

METHANEX CORP
Form 6-K
April 04, 2007

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 APRIL 2007

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_____.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on behalf by the undersigned, thereunto duly authorized.

METHANEX CORPORATION

Date: April 2, 2007

By: /s/ RANDY MILNER

Name: Randy Milner

Title: Senior Vice President, General
Counsel & Corporate Secretary

IMPORTANT INFORMATION FOR SHAREHOLDERS
Notice of the Annual General Meeting of Shareholders
and
Information Circular
March 5, 2007

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Methanex Corporation	1800 Waterfront Centre 200 Burrard Street Vancouver, British Columbia Canada V6C 3M1	Telephone: (604) 661-2600 Facsimile: (604) 661-2676
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March 5, 2007

Invitation to Shareholders

On behalf of the entire Board of Directors of Methanex Corporation, we would like to invite you to join us at our Annual General Meeting of shareholders. The meeting will be held at the Vancouver Convention & Exhibition Centre in Vancouver, British Columbia on Monday, May 7, 2007 at 10:30 a.m.

At the meeting, we will be voting on a number of important matters. We hope you will take the time to consider the information dealing with these matters as set out 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 accompanying Information Circular. If you are a non-registered shareholder, you may similarly exercise your vote either at the meeting or by providing a proxy or voting instructions by following the instructions set out in the accompanying Information Circular or that you should otherwise receive as part of the accompanying materials to ensure that your shares get voted at the meeting in accordance with your wishes.

The meeting will provide you with a forum to learn more about our 2006 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 your questions.

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 our website: www.methanex.com.

Sincerely,

Bruce Aitken

President and Chief Executive Officer

METHANEX CORPORATION
NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

DATE: Monday, May 7, 2007

TIME: 10:30 a.m. (Vancouver time)

PLACE: Meeting Rooms 1, 2 & 3
Vancouver Convention & Exhibition Centre
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, 2006 and the Auditors Report on such statements;
2. To elect directors;
3. To re-appoint auditors;
4. To authorize the Board of Directors to fix the remuneration of the auditors;
5. To consider and, if thought fit, pass an ordinary resolution to ratify and approve certain amendments to the Company s Incentive Stock Option Plan (the Plan), the full text of which resolution is set out in Schedule A to the Information Circular accompanying this notice, to, among other things, reflect that options may no longer be granted to non-employee directors, to provide specific provisions governing amendments to the Plan specifying when shareholder approval of amendments is required and to provide for revised expiry dates for options where the exercise period would otherwise expire during a blackout period or within 10 business days thereafter to a further 10 business days after the blackout period end; and
6. To transact such other business as may properly come before the Meeting.

If you are a holder of 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, 2007.

BY ORDER OF THE BOARD OF DIRECTORS

RANDY MILNER
Senior Vice President, General Counsel and
Corporate Secretary

**METHANEX CORPORATION
INFORMATION CIRCULAR**

Information contained in this Information Circular is given as at March 5, 2007 unless otherwise stated. Except where otherwise noted, all dollar amounts are stated in Canadian dollars.

PART I VOTING

Solicitation of Proxies

This Information Circular is furnished 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 shareholders of the Company to be held at the time and place (including any adjournment thereof) and for the purposes set forth 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 April 2, 2007 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 which 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, 2007 (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 March 12, 2007. As of March 5, 2007, there were 104,843,367 Common Shares outstanding. As of that date, to the knowledge of the directors and senior officers of the Company, the only person who beneficially owned, directly or indirectly, or exercised control or direction over Common Shares carrying more than 10% of the voting rights of the Company was Capital Group International, Inc., which, based on information filed by them, beneficially owned and exercised control or direction over 15,744,240 Common Shares, representing approximately 15% of the voting rights attached to the Company's voting securities.

Can I vote Common Shares which I acquired after March 12, 2007?

No. The *Canada Business Corporations Act* (CBCA) states that only a shareholder whose name is on the list of shareholders as at the Record Date is entitled to vote at the Meeting.

