

## BOARD OF DIRECTORS

from left

Paul Anderson  
William Anderson  
Stephen DeFalco  
William Dempsey

William Etherington  
Robert Luba  
James MacDonald  
Richard McCoy

Mary Mogford  
Kathleen O'Neill  
Nelson Sims  
Gregory Spivy



**As we pursue opportunities and move forward in an environment of challenge and change, MDS benefits from the strong guidance, governance and oversight of the Company's Board of Directors. In November 2008, James S. A. MacDonald, who has served on the Board since July 2005, succeeded John T. Mayberry as Chairman of the Board, following Mr. Mayberry's decision to step down. The Board was further strengthened with the appointments of William Dempsey and Gregory Spivy. Board governance policies are detailed in the Information Circular and can be accessed online at [www.mdsinc.com](http://www.mdsinc.com).**

### Paul S. Anderson

Member of the Corporate Governance & Nominating Committee  
Member of the Environment, Health & Safety Committee

Paul Anderson, 70, of Lansdale, PA, has served on the Board of the Company since 2003. Dr. Anderson is a Corporate Director, having retired in 2002 after a 40-year career in the pharmaceutical industry. From 2001 to 2003, Dr. Anderson was Vice-President, Drug Discovery at Bristol-Myers Squibb. Dr. Anderson is also a director of Albany Molecular Research, is a member of the Chemical Heritage Foundation and is on the Board of Trustees of the Gordon Research Conferences.

### William D. Anderson

Chair of the Audit Committee

Bill Anderson, 59, of Toronto, ON, has served on the Board of the Company since February 2007. He is a Chartered Accountant and a Corporate Director, having retired in 2005 after serving 14 years with BCE Inc. From 2001 to 2004, Mr. Anderson was President of BCE Ventures and from 1997 to 2000 was Chief Financial Officer of BCE Inc. Mr. Anderson is also a director of TransAlta Corporation and Gildan Activewear Inc.

### Stephen P. DeFalco

Stephen DeFalco, 47, of Toronto, ON, is the President and Chief Executive Officer of MDS Inc. Mr. DeFalco joined MDS from U.S. Genomics where he was Chairman and Chief Executive Officer. Prior to his role at U.S. Genomics, he served as President of PerkinElmer Instruments and Senior Vice-President of PerkinElmer, Inc. Mr. DeFalco also held senior management positions at United Technologies, McKinsey & Company and IBM. Mr. DeFalco is a director of BioProcessors Corporation, the Sciex Joint Venture with PerkinElmer and the Sciex Joint Venture with Applied Biosystems.

### William G. Dempsey

Member of the Audit Committee  
Member of the Environment, Health & Safety Committee

Bill Dempsey, 57, of Green Oaks, IL, was appointed to the Board in 2008. Mr. Dempsey was an executive with Abbott Laboratories for 25 years, prior to his retirement in 2007.

His assignments included Executive Vice President of the Pharmaceutical Products Group and Senior Vice President of International Operations. Mr. Dempsey is a former director of TAP Pharmaceutical Products Inc. and is currently a director of TyRx, Inc., Landauer Inc. and the MPD Foundation.

### William A. Etherington

Chair of the Human Resources & Compensation Committee  
Member of the Corporate Governance & Nominating Committee

Bill Etherington, 67, of Toronto, ON, has served on the Board of the Company since 2001. Mr. Etherington is Chair, Canadian Imperial Bank of Commerce. Prior to 2001, Mr. Etherington was Senior Vice President & Group Executive, Sales & Distribution, IBM Corporation and Chairman, President and CEO, IBM World Trade Corporation. Mr. Etherington is also a director of Celestica Inc., Onex Corporation and SS&C Technologies, Inc., as well as a director of St. Michael's Hospital and a member of the President's Council, University of Western Ontario.

### Robert W. Luba

Member of the Audit Committee  
Member of the Human Resources & Compensation Committee

Bob Luba, 66, of Toronto, ON, has served on the Board of the Company since 1996. Mr. Luba is President, Luba Financial Inc. Prior to 1994 he was President and CEO of Royal Bank Investment Management Inc., President of Crown Life Insurance Company and Senior Vice-President of John Labatt Limited. Mr. Luba is also a director of AIM Trimark Investments and Softchoice Corporation.

