

Financial Statements of

NOVA SCOTIA BUSINESS INC.

Year ended March 31, 2009



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AUDITORS' REPORT

To the Directors of Nova Scotia Business Inc.

We have audited the balance sheet of Nova Scotia Business Inc. as at March 31, 2009 and the statements of revenue, expenditures and retained earnings, comprehensive income, changes in shareholder's equity, and cash flows for the year then ended. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Corporation as at March 31, 2009 and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

Chartered Accountants

Halifax, Canada

May 22, 2009

NOVA SCOTIA BUSINESS INC.

Financial Statements

Year ended March 31, 2009

Financial Statements

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NOVA SCOTIA BUSINESS INC.

Balance Sheet

(in thousands of dollars)

March 31, 2009, with comparative figures for 2008

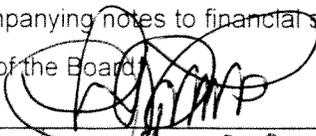
	2009	2008
Assets		
Current assets:		
Cash	\$ 11,440	\$ 21,804
Accrued interest receivable	2,452	1,676
Due from the Province of Nova Scotia	11,385	11,100
Current portion of loans receivable (note 4)	5,816	5,607
Other receivables	766	688
	<u>31,859</u>	<u>40,875</u>
Nova Scotia Business Fund assets:		
Loans receivable (note 4 and 8)	83,496	89,847
Equity investments (note 5 and 8)	17,962	16,206
Industrial parks and malls (note 6)	2,604	2,579
	<u>104,062</u>	<u>108,632</u>
	<u>\$ 135,921</u>	<u>\$ 149,507</u>

Liabilities and Shareholder's Equity

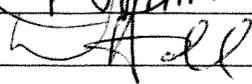
Current liabilities:		
Accounts payable and accrued liabilities	\$ 14,646	\$ 16,182
Provision for payment of guarantees (note 8)	2,934	2,894
Dividend payable	-	1,190
Principal due within one year to the Province of Nova Scotia (note 9)	12,545	8,109
	<u>30,125</u>	<u>28,375</u>
Long-term debt:		
Due to the Province of Nova Scotia (note 9)	82,594	93,530
Shareholder's equity:		
Retained earnings	24,678	26,766
Accumulated other comprehensive income (loss)	(1,476)	836
	<u>23,202</u>	<u>27,602</u>
Commitments (note 11)		
Contingencies (note 12)		
	<u>\$ 135,921</u>	<u>\$ 149,507</u>

See accompanying notes to financial statements.

On behalf of the Board



Director



Director

NOVA SCOTIA BUSINESS INC.

Statement of Revenue, Expenditures and Retained Earnings
(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Revenue:		
Provincial grants:		
Operating grant	\$ 11,405	\$ 9,881
Strategic investment grant	10,557	14,491
Loan valuation allowance	1,600	1,600
Gateway initiative grant	172	-
Interest on loans receivable	7,008	8,488
Other investment income	205	434
Gain on sale of property	35	790
Miscellaneous	1,910	2,047
	<u>32,892</u>	<u>37,731</u>
Expenses:		
Operating expenses (Schedule)	12,195	10,927
Strategic investments	10,557	14,491
Allowance for credit losses and provision for payment of guarantees	5,899	2,909
Nova Scotia Business Fund expenses (Schedule)	6,157	7,848
Gateway initiative expenses	172	-
	<u>34,980</u>	<u>36,175</u>
Excess of revenue over expenditures	(2,088)	1,556
Retained earnings, beginning of year	26,766	26,400
Less: Dividend to shareholder	-	(1,190)
Retained earnings, end of year	<u>\$ 24,678</u>	<u>\$ 26,766</u>

See accompanying notes to financial statements.

NOVA SCOTIA BUSINESS INC.

