

## Press Release

#### For Immediate Release

# Solid growth for Richelieu in the third quarter of 2012 11.1% increase in earnings per share

- Consolidated sales increased by 9.3% to \$148.8 million.
   Sales growth of 3.9% in Canada and 27.0% (US\$) in the United States.
- Net earnings attributable to shareholders of the Company grew by 11.8% to \$12.8 million or \$0.60 diluted per share.
- Excellent financial position almost no debt net cash of \$38.8 million, working capital of \$192.6 million (4.3:1 current ratio) as at August 31, 2012.

#### TSX: RCH

**Montreal, October 4, 2012** — "We are satisfied with our results and solid financial position as at August 31, 2012, and we benefit from excellent liquidity to pursue our growth. Our performance attests that strategies are still paying off. Our Canadian markets continued to make a significant contribution to our growth, yielding increases of 3.5% in the manufacturers market and 5.6% in the retailers and renovation superstores market, stemming entirely from internal growth. Our U.S. activities achieved solid growth, as reflected by the 27.0% (US\$) sales increase, of which 13.9% from internal growth and 13.1% stemming from the contribution of CourterCo, acquired on May 1<sup>st</sup>, 2012. This growth reflects our market development efforts in both the manufacturers and the retailers markets, the diversification of our product offering and new synergies," indicated Richard Lord, President and Chief Executive Officer of Richelieu.

#### Next dividend payment

At its meeting on October 4, 2012, the Board of Directors approved the payment of a quarterly dividend of \$0.12 per share. This dividend is payable on November 1<sup>st</sup>, 2012 to shareholders of record as at October 18, 2012.

ANALYSIS OF OPERATING RESULTS FOR THE THIRD QUARTER AND FIRST NINE MONTHS ENDED AUGUST 31, 2012 COMPARED WITH THE THIRD QUARTER AND FIRST NINE MONTHS ENDED AUGUST 31, 2011

**For the third quarter**, Richelieu achieved **consolidated sales** of \$148.8 million, an increase of \$12.7 million or 9.3% over the corresponding quarter of 2011, of which 6.7% from internal growth and 2.6% from the contribution of CourterCo Inc. ("CourterCo") (Indiana, Kentucky, North Carolina) acquired on May 1<sup>st</sup>, 2012.

The Company recorded sales of \$124.3 million in the **manufacturers** market, compared with \$114.3 million for the corresponding period of 2011, an increase of \$10.0 million or 8.8%, of which 5.7% from internal growth and 3.1% from the aforementioned acquisition. All its market segments contributed to this growth, especially kitchen and bathroom cabinet manufacturers as well as the residential and commercial woodworking industry, in both Canada and the United States. In the hardware **retailers** and renovation superstores market, Richelieu posted sales of \$24.5 million, compared with \$21.9 million for the corresponding quarter of 2011, an increase of \$2.6 million or 11.9% to which all its geographic markets contributed, thanks notably to its sustained innovation strategy and the greater diversity of its product offering.

**In Canada**, sales totalled \$114.2 million, compared with \$110.0 million for the third quarter of 2011, an increase of \$4.2 million or 3.9% from internal growth. The markets in Eastern Canada, Ontario and Western Canada contributed to growth with increases of 3.1%, 6.5% and 3.2% respectively for the third quarter. In Canada, the Company's sales to **manufacturers** grew by 3.5% to \$92.7 million, compared with \$89.6 million for the third quarter of 2011. As for the hardware **retailers** and renovation superstores market, it posted a 5.6% growth, thanks notably to the launch of new products. Consequently, sales to retailers totalled \$21.5 million, up from \$20.4 million for the corresponding quarter of 2011.

