

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. Capitalized terms in this Proof of Claim and Release form but not defined herein have the meanings defined in the "Notice of Pendency and Certification of Class Actions, Proposed Settlement and Settlement Approval/Fairness Hearings" (the "Notice"), which can be reviewed at the:
 - Canadian Claims Administrator's website: www.npricepoint.com, or a copy may be requested by calling **1-866-432-5534** or
 - U.S. Claims Administrator's website: www.gilardi.com, or a copy may be requested by calling **1-877-571-8653**.
2. To recover as a Class Member (as defined in the Notice) based on your claims in the actions entitled *O'Neil v. SunOpta, Inc. et al.* Court File No. 57453CP and/or *In re SunOpta Inc. Securities Litigation*, Master File No. 1:08-cv-00933-PAC (together the "Actions"), you must complete and, on page 8 hereof, sign this Proof of Claim and Release. If you fail to file a properly addressed (as set forth in paragraph 4 below) Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the settlement fund created in connection with the proposed settlement of the Actions.
3. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of settlement in the Actions.
4. MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE JUNE 11, 2010, ADDRESSED TO EITHER THE CANADIAN OR U.S. CLAIMS ADMINISTRATOR:

SunOpta Securities Litigation

<u>Canadian Address</u>	<u>U.S. Address</u>
Claims Administrator	Claims Administrator
P.O. Box 3355	P.O. Box 8040
London, ON N6A 4K3	San Rafael, CA 94912-8040

If you are NOT a Class Member, as defined in the Notice, DO NOT submit a Proof of Claim and Release.

5. If you are a Class Member, and you have not timely and validly requested to be excluded from the Class, in accordance with the procedure set out in the Notice, you will be bound by the terms of any judgment entered in the Actions, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. CLAIMANT IDENTIFICATION

1. If you purchased or otherwise acquired SunOpta securities on either the Toronto Stock Exchange ("TSX") or NASDAQ and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.
2. Use Part I of this form entitled "Claimant Identification" to identify each beneficial purchaser. In addition, if you are NOT the beneficial purchaser and are filing a claim on behalf of the beneficial purchaser, please complete the "filer name" field in Part I of the "Claimant Identification" section on the first page of the Proof of Claim and Release. THIS PROOF OF CLAIM AND RELEASE MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS OF THE SUNOPTA SECURITIES UPON WHICH THIS PROOF OF CLAIM AND RELEASE IS BASED.
3. All joint purchasers must sign this Proof of Claim and Release. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Insurance number, Social Security Number, or other unique tax identifier and telephone number of the beneficial purchaser may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. CLAIM FORM

1. You may file your Proof of Claim and Release with the Claims Administrator by timely submitting it by mail to the Claims Administrator (see addresses on first part of these instructions).
2. You must provide all of the requested information with respect to **all** of your purchases and acquisitions of SunOpta securities which took place at any time between February 23, 2007 and January 27, 2008, inclusive (the "Class Period"). You must also provide all of the requested information with respect to **all** of your sales of SunOpta securities which took place at any time between February 23, 2007 and September 23, 2009, inclusive. You must also provide all of the requested information with respect to **all** of the SunOpta securities you held at the close of trading on February 22, 2007, at the close of trading on January 27, 2008, and at the close of trading on September 23, 2009. Failure to report all such transactions may result in the rejection of your claim.
3. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
4. Broker confirmations or other documentation of your transactions in SunOpta securities should be attached to your claim.



5. You must indicate whether you were a resident of Canada at the time you purchased or acquired SunOpta securities.
6. The above requests are designed to provide the minimum amount of information necessary to process the most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may conditionally accept the claim pending receipt of additional information.
7. NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in an electronic aggregate file. If you wish to file an electronic file batch claim, you must contact the Claims Administrator at **1-877-571-8653** or by email at **edata@gilardi.com** for U.S. inquiries or at **1-866-432-5534** for Canadian inquiries.



Official
Office
Use
Only



SUNOPTA SECURITIES LITIGATION

Ontario Superior Court of Justice
O'Neil v. SunOpta, Inc., et al.
Court File No. 57453CP

United States District Court for the
Southern District of New York
In re SunOpta Inc. Securities Litigation
Master File No. 1:08-cv-00933-PAC

PROOF OF CLAIM AND RELEASE

Please Type or Print in the Boxes Below
Do NOT use Red Ink, Pencil, or Staples

SUNOPTA

**Must be Postmarked
No Later Than
June 11, 2010**

PART I: CLAIMANT IDENTIFICATION

Last Name (Beneficial Purchaser)												First Name (Beneficial Purchaser)											
Last Name (Co-Beneficial Purchaser)												First Name (Co-Beneficial Purchaser)											
Social Insurance Number (Canadian)						Social Security Number (US)																	
—						or																	
Company Name (Beneficial Purchaser - If Claimant is not an Individual) or Custodian Name																							
Filer Name, If Different from Beneficial Purchaser Listed Above																							
Capacity of the Filer, if Not Beneficial Purchaser																							
Account#/Fund# (Not Necessary for Individual Filers)												Filer Tax ID Number											
Telephone Number (Work)												Telephone Number (Home)											
Email Address																							

MAILING INFORMATION

Address																							
Address																							
City												State						Zip Code					
Province												Postal Code						Country Name/Abbreviation					
<input type="radio"/> I was a resident of Canada at the time I purchased or acquired shares of SunOpta																							

FOR CLAIMS PROCESSING ONLY	PB	PC	<input type="radio"/> ND	<input type="radio"/> NS	<input type="radio"/> ICI	<input type="radio"/> OPT	M	M	/	D	D	/	Y	Y	Y	Y	FOR CLAIMS PROCESSING ONLY
			<input type="radio"/> IHI	<input type="radio"/> NTIN	<input type="radio"/> OTHER	<input type="radio"/> MRG											