Statement of Comprehensive Income
(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Net income	\$ (2,088)	\$ 1,556
Other comprehensive income (loss):		
Change in unrealized gains on available-for-sale securities	(2,312)	91
	(2,312)	91
	\$ (4,400)	\$ 1,647

Statement of Changes in Shareholder's Equity
(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Share capital:		
Authorized:		
100 Class A common shares with a par value of \$1 each		
Issued and outstanding to the Province of Nova Scotia:		
100 common shares	\$ -	\$ -
Retained earnings	24,678	26,766
Accumulated other comprehensive income (loss):		
Balance beginning of year	836	745
Other comprehensive income (loss) for the year	(2,312)	91
Balance at end of year	(1,476)	836
Total Shareholder's Equity	\$ 23,202	\$ 27,602

See accompanying notes to financial statements.

NOVA SCOTIA BUSINESS INC.

Statement of Cash Flows

(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Cash provided by (used in):		
Operations:		
Excess of revenue over expenditures	\$ (2,088)	\$ 1,556
Items not involving cash:		
Amortization	120	168
Allowance for credit losses and provision for payment of guarantees	5,899	2,909
Capitalized interest on loans receivable	37	(150)
Gain on sale of property	(35)	(790)
Loan valuation allowance - due from the Province of Nova Scotia	(1,600)	(1,600)
Change in non-cash operating working capital:		
Increase in accrued interest receivable	(776)	(607)
Increase in due from the Province of Nova Scotia	(285)	(4,134)
Increase in other receivables	(78)	(55)
Increase (decrease) in accounts payable and accrued liabilities	(1,536)	2,449
	(342)	(254)
Financing:		
Dividends paid to shareholder	(1,190)	-
New borrowings from the Province of Nova Scotia	5,047	2,009
Principal repayments to the Province of Nova Scotia	(10,000)	(7,631)
	(6,143)	(5,622)
Investments:		
Loan advances	(5,112)	(2,564)
Principal received on loans	7,085	7,353
Redemption of shares	-	75
Equity investments	(5,742)	(2,500)
Proceeds from disposal of Industrial Parks	37	1,437
Capital additions	(147)	-
	(3,879)	3,801
Decrease in cash	(10,364)	(2,075)
Cash, beginning of year	21,804	23,879
Cash, end of year	\$ 11,440	\$ 21,804

See accompanying notes to financial statements.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

Nova Scotia Business Inc. (the "Corporation") is a corporation, wholly-owned by the Province of Nova Scotia with an independent Board of Directors. The Corporation was established pursuant to the Nova Scotia Business Incorporated Act, Chapter 30 of the Acts of Nova Scotia, 2000. The Corporation's mission is to deliver client-focused business solutions that result in sustainable, value-added economic growth for Nova Scotia. The Corporation is not subject to provincial or federal taxes.

1. Summary of significant accounting policies:

(a) Loans receivable:

Loans receivable are recorded at amortized cost less a general allowance for credit losses equal to 5% of cost. A specific allowance is recorded if management considers it necessary to reduce the loan to its estimated recoverable amount.

(b) Equity investments:

Equity investments in publicly-traded companies are recorded at fair market value. Equity investments with limited market information available are initially recorded at cost less a general allowance for credit losses equal to 10% of cost. This allowance is immediately recorded to reflect the increased risk associated with equity investments. The investments are reviewed twice yearly for potential declines in value. If a decline is considered to be other than temporary, a specific allowance is recorded.

(c) Industrial parks and malls:

The industrial parks and malls consist of properties held for sale and improved properties consisting of land and land improvements, buildings, wharves, and utilities. Land is recorded at the lower of cost and estimated net realizable value. The remaining assets are recorded at cost and amortized on a declining balance basis over their estimated useful lives as follows:

Asset	Basis	Rate
Land improvements	Declining balance	5%
Industrial malls and other buildings	Declining balance	5%
Wharves	Declining balance	5%
Utilities	Declining balance	4 - 15%

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

1. Summary of significant accounting policies (continued):

The Department of Transportation and Infrastructure Renewal has operational responsibility for the industrial parks and malls. Certain revenues and expenses associated with the operation of the industrial parks and malls are accounted for by the Department of Transportation and Infrastructure Renewal and are not reflected in these financial statements.