In the United States, sales amounted to US\$34.2 million, compared with US\$26.9 million for the corresponding quarter of 2011, an increase of US\$7.3 million or 27.0%, of which 13.9% from internal growth and 13.1% from CourterCo's contribution. This internal growth is attributable to the constant market penetration efforts and launch of new products; it is all the more appreciable as it was achieved in an economic context that remained relatively difficult. In Canadian dollars, U.S. sales amounted to \$34.6 million, compared with \$26.2 million for the corresponding quarter of 2011, an increase of 32.1%, of which 18.5% from internal growth and 13.6% from CourterCo. They accounted for 23.2% of consolidated sales for the third quarter of 2012, versus 19.2% of consolidated sales for the corresponding quarter of 2011. Sales to manufacturers stood at \$31.6 million, an increase of 28.1%, of which 13.8% from internal growth and 14.3% from CourterCo. As for sales to hardware retailers and renovation superstores, they grew by 96.5%, reflecting market development efforts, mainly the impact of exceptional sales resulting from the introduction of additional products in retailers' stores during the quarter.

For the first nine months, consolidated sales totalled \$420.0 million, an increase of \$31.5 million or 8.1% over the first nine months of 2011, of which 5.7% from internal growth and 2.4% from the contribution of Outwater Hardware ("Outwater"), Madico Inc. ("Madico"), Provincial Woodproducts Ltd ("Provincial") and CourterCo.

Sales to **manufacturers** amounted to \$352.0 million, compared with \$327.4 million for the corresponding period of 2011, an increase of \$24.6 million or 7.5%, of which 4.9% from internal growth and 2.6% from the aforementioned acquisitions. It is to be noted that all the Company's market segments contributed to this growth, with the largest increases stemming from kitchen and bathroom cabinet manufacturers as well as the residential and commercial woodworking industry. Sales to hardware **retailers** and renovation superstores amounted to \$67.9 million, compared with \$61.1 million for the corresponding period of 2011, an increase of \$6.8 million or 11.2% recorded in all markets thanks notably to the sustained innovation strategy and launch of new products.

In Canada, sales stood at \$330.5 million, compared with \$316.5 million for the first nine months of 2011, an increase of \$14.0 million or 4.4%, of which 3.5% from internal growth and 0.9% from Madico and Provincial. All three geographic markets contributed to this growth, with increases of 5.6% in Eastern Canada, 3.5% in Ontario and 3.2% in Western Canada over the first nine months of 2011. In Canada, Richelieu's sales to manufacturers reached \$267.4 million, an increase of 3.7%, of which 2.7% from internal growth and 1.0% primarily from Provincial's contribution. Sales to hardware retailers and renovation superstores totalled \$63.1 million, compared with \$58.6 million for the first nine months of 2011, up 7.7% thanks notably to the aforementioned factors and Madico's contribution.

In the United States, sales amounted to US\$88.8 million, compared with US\$73.7 million for the first nine months of 2011, an increase of US\$15.1 million or 20.5%, of which 12.0% from internal growth and 8.5% from the contribution of Outwater and CourterCo. In Canadian dollars, U.S. sales stood at \$89.4 million, compared with \$72.0 million for the first nine months of 2011, an increase of 24.2%, of which 15.4% from internal growth and 8.8% from the two previously mentioned acquisitions. They accounted for 21.3% of consolidated sales for the first nine months of 2012, compared with 18.5% of consolidated sales for the corresponding period of 2011. Sales to manufacturers amounted to \$84.6 million, an increase of 21.7%, of which 12.8% from internal growth and 8.9% from the contribution of Outwater and CourterCo. As for sales to hardware retailers and renovation superstores, they grew by 92.7%, reflecting the market development efforts, including the impact of exceptional sales resulting from the introduction of additional products in retailers' stores during the third quarter.

**Third-quarter** earnings before income taxes, interest and amortization (EBITDA) grew to \$19.6 million, up 2.5% over the corresponding quarter of 2011 due primarily to the sales growth. The gross profit margin was down slightly from the third quarter of 2011 subsequent notably to the recent acquisition of CourterCo whose product mix differs from that of Richelieu, the larger proportion of sales recorded in the U.S. markets and the impact of the introduction of additional products in the retailers market. Combined with an increase in expenses related to new marketing programs, these same factors account for the EBITDA margin of 13.2%.

Although EBITDA increased, income taxes amounted to \$4.9 million, down by \$0.7 million from the third quarter of 2011, on account of fluctuations in results by region where the Company and its subsidiaries are subject to tax rates and tax regulations differing from one another.

