised control or direction over Common Shares carrying more than 10% of the voting rights of the Company.

**Can I vote Common Shares that I acquired after the Record Date (March 12, 2010)?**

No. Only Common Shares that are held by a shareholder on the Record Date are entitled to be voted at the Meeting.

**How do I vote?**

If you are a Registered Shareholder, there are two ways in which you can vote your shares. You can either vote by proxy or vote in person at the Meeting.

***Voting by proxy***

If you do not plan to come to the Meeting, you can have your vote counted by appointing someone who will attend the Meeting as your proxyholder. In the proxy, you can either direct your proxyholder as to how you want your shares to be voted or let your proxyholder choose for you. You can always revoke your proxy if you decide to attend the Meeting and wish to vote your shares in person (see How do I revoke a proxy? on page 3).

***Voting in person***

Registered Shareholders who will attend the Meeting and wish to vote their shares in person should not complete a proxy form. Your vote will be taken and counted at the Meeting. Please register with the transfer agent, CIBC Mellon Trust Company, when you arrive at the Meeting.



## **Table of Contents**

### **What if I am not a Registered Shareholder?**

Many shareholders are non-registered shareholders. Non-registered shareholders are those whose shares are registered in the name of an intermediary (such as a bank, trust company, securities broker, trustee or custodian). Unless you have previously informed your intermediary that you do not wish to receive material relating to the Meeting, you should receive or have already received from your intermediary either a request for voting instructions or a proxy form.

Intermediaries have their own mailing procedures and provide their own instructions. These procedures may allow you to provide your voting instructions by telephone, on the Internet, by mail or by fax. You should carefully follow the directions and instructions received from your intermediary to ensure that your Common Shares are voted at the Meeting.

If you wish to vote in person at the Meeting you should follow the procedure in the directions and instructions provided by or on behalf of your intermediary. You will not need to complete any voting or proxy form as your vote will be taken at the Meeting. Please register with the transfer agent, CIBC Mellon Trust Company, when you arrive at the Meeting.

### **What is a proxy?**

A proxy is a document that authorizes someone else to attend the Meeting and cast your votes for you. Registered Shareholders may use the enclosed proxy form, or any other valid proxy form, to appoint a proxyholder. The enclosed proxy form authorizes the proxyholder to vote and otherwise act for you at the Meeting, including any continuation after adjournment of the Meeting.

If you are a Registered Shareholder and you complete the enclosed proxy form by marking the appropriate boxes, your shares will be voted as instructed. If you do not mark any boxes, your proxyholder can vote your shares at his or her discretion. See *How will my shares be voted if I give my proxy?* below.

### **How do I appoint a proxyholder?**

Your proxyholder is the person you appoint and name on the proxy form to cast your votes for you. **You can choose anyone you want to be your proxyholder. It does not have to be another shareholder. Just fill in the person's name in the blank space provided on the enclosed proxy form or complete any other valid proxy form and deliver it to CIBC Mellon Trust Company within the time specified below for receipt of proxies.**

If you leave the space on the proxy form blank, either Pierre Choquette or Bruce Aitken, both of whom are named in the form, are appointed to act as your proxyholder. Mr. Choquette is the Chairman of the Board and Mr. Aitken is President and Chief Executive Officer of the Company.

For the proxy to be valid, it must be completed, dated and signed by the holder of Common Shares (or the holder's attorney as authorized in writing) and then delivered to the Company's transfer agent, CIBC Mellon Trust Company, in the envelope provided or by fax to (416) 368 2502 or toll free in North America 1 866 781 3111 and received no later than 24 hours (excluding Saturdays, Sundays and holidays) prior to the Meeting or any adjournment thereof.

### **How will my shares be voted if I give my proxy?**

If you have properly filled out, signed and delivered your proxy, then your proxyholder can vote your shares for you at the Meeting. If you have specified on the proxy form how you want to vote on a particular issue (by marking FOR, AGAINST or WITHHOLD), then your proxyholder must vote your shares accordingly.