(d) Other assets:

Other assets consist of property acquired through foreclosure. Other assets are recorded at cost less a general allowance for credit losses equal to 5% of cost. A specific allowance is recorded if management considers it necessary to reduce the asset to its estimated recoverable amount.

(e) Due to the Province of Nova Scotia:

Amounts due to the Province of Nova Scotia are recorded at amortized cost.

(f) Other comprehensive income (loss):

Comprehensive income is composed of the Corporation's net income and other comprehensive income. Other comprehensive income includes unrealized gains and losses on available-for-sale investments. All of the Corporation's publicly traded equity investments have been recorded as available for sale and this has resulted in a decrease of \$2,312 to opening accumulated other comprehensive income.

(g) Revenue recognition:

Interest revenue on loans receivable is recognized on an accrual basis unless the ultimate collectibility of the loan is in doubt. When a loan is classified as impaired, interest revenue is no longer recognized, and any interest income that is accrued is reversed. A loan is considered impaired when there is risk of loss to the Corporation of the full and timely collection of principal and interest; generally, when it is more than three months in arrears. In the event a loan is no longer considered to be impaired, interest revenue is recognized in the year of recovery.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

1. Summary of significant accounting policies (continued):

(h) Allowance for credit losses and provision for payment of guarantees:

As financing is advanced, the Corporation immediately records a general allowance equal to 5-10% of the amount disbursed. The Corporation provides for possible credit losses on an item-by-item basis by examining such factors as the client's financial condition and the fair value of the underlying security.

The provision for credit losses is partially offset by a loan valuation allowance from the Province of Nova Scotia.

(i) Employee future benefits:

Upon retirement, employees are eligible for a public service award equal to one week's salary per year of service to a maximum of twenty-six years. Management recognizes compensation expense on an accrual basis. The public service award liability for the period prior to NSBI's inception is recorded on the financial statements of the Province of Nova Scotia.

(j) Use of estimates:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

2. Change in accounting policy:

Effective April 1, 2008, the Corporation adopted the Canadian Institute of Chartered Accountants' Handbook Section 3862 - Financial Instruments - Disclosures, and Section 3863 - Financial Instruments - Presentation, on financial instruments and Section 1535 - Capital Disclosures

Section 3862, Financial Instruments - Disclosures, describes the required disclosures related to the significance of financial instruments on the Corporation's financial position and performance and the nature and extent of risks arising for financial instruments to which the entity is exposed and how the entity manages those risks.

Section 3863, Financial Instruments - Presentation, establishes standards for presentation of financial instruments and non-financial derivatives.

As required by the transitional provisions, these new standards have been applied without restatement of prior period amounts. The information related to these sections is contained in note 14.

Section 1535 - Capital Disclosures, establishes standards for disclosing information about an entity's capital and how it is managed. The Corporation has complied with the new disclosure requirements beginning April 1, 2008 and the new disclosure requirements are presented in note 14.

3. Fair value of financial instruments:

The carrying value of accrued interest receivable, due from the Province of Nova Scotia, other receivables, and accounts payable and accrued liabilities approximate their fair value because of their short term-to-maturity.

The fair value and book value, excluding any reserves, of loans receivable as at March 31, 2009 are \$108,249 and \$120,254 (2008 - \$119,624 and \$126,807) respectively. Certain notes receivable in the amount of \$3,170 (2008 - \$2,326) have no set terms of repayment and are carried on the financial statements at cost.

Equity investments in publicly-traded companies in the amount of \$1,575 (2008 - \$3,888) are recorded at fair market value, which represents the last bid price for the stock on the stock exchange. Equity investments in privately held companies in the amount of \$16,387 (2008 - \$12,318) are carried at cost less allowances in the financial statements. Due to the limited amount of comparable market information available, it was not practical to determine the fair value of these assets.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

3. Fair value of financial instruments (continued):

There are loan guarantees and other assets that represent investments and guarantees in privately held companies, as well as property acquired through foreclosure. Due to the limited amount of comparable market information available, it was not practical to determine the fair value of these assets. These assets are carried on the financial statements at cost.