For the first nine months, earnings before income taxes, interest and amortization (EBITDA) totalled \$51.5 million, up 6.8% over the first nine months of 2011. The gross profit margin remained relatively stable compared with the first nine months of 2011, as did the EBITDA margin which stood at 12.3% versus 12.4% for the corresponding period of the previous year.

Although EBITDA increased, income taxes amounted to \$13.0 million, down by \$0.9 million from the first nine months of 2011, on account of fluctuations in results by region where the Company and its subsidiaries are subject to tax rates and tax regulations differing from one another.

Third-quarter net earnings grew by 11.7%. Considering non-controlling interests, net earnings attributable to shareholders of the Company amounted to \$12.8 million, up 11.8% over the corresponding quarter of 2011. The net margin attributable to shareholders improved to 8.6%. Earnings per share amounted to \$0.61 basic and \$0.60 diluted, compared with \$0.54 basic and diluted for the third quarter of 2011, an increase of 13.0% and 11.1% respectively.

**Comprehensive income** stood at \$10.8 million, on account of a negative adjustment of \$2.2 million on translation of the financial statements of the subsidiary in the United States, compared with \$11.8 million for the corresponding quarter of 2011, on account of a positive adjustment of \$0.2 million on translation of the financial statements of the subsidiary in the United States.

For the first nine months, net earnings grew by 15.4%. Considering non-controlling interests, net earnings attributable to shareholders of the Company totalled \$32.8 million, up 15.3% over the first nine months of 2011. The net margin attributable to shareholders improved to 7.8%. Earnings per share amounted to \$1.57 basic and \$1.55 diluted, compared with \$1.35 basic and \$1.33 diluted for the first nine months of 2011, an increase of 16.3% and 16.5% respectively.

**Comprehensive income** stood at \$31.6 million, on account of a negative adjustment of \$1.5 million on translation of the financial statements of the subsidiary in the United States, compared with \$27.5 million for the corresponding period of 2011, on account of a negative adjustment of \$1.2 million on translation of the financial statements of the subsidiary in the United States.

#### FINANCIAL POSITION

## Analysis of principal cash flows for the third quarter and first nine months ended August 31, 2012

#### Operating activities

Third-quarter cash flows related to operating activities (before net change in non-cash working capital balances related to operations) amounted to \$15.0 million or \$0.71 diluted per share, compared with \$13.9 million or \$0.66 diluted per share for the third quarter of 2011, an increase of 8.0% primarily reflecting the net earnings growth. Net change in non-cash working capital balances related to operations provided cash flows of \$1.6 million, compared with \$2.0 million for the third quarter of 2011. Consequently, operating activities provided cash flows of \$16.6 million, up 4.4% over the third quarter of 2011.

For the first nine months, cash flows related to operating activities (before net change in non-cash working capital balances related to operations) totalled \$39.2 million or \$1.85 diluted per share, compared with \$35.3 million or \$1.65 diluted per share for the first nine months of 2011, primarily reflecting the increase of \$4.4 million in net earnings and the reduction of \$0.3 million in deferred taxes. Net change in non-cash working capital balances used cash flows of \$11.1 million, compared with \$15.3 million for the first nine months of 2011. The changes in accounts receivable, inventories and prepaid expenses represented a cash outflow of \$15.4 million, whereas accounts payable and income taxes payable represented a cash inflow of \$4.3 million. Consequently, operating activities provided cash flows of \$28.1 million, compared with \$19.9 million for the first nine months of 2011.

#### Financing activities

**Third-quarter** financing activities represented a cash outflow of \$4.9 million, compared with \$4.4 million for the corresponding quarter of 2011. The Company paid shareholder dividends of \$2.5 million, up 8.8% over the corresponding quarter of 2011, on account of the 9.1% dividend increase announced in January 2012. During the quarter, it also repurchased common shares under its normal course issuer bid for \$2.5 million, compared with \$1.0 million in the third quarter of 2011. Finally, it issued common shares for \$0.1 million upon the exercise of stock options under its stock option plan.