**If you have not specified how to vote on a particular issue, then your proxyholder can vote your shares as they see fit. However, if you have not specified how to vote on a particular issue and Mr. Choquette or Mr. Aitken have been appointed as proxyholder, your shares will be voted in favour of all resolutions proposed by management and against the shareholder proposal regarding an annual advisory vote on executive compensation described in Schedule B. For more information on these issues, see Part II BUSINESS OF THE MEETING. The enclosed form of proxy confers discretionary authority upon the proxyholder you name with respect to amendments or variations to the matters identified in the accompanying Notice of Annual General Meeting of Shareholders and other matters that may properly come before the Meeting. If any such amendments or variations are proposed to the matters described in the Notice, or if any other matters properly come before the Meeting, your proxyholder may vote your shares as they consider best.**



**Table of Contents**

**How do I revoke a proxy?**

Only Registered Shareholders have the right to revoke a proxy. Non-registered shareholders who wish to change their voting instructions must, in sufficient time in advance of the Meeting, arrange for their intermediaries to change their vote and if necessary revoke their proxy.

If you are a Registered Shareholder and you wish to revoke your proxy after you have delivered it, you can do so at any time before it is used. You or your authorized attorney may revoke a proxy by (i) clearly stating in writing that you want to revoke your proxy and delivering this revocation by mail to Proxy Department, CIBC Mellon Trust Company, P.O. Box 721, Agincourt, ON M1S 0A1, Canada or by fax to (416) 368 2502 or toll free in North America 1 866 781 3111, or by mail to the registered office of the Company, Suite 1800, 200 Burrard Street, Vancouver, BC V6C 3M1, Canada, Attention: Corporate Secretary, or by fax to the Company to (604) 661 2602, at any time up to and including the last business day preceding the day of the Meeting or any adjournment thereof or (ii) in any other manner permitted by law. Revocations may also be hand-delivered to the Chairman of the Meeting on the day of the Meeting or any adjournment thereof. Such revocation will have effect only in respect of those matters upon which a vote has not already been cast pursuant to the authority confirmed by the proxy. If you revoke your proxy and do not replace it with another in the manner described in How do I appoint a proxyholder above, you will be able to vote your shares in person at the Meeting.

**Who pays for this solicitation of proxies?**

The cost of this solicitation of proxies is paid by the Company. It is expected that the solicitation will be primarily by mail, but proxies may also be solicited personally or by telephone or other means of communication by directors and regular employees of the Company without special compensation. In addition, the Company may retain the services of agents to solicit proxies on behalf of its management. In that event, the Company will compensate any such agents for such services, including reimbursement for reasonable out-of-pocket expenses, and will indemnify them in respect of certain liabilities that may be incurred by them in performing their services. The Company may also reimburse brokers or other persons holding Common Shares in their names, or in the names of nominees, for their reasonable expenses in sending proxies and proxy material to beneficial owners and obtaining their proxies.

**Who counts the votes?**

The Company's transfer agent, CIBC Mellon Trust Company, counts and tabulates the proxies. This is done independently of the Company to preserve confidentiality in the voting process. Proxies are referred to the Company only in cases where a shareholder clearly intends to communicate with management or when it is necessary to do so to meet legal requirements.

**How do I contact the transfer agent?**

If you have any inquiries, the Company's principal registrar and transfer agent is CIBC Mellon Trust Company, and can be contacted as follows:

Email: [inquiries@cibcmellon.com](mailto:inquiries@cibcmellon.com)  
Toll-free: 1 800 387 0825  
Telephone: (416) 643 5500  
Fax: (416) 643 5501  
Mail: CIBC Mellon Trust Company  
PO Box 7010  
Adelaide Street Postal Station  
Toronto, Ontario M5C 2W9

The Company's co-registrar and co-transfer agent in the United States is the Registrar and Transfer Company; however, all shareholder inquiries should be directed to CIBC Mellon Trust Company.