How to vote

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

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 at the Meeting as your proxyholder. In the proxy, you can either direct your proxyholder 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 *Revoking 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, upon your arrival at the Meeting.

What if I am not a Registered Shareholder?

Many shareholders are in fact 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 the Company a request for voting instruction form or from your intermediary either a request for voting instructions or a proxy form. In either case you have the right to exercise voting rights attached to the Common Shares beneficially owned by you, including the right to attend and vote the shares directly at the Meeting.

The documents that you receive and who you receive them from will vary depending upon whether you are a non-objecting beneficial owner, or NOBO, which means you have provided instructions to your intermediary that you do not object to the intermediary disclosing beneficial ownership information about you to the Company for certain purposes, or an objecting beneficial owner, or OBO, which means that you have provided instructions to your intermediary that you object to the intermediary disclosing such beneficial ownership information.

If you are a NOBO, included with these materials is a request for voting instructions and proxy from the Company or its agent.

These securityholder materials are being sent to both registered and non-registered owners of the securities. If you are a non-registered owner, and the Company or its agent has sent these materials directly to you, your name and address and information about your holdings of securities have been obtained in accordance with applicable securities regulatory requirements from the intermediary holding Common Shares on your behalf. By choosing to send these materials to you directly, the Company has assumed responsibility for (i) delivering these materials to you, and (ii) executing your proper voting instructions. Please return your proxy as specified in the request for voting instructions and proxy.

If you are a NOBO, you can either vote in person at the Meeting or you can vote by proxy. If you do not intend to attend the Meeting but you wish your shares to be voted, please complete and return the proxy which you should have received. **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 within the time hereinafter specified 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. If Messrs. Choquette and Aitken are appointed as your proxyholder, please **provide your specific voting instructions.** Otherwise your shares will not be voted.

If you are an OBO, 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 providing voting instructions by telephone, on the Internet, by mail or by fax. 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 and insert your name in the space provided on the request for voting instructions or proxy form or request a form of legal proxy which will grant you the right to attend the Meeting and vote in person.

Whether you are a NOBO or an OBO, if you wish to attend the Meeting and vote in person, do not otherwise complete any voting form you may receive. Please register with the transfer agent, CIBC Mellon Trust Company, upon your arrival at the Meeting.

What is a Proxy?

A proxy is a document that authorizes someone else to attend the Meeting and cast the votes for you. Registered Shareholders are being sent a form of proxy for the Meeting permitting them to appoint a person to attend and act as proxyholder at the Meeting. In addition, as described above, NOBOs are being sent a form of request for voting instructions and proxy permitting them to appoint a person to attend and act as proxyholder at the Meeting. In either case, Registered Shareholders or NOBOs, as applicable, may use such forms, or any other valid proxy form, to appoint a proxyholder. The enclosed form of proxy authorizes the proxyholder to vote and otherwise act for you at the Meeting including any continuation after adjournment of the Meeting.

If you complete the enclosed form of proxy by marking the appropriate boxes on the proxy form, your shares will be voted as instructed. If you do not mark any boxes, except as described above in the case of NOBOs, your proxyholder can vote your shares in their discretion.

Appointing 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 hereinafter specified 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 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 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, except as described above in the case of NOBOs, then your proxyholder can vote your shares as they see fit. However, if you are a Registered Shareholder and 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 the particular issue. 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 which 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 except as described above in the case of NOBOs, your proxyholder may vote your shares as they consider best.

Revoking a Proxy

If you want 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 to the registered office of the Company, Suite 1800, 200 Burrard Street, Vancouver, BC V6C 3M1, Attention: Corporate Secretary, 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 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 provided in **Appointing a Proxyholder** above, you will be able to vote your shares in person at the Meeting.

Only Registered Shareholders and NOBOs have the right to revoke a proxy. OBOs 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.

Costs of this Solicitation of Proxies

The cost of this solicitation of proxies is borne by the Company. It is expected that the solicitation will be primarily by mail, but proxies or votes or voting instructions 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 or votes or voting instructions on behalf of management of the Company. 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 which 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 or votes or voting instructions.