The amount due to the Province of Nova Scotia is comprised of a series of separate notes. The fair value and book value of the amounts due to the Province of Nova Scotia with scheduled repayment terms as at March 31, 2009 are \$67,076 and \$56,204 (2008 - \$71,394 and \$63,191), respectively. Notes payable in the amount of \$38,935 (2008 - \$38,448) have no set terms of repayment and are carried on the financial statements at cost. The principal on this note is repaid to the Province as it is collected on the loans receivable financed by this note. Due to the volume of accounts financed by this note and the uncertainty with respect to timing of future cash flows, it is not practical to determine the fair value of this amount due to the Province of Nova Scotia.

The fair values of the loans receivable and the amount due to the Province of Nova Scotia are determined using Canadian bond market conventions.

The yield to maturity curve by month for the Corporation was estimated using the following assumptions:

- a) The risk-free interest rate for each specified maturity term equal to the relevant benchmark Canada yield by term (Canada yield).
- b) The Province of Nova Scotia credit spread relative to the Canada yield for each specified maturity term to reflect the Nova Scotia cost of funds as provided by CIBC World Markets.
- c) The Corporation's credit spread relative to the Province of Nova Scotia credit spread for each specified maturity term based on a Memorandum of Understanding between the Nova Scotia Department of Finance and the Corporation respecting the borrowings of the Corporation.

The Corporation's yield to maturity on an annual basis for specified maturity terms is determined as the sum of the Canada yield, the Nova Scotia credit spread and the Corporation's credit spread. These inputs were used to determine the Corporation's yield to maturity curve by month.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

4. Loans receivable:

	2009	2008
(a) Principal due:		
Performing loans	\$ 106,903	\$ 115,446
Impaired loans	16,521	13,687
	123,424	129,133
Allowance for credit losses (note 8)	34,112	33,679
	89,312	95,454
Less current portion	5,816	5,607
	\$ 83,496	\$ 89,847

Included in the above loans receivable are loans with concessionary terms which have principal amounts outstanding of \$61 (2008 - \$194) and concessionary allowance of \$6 (2008 - \$23). The concessionary terms consist of interest-free financing.

The concessionary allowance is calculated as the difference between the financing advanced and the net present value of the anticipated future repayments at an interest rate similar to the usual established terms of the Corporation.

(b) Principal payments receivable in each of the next five years are as follows:

2010	\$	5,816
2011		5,939
2012		5,638
2013		5,670
2014		5,739

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

5. Equity investments:

	2009		2008	
Common shares	\$	7,212	\$	9,525
Preferred shares		14,042		9,395
Convertible debentures		10,722		9,625
		31,976		28,545
Allowance for credit losses (note 8)		14,014		12,339
	\$	17,962	\$	16,206

6. Industrial parks and malls:

	2009		2008	
	Cost	Accumulated amortization	Net book value	Net book value
Land	\$ 223	\$ -	\$ 223	\$ 223
Land improvements	1,167	462	705	742
Industrial malls and other buildings	2,345	1,460	885	932
Wharves	1,512	1,125	387	408
Utilities	469	65	404	274
	\$ 5,716	\$ 3,112	\$ 2,604	\$ 2,579

7. Other assets:

	2009		2008	
Property acquired through foreclosure, at cost	\$	822	\$	822
Less allowance for credit losses (note 8)		822		822
	\$	-	\$	-

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

8. Allowance for credit losses and provision for payment of guarantees:

					2009
	Gross balance outstanding	Specific allowance	General allowance	Total allowance	Net balance outstanding
Loans receivable (note 4)	\$ 123,424	\$ 29,670	\$ 4,442	\$ 34,112	\$ 89,312
Equity investments (note 5)	31,976	12,193	1,821	14,014	17,962
Guarantees (note 12)	3,534	2,934	-	2,934	600
Other assets (note 7)	822	822	-	822	-
	<u>\$ 159,756</u>	<u>\$ 45,619</u>	<u>\$ 6,263</u>	<u>\$ 51,882</u>	<u>\$ 107,874</u>
					2008
	Gross balance outstanding	Specific allowance	General allowance	Total allowance	Net balance outstanding
Loans receivable (note 4)	\$ 129,133	\$ 29,112	\$ 4,567	\$ 33,679	\$ 95,454
Equity investments (note 5)	28,545	11,068	1,271	12,339	16,206
Guarantees (note 12)	5,008	2,879	15	2,894	2,114
Other assets (note 7)	822	822	-	822	-
	<u>\$ 163,508</u>	<u>\$ 43,881</u>	<u>\$ 5,853</u>	<u>\$ 49,734</u>	<u>\$ 113,774</u>