**Table of Contents**

**PART II BUSINESS OF THE MEETING  
RECEIVE THE FINANCIAL STATEMENTS**

The consolidated financial statements for the year ended December 31, 2009 will be received by shareholders of the Company at the Annual General Meeting of the Company and are included in the Annual Report, which has been mailed to Registered Shareholders as required under the *Canada Business Corporations Act* ( CBCA ) and to non-registered shareholders that have requested such financial statements with the Notice of the Annual General Meeting of Shareholders and this Information Circular.

**ELECTION OF DIRECTORS**

The directors of the Company are elected each year at the Annual General Meeting of the Company and hold office until the close of the next Annual General Meeting or until their successors are elected or appointed. The Company has a majority voting policy for election of directors that is described on page 22. The articles of the Company provide that the Company have a minimum of 3 and a maximum of 15 directors. The bylaws of the Company state that when the articles of the Company provide for a minimum and maximum number of directors, the number of directors within the range may be determined from time to time by resolution of the Board of Directors. The Board of Directors, on an annual basis, considers the size of the Board and on March 5, 2010, the directors determined that the Board of Directors shall consist of 11 directors, such size being consistent with effective decision-making.

The Corporate Governance Committee recommends to the Board nominees for election as directors. The process by which the Committee identifies new candidates for nomination to the Board of Directors is described on page 20, under the heading Nominating Committee and Nomination Process. The persons listed below are being proposed for nomination for election at the Meeting. The persons named as proxyholders in the accompanying proxy, if not expressly directed otherwise, will vote the Common Shares for which they have been appointed proxyholder in favour of electing those persons listed below as nominees for directors.

The following table sets out the names, ages and places of residence of all the persons to be nominated for election as directors, along with other relevant information, including the number and market value of Common Shares<sup>(1)</sup>, Deferred Share Units ( DSUs<sup>(2)</sup>)and Restricted Share Units ( RSUs<sup>(3)</sup>)held by each of them as at the date of this Information Circular. In the case of Mr. Aitken, the Company's President and Chief Executive Officer, the table sets out the number of Performance Share Units ( PSUs<sup>(4)</sup>)and DSUs that he holds. Information regarding Mr. Aitken's stock options<sup>(5)</sup> and other holdings can be found in the Outstanding Option-Based Awards and Share-Based Awards table on page 46. The table also sets out whether a nominee is independent or not independent. See page 17 for information on how director independence is determined. Unless otherwise stated, all Canadian dollar amounts in the table below have been converted to US dollars at a conversion rate of 1.142, being the Bank of Canada average noon rate for 2009.

**BRUCE AITKEN**

Age: 55

Vancouver, BC, Canada

Director since: July 2004

**Not Independent**

Mr. Aitken is President and Chief Executive Officer of the Company. Prior to his appointment in May 2004, Mr. Aitken was President and Chief Operating Officer of the Company from September 2003 and prior to that he was Senior Vice President, Asia Pacific of the Company (based in New Zealand). He has also held the position of Vice President, Corporate Development (based in Vancouver). He has been an employee of the Company and its predecessor methanol companies for about 19 years. Prior to joining the Company, Mr. Aitken was Executive Director of Cape Horn Methanol (now Methanex Chile) in Santiago.

Mr. Aitken has a Bachelor of Commerce degree from Auckland University and is a member of the New Zealand Institute of Chartered Accountants, ACA (Associate Chartered Accountant).

<b>Board / Committee Memberships<sup>(6)</sup></b>	<b>2009 Attendance</b>	<b>Total 2009 Attendance at Board and Committee meetings</b>	<b>100%</b>	<b>Other Current Board Memberships</b>
Member of the Board	6 of 6	6 of 6	100%	Chair, Advisory Board, Centre for CEO Leadership, Sauder School of Business, (educational institution) (since 2009)

**Share and Share Equivalents Held as of March 5, 2010:**

<b>Common Shares</b>	<b>Total DSUs and PSUs</b>	<b>Total of PSUs (50% of balance), Common Shares and DSUs</b>	<b>Total Market Value of Common Shares, DSUs and PSUs<sup>(7)</sup></b>		<b>Minimum Shareholding Requirements</b>		<b>Meets Stock Ownership Guidelines?<sup>(8)</sup></b>
			<b>US\$</b>	<b>CDN\$</b>	<b>US\$</b>	<b>CDN\$</b>	
125,153	453,304	439,370	<b>9,122,122</b>	10,417,463	<b>4,903,678</b>	5,600,000	Yes

**Table of Contents**

**HOWARD BALLOCH** Mr. Balloch is President of The Balloch Group. Based in Beijing, The Balloch Group is a private investment advisory and merchant banking firm specializing in China and other Asian markets. Prior to this, from 1996 to 2001, Mr. Balloch was the Canadian Ambassador to the People's Republic of China.

