

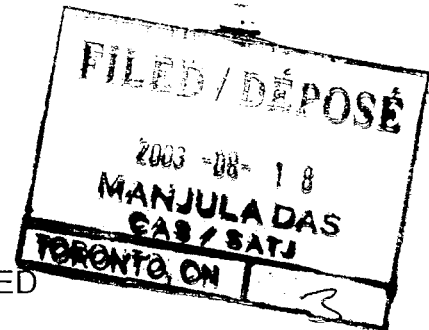
FEDERAL COURT OF CANADA
(TRIAL DIVISION)

BETWEEN:

HER MAJESTY THE QUEEN

- and -

BIOPRODUCTS INCORPORATED



ACCUSED

AMENDMENT TO AGREED STATEMENT OF FACTS

The parties propose the following amendments to the Agreed Statement of Facts (the "Agreed Statement"), filed:

Paragraph 4 of the Agreed Statement is amended to read as follows:

4. DuCoa (DuCoa Animal Health and Nutrition Division) is was one of five divisions of DCV Inc. DCV Inc. is was organized and existing under the laws of the State of Delaware and its principal place of business is Wilmington, Delaware. Prior to 1997, DuCoa operated as a limited partnership, DuCoa L.P. ("DuCoa") with ConAgra Inc. and E.I.DuPont de Nemours & Co. as the partners. DuCoa L.P. was organized and existing under the laws of the State of Illinois. DuCoa is one of the three principal North American producers of choline chloride, with its principal place

of business in Highland, Illinois. Relative to DuCoa/DCV Inc. certain assets relating to the choline animal feed, human choline nutrient, and encapsulated products businesses of DuCoa L.P. and DCV Inc. were purchased in June 2001 by Balchem Corporation of Slate Hill, New York. During the relevant period, DuCoa distributed, sold and supplied choline chloride, which it manufactured, to customers in Canada and elsewhere.

Paragraph 11 of the Agreed Statement is amended as follows:

11. ~~Beginning in or about January 1988~~ The Attorney General of Canada alleges that beginning in or about January 1988, senior representatives of Bioproducts met in Toronto, Ontario, with senior representatives of Chinook and DuCoa, to discuss the market for choline chloride and the prices then prevailing in the market. In a succession of subsequent meetings and other communications, including direct contacts in person and by telephone, the three producers entered into an agreement to allocate specific shares of the market, by which each producer would have approximately one-third of the total market. The participants also reached agreement on a price increase, and periodically, through successive meetings and contacts, adjusted the price to be charged to customers. Bioproducts Incorporated does not agree that its meetings with representatives of Chinook and DuCoa commenced as early as January 1988, but does agree that it was participating in the agreement by the end of 1988.

3. The parties agree that this document may be executed by signature conveyed by facsimile transmission or in counterparts.

Bioproducts Incorporated

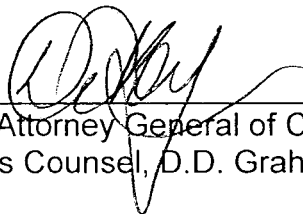
By:



This 18th day of August, 2003.

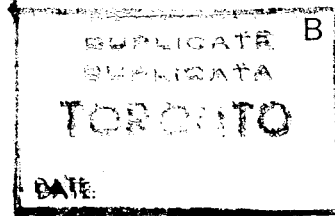
The Attorney General of Canada

by his Counsel, D.D. Graham Reynolds, Q.C.



This 18th day of August 2003.

FEDERAL COURT OF CANADA
(TRIAL DIVISION)



BETWEEN:

HER MAJESTY THE QUEEN

- and -

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BIOPRODUCTS INCORPORATED

ACCUSED

AMENDMENT TO AGREED
STATEMENT OF FACTS

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