PART II. SCHEDULE OF TRANSACTIONS IN SUNOPTA SECURITIES

**TRADED ON THE TORONTO STOCK EXCHANGE "TSX"
OR OTHERWISE ACQUIRED IN CANADA**

A. Number of shares of SunOpta securities held at the close of trading on February 22, 2007:

B. SunOpta securities in Canadian Dollars purchased or acquired between February 23, 2007 - January 27, 2008, inclusive:

PURCHASES		Total Purchase or Acquisition Price (Canadian \$) Including commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Purchases (List Chronologically)	Number of SunOpta Securities Purchased or Acquired	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
6. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>

C. SunOpta securities in Canadian Dollars sold between February 23, 2007 - September 23, 2009, inclusive:

SALES		Total Sales Price (Canadian \$) Including commissions <i>Please round off to the nearest whole dollar</i>
Trade Date(s) of Sales (List Chronologically)	Number of SunOpta Securities Sold	
M M / D D / Y Y Y Y		
1. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
2. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
3. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
4. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
5. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>
6. <input type="text"/> / <input type="text"/> / <input type="text"/>	<input type="text"/>	C\$ <input type="text"/> . <input type="text"/>

D. Number of shares of SunOpta securities held at the close of trading on January 27, 2008:

E. Number of shares of SunOpta securities held at the close of trading on September 23, 2009:

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 8. FAILURE TO SIGN THE RELEASE
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



PART IV. SCHEDULE OF TRANSACTIONS IN SUNOPTA SECURITIES

OPTIONS IN CANADIAN DOLLARS

PURCHASES/REPURCHASES

A. I made the following purchase/repurchase of options in Canadian Dollars during the period from February 23, 2007 through January 27, 2008, inclusive:

Option Type	Date(s) of transaction (List Chronologically)	Number of option contracts acquired	Expiry Date (Month/Year)	Strike Price Canadian \$	Transaction price per option contract	[X]expired
						[A]ssigned
	M M D D Y Y		M M Y Y			
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

SALES/WITTEN

B. I made the following sales/written options in Canadian Dollars during the period from February 23, 2007 through January 27, 2008, inclusive:

Option Type	Date(s) of transaction (List Chronologically)	Number of option contracts acquired	Expiry Date (Month/Year)	Strike Price Canadian \$	Transaction price per option contract	[X]expired
						[A]ssigned
	M M D D Y Y		M M Y Y			
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Put	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="radio"/> Call	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

**YOU MUST READ AND SIGN THE RELEASE ON PAGE 8. FAILURE TO SIGN THE RELEASE
MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.**



PART V. SCHEDULE OF TRANSACTIONS IN SUNOPTA SECURITIES

OPTIONS IN US DOLLARS

PURCHASES/REPURCHASES

A. I made the following purchase/repurchase of options in US Dollars during the period from February 23, 2007 through January 27, 2008, inclusive:

Option Type	Date(s) of transaction (List Chronologically)	Number of option contracts acquired	Expiry Date (Month/Year)	Strike Price US \$	Transaction price per option contract	[X]expired [A]ssigned [E]xercised		
						M M D D Y Y	M M Y Y	
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								

SALES/WITTEN

B. I made the following sales/written options in US Dollars during the period from February 23, 2007 through January 27, 2008, inclusive:

Option Type	Date(s) of transaction (List Chronologically)	Number of option contracts acquired	Expiry Date (Month/Year)	Strike Price US \$	Transaction price per option contract	[X]expired [A]ssigned [E]xercised		
						M M D D Y Y	M M Y Y	
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
<input type="radio"/> Put								
<input type="radio"/> Call								
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<input type="radio"/> Call								

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PART VI. Declaration & Release

I (We) declare under penalty of perjury that the information on this claim form is true, correct and complete to the best of my (our) knowledge, information and belief.

I (We) declare that I (we) have disclosed all of my (our) holdings and purchase and sales transactions in SunOpta securities for the time periods identified in this claim form.

I (We) also declare that I (we) am (are) not an Excluded Person or Excluded Persons (as defined in the Notice).

I (We) and my (our) personal representatives, agents, heirs, executors, administrators, trustees, beneficiaries, current and former plan members and contributors, successors, assigns, and any person they represent in relation to SunOpta securities purchased or otherwise acquired during the Class Period or in relation to the Settled Claims (as defined in the Notice), hereby release and forever discharge the Released Parties (as defined in the Notice), and acknowledge that I (we) will be barred and enjoined from suing, continuing to sue or being part of any other lawsuit against the Released Parties relating to the Settled Claims. Provided, however, that this release shall be of no force or effect unless and until the Effective Date (as defined in the Notice) has occurred.

I (We) acknowledge and agree that the Claims Administrator may disclose all information relating to my (our) claim to the Courts and counsel to the parties in the Actions.

Executed this _____ day of _____ in _____
(Month/Year) (City/Province/Country)

(Sign your name here)

(Sign your name here)

(Type or print your name here)

(Type or print your name here)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser or Acquirer, Executor or Administrator)

(Capacity of person(s) signing, e.g.,
Beneficial Purchaser or Acquirer, Executor or Administrator)

Proof of Authority to File Enclosed? Y N

Proof of Authority to File Enclosed? Y N

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

- 1. Please sign the above release and declaration.
- 2. Remember to attach supporting documentation, if available.
- 3. Do not send original stock certificates.
- 4. Keep a copy of your claim form and all supporting documentation for your records.
- 5. If you desire an acknowledgment of receipt of your claim form please send it Registered Mail, Return Receipt Requested.
- 6. If you move, please send the Claims Administrator your new address.