Age: 58

Beijing, China

Director since: December 2004

**Independent**

Board / Committee Memberships	2009 Attendance	Total 2009 Attendance at Board and Committee meetings		Other Current Board Memberships
		6 of 6	15 of 15	
Member of the Board	6 of 6	15 of 15	100%	Ivanhoe Mines Ltd. (since 2005)
Corporate Governance Committee	3 of 3			Ivanhoe Energy Inc. (since 2002)
Human Resources Committee	4 of 4			Tiens Biotech Group (USA) Inc. (since 2003)
Public Policy Committee (Chair)	2 of 2			

**Share and Share Equivalents Held as of March 5, 2010:**

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs <sup>(7)</sup>		Minimum Shareholding Requirements		Meets Stock Ownership Guidelines? <sup>(8)</sup>
			US\$	CDN\$	US\$	CDN\$	
4,000	18,603	22,603	469,279	535,917	175,131	200,000	Yes

**PIERRE CHOQUETTE** Mr. Choquette is a corporate director and is Chairman of the Board of the Company. Mr. Choquette was Chairman of the Board and Chief Executive Officer of the Company from September 2003 to May 2004 and President and Chief Executive Officer of the Company from October 1994 to September 2003. He was a Company employee for nine years.

Age: 67

Vancouver, BC, Canada

Director since: October 1994

**Independent** Mr. Choquette intends to resign as Chairman of the Board effective May 1, 2010, but will remain as a director of the Company assuming he is re-elected at the Meeting.

Mr. Choquette holds a Bachelor of Arts, Bachelor of Science and a Master of Science in Chemical Engineering from Laval University, Quebec City. He is also a graduate of the Advanced Management Program at the Harvard Graduate School of Business Administration.

**Total 2009 Attendance**

<b>Board / Committee Memberships<sup>(9)</sup></b>	<b>2009 Attendance</b>	<b>at Board and Committee meetings</b>		<b>Other Current Board Memberships</b>
Member of the Board	6 of 6	6 of 6	100%	Canada Pension Plan Investment Board (government agency) (since 2008)

**Share and Share Equivalents Held as of March 5, 2010:**

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of		Minimum Shareholding Requirements		Meets Stock Ownership Guidelines? <sup>(8)</sup>
			Common Shares, DSUs and RSUs <sup>(7)</sup>		US\$	CDN\$	
27,508	56,329	83,837	1,740,609	1,987,775	656,743	750,000	Yes

**Table of Contents**

**PHILLIP COOK**

Age: 63

Austin, Texas, USA

Director since: May 2006

**Independent**

Mr. Cook is a corporate director. He held the position of Senior Advisor of The Dow Chemical Company from June 2006 until his retirement in January 2007. Dow Chemical provides chemical, plastic and agricultural products and services. Prior to his Senior Advisor position, Mr. Cook was Corporate Vice President, Strategic Development and New Ventures of Dow Chemical from 2005. Mr. Cook previously held senior positions with Dow Chemical including Senior Vice President, Performance Chemicals and Thermosets from 2003, and from 2000 he held the position of Business Vice President, Epoxy Products and Intermediates.

Mr. Cook holds a Bachelor of Mechanical Engineering from the University of Texas at Austin.