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

9. Due to Province of Nova Scotia:

(a) Notes payable to the Province of Nova Scotia are comprised of the following:

			2009	2008
	Fiscal year of maturity	Weighted average interest rate	Principal outstanding	Principal outstanding
Note payable 2002-01	-	-	\$ 33,889	\$ 38,448
Note payable 2002-02	2022	5.31% - 6.75%	34,340	36,576
Note payable 2003-01	2009	4.85%	29	2,245
Note payable 2003-03	2012	5.02%	119	182
Note payable 2003-04	2014	5.35%	586	742
Note payable 2003-05	2011	5.44%	424	751
Note payable 2004-01	2017	4.64%	1,801	2,566
Note payable 2004-02	2015	3.41% - 4.55%	4,092	4,859
Note payable 2005-01	2011	4.23%	1,213	1,463
Note payable 2005-02	2014	3.82%	491	749
Note payable 2006-01	2027	5.09%	1,561	1,561
Note payable 2006-02	2027	4.98%	1,984	1,984
Note payable 2006-03	2027	4.86%	3,218	3,218
Note payable 2006-04	2027	4.94%	2,222	2,222
Note payable 2007-01	2027	5.11%	1,001	989
Note payable 2007-02	2027	4.89%	1,014	1,002
Note payable 2007-03	2027	4.97%	432	427
Note payable 2007-04	2027	5.01%	83	82
Note payable 2007-05	2027	5.38%	1,444	1,425
Note payable 2007-06	2027	5.58%	150	148
Note payable 2008-01	-	-	1,000	-
Note payable 2008-02	-	-	4,046	-
			95,139	101,639
Less principal due within one year			12,545	8,109
			\$ 82,594	\$ 93,530

The principal for note 2002-01 is repayable to the Province when the principal is collected from the loans that are funded by this note. In addition, 80% of the interest received or capitalized on the underlying loans is repayable to the Province.

The principal for notes 2008-01 and 2008-02 do not have set terms of repayment as at March 31, 2009.

The remaining notes are repayable in quarterly instalments of principal and interest based on the maturity dates and rates set out above.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

9. Due to Province of Nova Scotia (continued):

(b) Principal payments due in each of the next five years are as follows:

2010	\$	12,545
2011		8,217
2012		6,672
2013		6,669
2014		6,590

10. Share capital:

The Corporation is authorized to issue 100 Class A common shares with a par value of \$1 each. At year-end, 100 common shares have been issued to the Province of Nova Scotia.

11. Commitments:

- (a) The Corporation has approved financing of \$6,059 (2008 - \$11,300) that is undisbursed at year-end.
- (b) The Corporation administers strategic investments on behalf of the Province of Nova Scotia that permit approved businesses to receive a percentage of payroll taxes paid as a rebate. Expenses incurred by the Corporation are match-funded by the Province of Nova Scotia in the form of a Strategic Investment Grant. As at March 31, 2009, transactions were approved with maximum annual payments over the next six years of \$130.1 million (2008 - \$131.9 million) as shown below.

2010	\$	27,992
2011		31,509
2012		31,651
2013		22,406
2014		15,388
2015		1,200

	\$	130,146
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NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements

(in thousands of dollars)

Year ended March 31, 2009

12. Contingencies:

(a) Guarantees:

	Authorized	2009 Utilized	2008 Utilized
Bank loans	\$ 3,534	\$ 3,534	\$ 5,008
Less provision for payment		2,934	2,894
		\$ 600	\$ 2,114

Included in the above guarantees are: (a) a term loan in the amount of \$3,134 (2008 - \$4,458) that has been demanded but not yet settled (2008 - expiring between fiscal 2009 and 2011); and (b) a guarantee of a line of credit in the amount of \$400 expiring in 2010.