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 the requirements of applicable law.

How do I contact the transfer agent?

If you have any inquiries, the transfer agent, CIBC Mellon Trust Company, can be contacted as follows:

Email:	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

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

The consolidated financial statements for the year ended December 31, 2006 are included in the Annual Report, which has been mailed to Registered Shareholders as required under the 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 articles of the Company provide that the Company have a minimum of 3 and a maximum of 15 directors. The by-laws of the Company provide 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 2, 2007 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 of directors. The process by which the Committee identifies new candidates for nomination to the Board of Directors is described on page 21, under Nomination of Directors. The persons listed below are being proposed for nomination for election at the Meeting. The persons named in the accompanying proxy, if not expressly directed otherwise in such proxy, will vote the Common Shares in respect of which they have been appointed proxyholder in favour of the election of those persons listed below as nominees as directors.

The following table sets out the names, ages and places of residence of all the persons to be nominated for election as directors and other relevant information including the number of Common Shares⁽¹⁾, Deferred Share Units⁽²⁾ and Restricted Share Units⁽³⁾ held by each of them as at the date of this Information Circular and their market value. In the case of Mr. Aitken, the table also sets out the number of Performance Share Units⁽⁴⁾ and Stock Options⁽⁵⁾ he holds. The table also sets out whether a nominee is independent or not independent. See page 18 for information on how director independence is determined.

BRUCE AITKEN

Age: 52

Vancouver, BC, Canada

Director Since: July 2004

Not Independent

Mr. Bruce Aitken is currently 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 (based in New Zealand) from September 1999. He has also held the position of Vice President, Corporate Development (located in Vancouver). He has been an employee of the Company and its predecessor methanol companies for sixteen years.

Prior to joining the Company, Mr. Aitken was Executive Director of Cape Horn Methanol (now Methanex Chile) in Santiago. He also held a number of managerial positions with Fletcher Challenge Limited in New Zealand.

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

Committee Memberships

None⁽⁶⁾

Other Current Board Memberships

None

Shares and Share Equivalents Held:

Common Shares	Total DSUs, RSUs and PSUs	Total of Common Shares, DSUs, RSUs and PSUs	Total Market Value of Common Shares and DSUs, RSUs and PSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
63,264	381,709	444,973	\$ 13,874,258	Yes

Stock Options Held:

Date Granted	Expiry Date	Number Granted	Exercise Price	Total Unexercised	Total Market Value of in-the-money Unexercised Options⁽⁹⁾
March 4, 2005	March 3, 2012	150,000	US \$17.85	100,000	\$ 772,000
March 3, 2006	March 2, 2013	342,000	US \$20.76	342,000	\$1,463,760
March 2, 2007	March 1, 2014	207,000	US \$24.96	207,000	\$ 0

HOWARD BALLOCH

Age: 55

Beijing, China

Director Since:
December 2004

Independent

Mr. Howard Balloch is currently 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.

Mr. Balloch holds a Bachelor of Arts (Honours) in Political Science and Economics and a Masters in International Relations, both from McGill University, Montreal.

Committee Memberships

Corporate Governance Committee
Human Resources Committee
Public Policy Committee (Chair)

Other Current Board Memberships

Ivanhoe Mines Ltd
Tiens Bio-Tec USA Ltd
Ivanhoe Energy Inc.

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
4,000	11,269	15,269	\$476,087	Yes

PIERRE CHOQUETTE

Age: 64

Vancouver, BC, Canada

Director Since:
October 1994

Not Independent⁽¹⁰⁾

Mr. Pierre Choquette is a corporate director and is currently 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 9 years.

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

Committee Memberships

None⁽¹¹⁾

Other Current Board Memberships

None

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
32,000	14,836	46,836	\$1,460,346	Yes

PHILLIP COOK

Age: 60

Austin, Texas, USA

Director Since: May 2006

Independent

Mr. Phillip Cook is a corporate director. He held the position of Senior Advisor of The Dow Chemical Company (Dow Chemical) 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 of Senior Vice President, Performance Chemicals and Thermosets from 2003 and prior to that Business Vice President, Epoxy Products and Intermediates from 2000.