<b>Board / Committee Memberships</b>	<b>2009 Attendance</b>	<b>Total 2009 Attendance at Board and Committee meetings</b>	<b>Other Current Board Memberships</b>
Member of the Board	6 of 6	19 of 19	100%
Audit, Finance and Risk Committee	8 of 8		
Public Policy Committee	2 of 2		
Responsible Care Committee (Chair)	3 of 3		
			Member, College of Engineering Foundation Advisory Board of the University of Texas at Austin (educational institution)

**Share and Share Equivalents Held as of March 5, 2010:**

<b>Common Shares</b>	<b>Total DSUs and RSUs</b>	<b>Total of Common Shares, DSUs and RSUs</b>	<b>Total Market Value of Common Shares, DSUs and RSUs<sup>(7)</sup></b>		<b>Minimum Shareholding Requirements</b>		<b>Meets Stock Ownership Guidelines<sup>(8)</sup></b>
			<b>US\$</b>	<b>CDN\$</b>	<b>US\$</b>	<b>CDN\$</b>	
12,500	11,846	24,346	<b>505,467</b>	577,244	<b>175,131</b>	200,000	Yes

**THOMAS HAMILTON**

Age: 66

Houston, Texas, USA

Director since: May 2007

**Independent**

Mr. Hamilton has been co-owner of Medora Investments, LLC, a private investment firm in Houston, Texas, since April 2003. Mr. Hamilton was Chairman, President and Chief Executive Officer of EEX Corporation, an oil and natural gas exploration and production company, from January 1997 until his retirement in November 2002. From 1992 to 1997, Mr. Hamilton served as Executive Vice President of Pennzoil Company and as President of Pennzoil Exploration and Production Company, one of the largest US-based independent oil and gas companies. Previously, Mr. Hamilton held senior positions at other oil and gas companies including BP and Standard Oil Company.

Subject to his re-election as a director of the Company at the Meeting, Mr. Hamilton will become the new Chairman of the Board of the



Company effective May 1, 2010.

Mr. Hamilton holds a Master of Science and a PhD in Geology from the University of North Dakota. He also has a Bachelor of Science in Geology from Capital University, Columbus, Ohio.

Board / Committee Memberships	2009 Attendance	Total 2009 Attendance at Board and Committee meetings	Total Market Value of		Minimum Shareholding Requirements		Meets Stock Ownership Guidelines? <sup>(8)</sup>			
			Common Shares	Total DSUs and RSUs	US\$	CDN\$				
			12,000	11,846	23,846	495,086	565,389	175,131	200,000	Yes

**Table of Contents**

**ROBERT KOSTELNIK** Mr. Kostelnik has been the President and CEO of Cinatra Clean Technologies, Inc. since 2008. Cinatra is the exclusive provider in the United States of the automated BLABO tank cleaning system to the refining, pipeline and terminal sectors of the oil and gas industry. He held the position of Vice President of Refining for CITGO Petroleum Corporation from July 2006 until his retirement in 2007. Mr. Kostelnik held a number of senior positions during his 16 years with CITGO, a company that refines and markets petrochemical products. Previously, Mr. Kostelnik held various management positions at Shell Oil Company.

Age: 58

Corpus Christi, Texas, USA

Director since:  
September 2008

**Independent**

Mr. Kostelnik holds a Bachelor of Science (Mechanical Engineering) with honours from the University of Missouri and is a Registered Professional Engineer.

Board / Committee Memberships	2009 Attendance	Total 2009 Attendance at Board and Committee meetings		Other Current Board Memberships
		6 of 6	11 of 11	
Member of the Board	6 of 6	11 of 11	100%	Association of Chemical Industry of Texas (industry association) (since 2004)
Public Policy Committee	2 of 2			Port of Corpus Christi (Texas) Authority (government agency) (since 2010)
Responsible Care Committee	3 of 3			

**Share and Share Equivalents Held as of March 5, 2010:**

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares,		Minimum Shareholding Requirements		Ownership Guidelines? <sup>(8)</sup>
			DSUs and RSUs <sup>(7)</sup>		US\$	CDN\$	
18,300	8,593	26,893	US\$ 558,348	CDN\$ 637,633	US\$ 175,131	CDN\$ 200,000	Yes

**DOUGLAS MAHAFFY** Mr. Mahaffy held the position of Chairman and Chief Executive Officer of McLean Budden Limited from October 1989 to February 2008. On February 29, 2008, Mr. Mahaffy retired as Chief Executive Officer of McLean Budden; however, he remains Chairman until March 15, 2010. Mr. Mahaffy was also President of McLean Budden from October 1989 until September 2006. McLean Budden is an investment management firm that administers over \$35 billion in assets for pension, foundation and private clients in Canada, the United States, Europe and Asia.