The guarantees are secured by various assets and proceeds from liquidation are expected to offset any possible payments under the guarantees.

(b) Litigation:

The Corporation is a co-defender with the Province of Nova Scotia and Industrial Estates Limited in a dispute regarding environmental contamination on land previously owned by Industrial Estates Limited. It is assumed that any losses incurred related to this claim will be fully funded by the Province of Nova Scotia.

In addition, there are other outstanding claims against the Corporation for events that have arisen in the normal course of carrying on the operations of the Corporation. It is not possible at this time to determine the amount that may be assessed, or the impact to the Corporation's financial statements, with respect to these claims.

The Corporation's counsel is unable to form an opinion in regard to the likelihood of loss arising from the above litigation; consequently, no provision for any possible loss has been recorded in these financial statements.

- (c) NSBI completed a transfer agreement with the Municipality of the County of Colchester in fiscal 2008, which included a water system. The system has undergone GUDI (Groundwater Under the Direct Influence of Surface Water) testing. Of the three wells tested, two were non-GUDI. As a result of the third well being determined as GUDI, NSBI will likely have to contribute additional funds to be used for water treatment. It is not known the extent of the liability that exists.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

13. Nova Scotia Business Fund:

The Nova Scotia Business Fund (the "Fund") is comprised of investments approved under the direction and management of Nova Scotia Business Incorporated ("NSBI") and investments have been transferred from the Nova Scotia Business Development Corporation Fund ("NSBDC") on November 6, 2001. The following is a summary of the Fund as at March 31.

	2009		2008			
	NSBI Portfolio		NSBDC Portfolio		Net total	Net total
	Gross	Less allowance for credit losses	Gross	Less allowance for credit losses		
Assets:						
Loans receivable	\$ 26,219	\$ 9,003	\$ 97,205	\$ 25,109	\$ 89,312	\$ 95,454
Equity investments	19,846	6,825	12,130	7,189	17,962	16,206
Industrial parks and malls	-	-	2,604	-	2,604	2,579
Other assets	-	-	822	822	-	-
Guarantees	3,534	2,934	-	-	600	2,114
Financing authorized but unadvanced	6,059	-	-	-	6,059	11,300
	\$ 55,658	\$ 18,762	\$ 112,761	\$ 33,120	\$ 116,537	\$ 127,653

	2009		2008	
Funding authorized and committed:				
Fund balance authorized, net of write offs		\$ 253,372		\$ 257,123
Less: uncommitted balance of fund		84,953		79,736
Committed fund balance		168,419		177,387
Less allowance for credit losses and provision for payment of guarantees		51,882		49,734
		\$ 116,537		\$ 127,653

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

14. Risk management:

- (a) Risk management relates to the understanding and active management of risks associated with all areas of the business and the associated operating environment. The Corporation's Nova Scotia Business Fund assets are primarily exposed to credit, interest rate, market and liquidity risk.

(i) Credit risk:

Credit risk is the risk that a debtor may not pay amounts owing, thus resulting in a loss. To mitigate this risk, the Corporation has developed the following policies:

Before financing is approved, a risk assessment is performed on the client. Each application is designated a risk rating based on the industry and business, quality of management, financial history and projections, the level of other creditor involvement and shareholder participation, and environmental risks. The terms and conditions of the approved financing are reflective of the assessed risk. Applications with unacceptable levels of risk are not approved.

Clients are usually limited to a total of \$15 million in financing from Nova Scotia Business Incorporated's Nova Scotia Business Fund. Three clients currently exceed this total; two loans were approved in the Nova Scotia Business Development Corporation Fund and transferred to the Nova Scotia Business Fund via legislation on November 6, 2001. The outstanding amounts for these clients are approximately \$34 million and \$27 million, respectively (2008 - \$36 million and \$27 million). A third client, with existing financing of \$14 million (2008 - \$16 million), had approximately \$3 million (2008 - \$4 million) of authorized, but unutilized, funding available at year-end.