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

Committee Memberships

Audit, Finance and Risk Committee
Public Policy Committee
Responsible Care Committee

Other Current Board Memberships

Member, College of Engineering Foundation
Advisory Board of the University of Texas

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
100	3,000	3,100	\$96,658	No

THOMAS HAMILTON

Age: 63

Houston, Texas, USA

Not currently a director
of the Company

Independent

Mr. Thomas Hamilton has been Co-Owner of Medora Investments, 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.

Mr. Hamilton holds a Masters 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.

Committee Memberships

None

Other Current Board Memberships

FMC Technologies, Inc.
TODCO

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs	Meets Stock Ownership Guidelines?
0			Not applicable	

DOUGLAS MAHAFFY

Age: 61

Toronto, Ontario, Canada

Director Since: May 2006

Independent

Mr. Douglas Mahaffy has held the position of Chairman and Chief Executive Officer of McLean Budden Limited (McLean Budden) since October 1989. He was also President of McLean Budden from October 1989 until September 2006. McLean Budden is a money manager looking after more than \$40 billion in assets for pension, foundation and private clients in Canada, the United States, Europe and Asia.

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

Committee Memberships

Corporate Governance Committee
Human Resources Committee

Other Current Board Memberships

McLean Budden (Chairman)

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
0	3,000	3,000	\$93,540	No

**A. TERENCE
(TERRY) POOLE**

Age: 64

Calgary, Alberta, Canada

Director Since:
February 1994⁽¹²⁾

Independent

Mr. Terry Poole is a corporate director. He held the position of Executive Vice President, Corporate Strategy and Development of NOVA Chemicals Corporation (NOVA), 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.

Committee Memberships

Audit, Finance and Risk Committee (Chair) ⁽¹³⁾
Public Policy Committee

Other Current Board Memberships

Pengrowth Corporation
Synenco Energy Inc.

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
30,000	17,669	47,669	\$1,486,319	Yes

JOHN REID

Age: 59

Vancouver, BC, Canada

Director Since:
September 2003

Independent

Mr. John 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 that position he was Executive Vice President and Chief Financial Officer of Terasen Inc. 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.

Committee Memberships

Audit, Finance and Risk Committee
Corporate Governance Committee (Chair)

Other Current Board Memberships

Finning International Inc.

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
10,000	26,488	36,488	\$1,137,696	Yes

JANICE RENNIE

Age: 49

Edmonton, Alberta,
Canada

Director Since: May 2006

Independent

Ms. Janice Rennie is a corporate director. From 2004 to 2005 Ms. Rennie was Senior Vice President, Human Resources and Organizational Effectiveness for EPCOR Utilities Inc. EPCOR Utilities Inc. builds, owns and operates power plants, electrical transmission and distribution networks, water and wastewater treatment facilities and infrastructure in Canada and the United States. Prior to 2004, Ms. Rennie was Principal of Rennie & Associates which provided investment and related advice to small and mid-sized companies.

Ms. Rennie holds a Bachelor of Commerce from the University of Alberta and is a Fellow of the Institute of Chartered Accountants of Alberta.

Committee Memberships

Audit, Finance and Risk Committee
Human Resources Committee

Other Current Board Memberships

Canadian Hotel Income Properties Real Estate
Investment Trust
Matrikon Inc.
NOVA Chemicals Corporation
West Fraser Timber Co. Ltd.

Shares and Share Equivalents Held:

Common Shares	Total DSUs and RSUs	Total of Common Shares, DSUs and RSUs	Total Market Value of Common Shares, DSUs and RSUs⁽⁷⁾	Meets Stock Ownership Guidelines?⁽⁸⁾
2,000	3,000	5,000	\$ 155,900	No

MONICA SLOAN

Age: 52

Calgary, Alberta, Canada

Director Since:
September 2003

Independent