Age: 64

Toronto, Ontario, Canada

Director since: May 2006

**Independent**

Mr. Mahaffy holds a Bachelor of Arts and a Master of Business Administration, both from York University, Toronto.

<b>Board / Committee Memberships</b>	<b>2009 Attendance</b>	<b>Total 2009 Attendance at Board and Committee meetings</b>		<b>Other Current Board Memberships</b>
Member of the Board	6 of 6	15 of 15	100%	Chairman, McLean Budden Limited
Corporate Governance Committee	3 of 3			(private) (since 1989) Canada Pension
Human Resources Committee	4 of 4			Plan Investment Board (government
Public Policy Committee	2 of 2			agency) (since 2009) <sup>(10)</sup>

**Share and Share Equivalents Held as of March 5, 2010:**

<b>Common Shares</b>	<b>Total DSUs and RSUs</b>	<b>Total of Common Shares, DSUs and RSUs</b>	<b>Total Market Value of</b>		<b>Minimum Shareholding Requirements</b>		<b>Meets Stock Ownership Guidelines?<sup>(8)</sup></b>
			<b>Common Shares, DSUs and RSUs<sup>(7)</sup></b>	<b>US\$</b>	<b>CDN\$</b>	<b>US\$</b>	
0	27,007	27,007	<b>560,715</b>	640,336	<b>175,131</b>	200,000	Yes

**Table of Contents****A. TERENCE  
(TERRY) POOLE**

Age: 67

Calgary, Alberta, Canada

Director since:

February 1994<sup>(11)</sup>**Independent**

Mr. Poole is a corporate director. He held the position of Executive Vice President, Corporate Strategy and Development of NOVA Chemicals Corporation, a commodity chemical company, from May 2000 to June 2006. Prior to this, Mr. Poole held the position of Executive Vice President, Finance and Strategy of NOVA from 1998 to 2000 and the position of Senior Vice President and Chief Financial Officer of NOVA Corporation from 1994 to 1998.

Mr. Poole is a Chartered Accountant and holds a Bachelor of Commerce from Dalhousie University, Halifax. He is a member of the Canadian, Quebec and Ontario Institutes of Chartered Accountants and is also a member of the Financial Executives Institute.

Board / Committee Memberships	2009 Attendance	Total 2009 Attendance at Board and Committee meetings		Other Current Board Memberships
		19 of	100%	
Member of the Board	6 of 6	19 of	100%	Pengrowth Corporation (since 2005)
Audit, Finance and Risk Committee (Chair) <sup>(12)</sup>	8 of 8	19		
Corporate Governance Committee	3 of 3			
Public Policy Committee	2 of 2			

**Share and Share Equivalents Held as of March 5, 2010:**

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs <sup>(7)</sup>		Minimum Shareholding Requirements		Meets Stock Ownership Guidelines?
			US\$	CDN\$	US\$	CDN\$	(8) Yes
35,000	31,435	66,435	1,379,312	1,575,174	175,131	200,000	Yes

**JOHN REID**

Age: 62

Vancouver, British Columbia, Canada

Director since: September 2003

**Independent**

Mr. Reid is a corporate director. Mr. Reid held the position of President and Chief Executive Officer of Terasen Inc., an energy distribution and transportation company, from November 1997 to November 2005. Prior to this, he was Executive Vice President and Chief Financial Officer of Terasen for two years.

Mr. Reid has an economics degree from the University of Newcastle upon Tyne in the United Kingdom and is a Fellow of the British Columbia, England and Wales Institutes of Chartered Accountants.

**Total 2009 Attendance****2009**