The risk rating for all clients is monitored on an on-going basis. Clients identified as higher risk are further assessed at year end to determine the extent of the potential loss, taking into account the value of the security pledged in support of the financial assistance. This assessment could result in a reduction in the carrying value of the investment via the provision for credit losses.

(ii) Interest risk:

Interest rate risk is the impact future changes of interest rates have on cash flows and fair value of assets and liabilities. To mitigate this risk, the Corporation matches the repayment timing of amounts borrowed with the repayment timing of financing advanced as closely as practical.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

14. Risk management (continued):

(iii) Market risk:

Market risk is the risk that the value of an investment will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual financial instrument, its issuer or factors affecting all similar financial instruments traded in the market. At year end, the Corporation held \$1,575 (2008 - \$3,888) in publicly traded equities.

(iv) Liquidity risk:

Liquidity risk is the risk of not being able to meet the Corporation's cash requirements in a timely and cost effective manner. Liquidity requirements are managed through the receipt of provincial grants, income generated from the loans receivable and equity investments, and principal repayments received on the loans receivable. The sources of funds are used to pay operating expenses and interest and principal payments to the Province of Nova Scotia. In the normal course of business the Corporation enters into contracts that give rise to commitments for future payments which may also impact the Corporation's liquidity

(b) Capital:

The Corporation carries out its programs in conjunction with the budget funding allocated to it by the Province of Nova Scotia. During the year, the long-term debt decreased by \$6,500.

15. Supplementary cash information:

Cash is defined as cash and short-term investments.

During the year, cash received for interest income was \$6,216 (2008 - \$6,997) and cash paid for interest was \$7,946 (2008 - \$2,712). During the year, dividends in the amount of \$1,190 (2008 - \$nil) were paid.

NOVA SCOTIA BUSINESS INC.

Notes to Financial Statements
(in thousands of dollars)

Year ended March 31, 2009

16. Related party transactions:

Financing has been advanced to companies which were controlled or otherwise not independent of certain directors of Nova Scotia Business Inc. These investments totaled \$38,142 (2008 - \$37,058) and certain of these investments have specific allowances recorded against them totaling \$7,490 (2008 - \$6,211). Furthermore, payroll rebates in the amount of \$4,515 (2008 - \$4,515) were awarded to one or more of these companies.

These transactions were carried out in the normal course of operations and on terms and conditions that would be similar to those of non-related parties.

The Corporation occupies premises for which no rental fee is charged by the shareholder. Management estimates the annual cost to lease the premises is approximately \$674 (2008 - \$661).

The Corporation receives legal services for which no fee is charged by the shareholder. Management estimates the annual cost of these services is approximately \$215. In 2008, the Corporation paid \$215 to the shareholder for legal services.

17. Employee pension plan:

Employees of the Corporation participate in the Public Service Superannuation Fund (the "Plan"), a contributory defined benefit pension plan administered by the Province of Nova Scotia, which provides pension benefits based on length of service and earnings. Contributions to the Plan are required by both the employees and the employer. Total employer contributions for 2009 were \$451 (2008 - \$387) and are recognized as an expense in the year. The Corporation is not responsible for any under-funded liability, nor does the Corporation have any access to any surplus that may arise in this Plan.

18. Comparative figures:

Certain 2008 comparative figures have been reclassified to conform with the financial presentation adopted per the current year.

NOVA SCOTIA BUSINESS INC.

Schedule of Operating Expenses
(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Business development	\$ 3,474	\$ 2,960
Legal and audit	125	259
Office expenses	506	329
Other	139	152
Salaries and benefits	6,450	6,003
Telecommunications and technical support	525	351
Travel	976	873
	\$ 12,195	\$ 10,927

NOVA SCOTIA BUSINESS INC.

Schedule of Nova Scotia Business Fund Expenses
(in thousands of dollars)

Year ended March 31, 2009, with comparative figures for 2008

	2009	2008
Amortization	\$ 120	\$ 168
Commissions	1	67
Interest	5,658	7,263
Legal	1	1
Repairs and maintenance	377	349
	\$ 6,157	\$ 7,848