### James S. A. MacDonald

Chairman

Jim MacDonald, 63, of Toronto, ON, was appointed to the Board in July 2005 and became Chairman in November 2008. Mr. MacDonald is Chairman and Managing Partner of Enterprise Capital Management Inc. Prior to 1997, Mr. MacDonald was Deputy Chairman of Scotia McLeod Inc., having joined a predecessor to that company in 1969. He is also a director of Cinram International Income Fund, Cymbria Corporation, Manitoba Telecom Services Inc. and Superior Plus Inc., and non-executive Chairman of Cormarck Securities Inc.

### Richard H. McCoy

Member of the Audit Committee  
Member of the Corporate Governance & Nominating Committee

Dick McCoy, 66, of Toronto, ON, has served on the Board since January 2006. Mr. McCoy is a Corporate Director. He has been in the investment banking business for over 35 years. Prior to retiring in 2003, he was Vice-Chairman, Investment Banking at TD Securities Inc. Prior to joining TD Securities in May of 1997, Mr. McCoy was Deputy Chairman of CIBC Wood Gundy Securities. Mr. McCoy also serves as a director of ACE Aviation Holdings Inc., Uranium Participation Corporation, Gerdau Ameristeel Corp., Aberdeen Asia-Pacific Income Investment Company Limited, Jazz Air Income Fund and Pizza Pizza Royalty Income Fund.

### Mary A. Mogford

Chair of the Corporate Governance & Nominating Committee  
Member of the Environment, Health & Safety Committee  
Member of the Human Resources & Compensation Committee

Mary Mogford, 64, of Newcastle, ON, has served on the Board of the Company since 1998. Ms. Mogford is a Corporate Director and a former Deputy Minister of Finance and Deputy Minister of Natural Resources for the Province of Ontario. Ms. Mogford is also a director of the Potash Corporation of Saskatchewan and the SickKids Foundation Board. Ms. Mogford was made a Fellow of the Institute of Corporate Directors in 2002 in recognition of her contribution to corporate governance in Canada, and in 2004 she was one of the first directors accredited to the ICD/Rotman School of Management Directors Education Program.

### Kathleen M. O'Neill

Member of the Audit Committee  
Member of the Environment, Health & Safety Committee

Kathleen O'Neill, 55, of Toronto, ON, has served on the Board of the Company since 2005. Ms. O'Neill was an Executive Vice President with BMO Bank of Montreal until January 2005. Prior to joining BMO Bank of Montreal in 1994, Ms. O'Neill was a partner at PricewaterhouseCoopers. Ms. O'Neill is a Fellow of the Institute of Chartered Accountants of Ontario. She is a director of TMX Group Inc. (formerly TSX Group Inc.), Finning International Inc. and Canadian Tire Bank. Ms. O'Neill is Chair of St. Joseph's Health Centre Foundation and a past Chair of the Board of St. Joseph's Health Centre in Toronto. She is also active on several other non-profit boards. In 2005, Ms. O'Neill was accredited to the ICD/Rotman School of Management Directors Education Program.

### Nelson M. Sims

Chair of the Environment, Health & Safety Committee  
Member of the Human Resources & Compensation Committee

Nelson Sims, 61, of Key Largo, FL, has served on the Board of the Company since 2001. Mr. Sims was an executive with Eli Lilly and Company for 28 years, prior to his retirement in 2001. His assignments included President of Eli Lilly Canada from 1991 to 1999. Mr. Sims was President and CEO of Novavax, Inc. from 2003 to 2005, and he has served as a Corporate Director and Consultant for several biotech companies. He currently serves on the board of Aastron Biosciences, Inc.

### Gregory P. Spivy

Member of the Corporate Governance & Nominating Committee  
Member of the Human Resources & Compensation Committee

Greg Spivy, 39, of San Francisco, CA, was appointed to the Board in 2008. Mr. Spivy is a Partner at ValueAct Capital, a San Francisco-based investment partnership. Mr. Spivy currently serves on the boards of Adesa Holdings, Inc. and Seitel Holdings, Inc., and serves as Chairman of the Board of MSD Performance, Inc. He is also a former director of PRA International, MSC Software Corporation and Kerr Group, Inc.

Full URL – <http://www.mdsinc.com/GBP/index.asp?section=investors&pageid=GBP/index>