For the first nine months, Richelieu paid shareholder dividends of \$7.5 million, up 8.0% over the first nine months of 2011, on account of the 9.1% dividend increase announced in January 2012. The Company also issued common shares for \$2.3 million upon the exercise of stock options under its stock option plan, compared with \$0.8 million during the corresponding period of 2011, and repurchased common shares under its normal course issuer bid for \$2.8 million, compared with \$6.6 million during the first nine months of 2011. In addition, Richelieu repaid \$2.6 million on its long-term debt, compared with \$1.2 million during the corresponding period of 2011. Consequently, financing activities represented a cash outflow of \$10.6 million, compared with \$13.9 million for the first nine months of 2011.

#### **Investing activities**

**In the third quarter**, Richelieu invested \$0.8 million in software and equipment required for operations, whereas it had invested \$1.6 million in the corresponding quarter of 2011, primarily in the expansion of the Montreal and Laval distribution centres as well as complementary modules to the Company's information technology system.

In the first nine months, the Company invested a total of \$4.9 million, of which \$2.4 million in the acquisition of the net assets of CourterCo and approximately \$2.5 million in software and equipment. It is to be noted that during the first nine months of 2011, the Company had invested \$28.5 million, of which \$18.5 million in the acquisition of the net assets of Outwater, the shares of Madico and 85% of the common shares of Provincial as well as \$10.0 million in capital assets, primarily in the expansion of the Montreal and Laval distribution centres as well as complementary modules to the Company's information technology system.

#### Sources of financing

As August 31, 2012, **cash and cash equivalents** totalled \$41.6 million, compared with \$16.8 million a year earlier. Furthermore, the Company posted a **working capital** of \$192.6 million for a current ratio of 4.3:1, compared with \$166.9 million (4.0:1 ratio) as at November 30, 2011.

Richelieu believes it has the capital resources to fulfill its ongoing commitments and obligations and to assume the funding requirements needed for its growth and the financing and investing activities planned for the rest of the year. Furthermore, the Company continues to benefit from an authorized line of credit of \$26 million, renewable annually and bearing interest at the bank's prime rate, as well as a line of credit of US\$5 million bearing interest at prime rate plus 2%. In addition, the Company estimates it could obtain access to other outside financing if necessary.

#### **Summary financial position**

(in thousands of \$)

| As at   | August 31,<br>2012 | November 30,<br>2011 |
|---|--------------------|----------------------|
| Current assets  | 251,765            | 223,059              |
| Non-current assets  | 93,479             | 95,617               |
| Total   | 345,244            | 318,676              |
| Current liabilities   | 59,135             | 56,162               |
| Other liabilities   | 6,128              | 6,327                |
| Equity  | 279,981            | 256,187              |
| Total   | 345,244            | 318,676              |
| Translation exchange rate of a self-sustaining foreign operation in the United States | 0.9857             | 1.0203               |

#### **Assets**

**Total assets** amounted to \$345.2 million as at August 31, 2012, compared with \$318.7 million as at November 30, 2011, an increase of 8.3% or \$26.6 million. This increase is attributable to the Company's growth and the acquisition of CourterCo. **Current assets** grew by 12.9% or \$28.7 million over November 30, 2011, notably reflecting the increase of \$12.6 million in inventories, of \$12.5 million in cash and cash equivalents, of \$4.3 million in accounts receivable and approximately \$0.1 million in prepaid expenses, whereas income taxes receivable decreased by \$0.7 million.

#### **Net cash**

(in thousands of \$)

| As at                     | August 31,<br>2012 | November 30,<br>2011 |
|---------------------------|--------------------|----------------------|
| Current portion           |                    |                      |
| of long-term debt         | 2,015              | 4,309                |
| Long-term debt            | 820                | 1,235                |
| Total                     | 2,835              | 5,544                |
| Cash and cash equivalents | 41,613             | 29,095               |
| Total net cash            | 38,778             | 23,551               |

As at August 31, 2012, **total debt** amounted to \$2.8 million, including long-term debt of \$0.8 million and a current portion of \$2.0 million representing balances payable on prior acquisitions.

**Equity** totalled \$280.0 million as at August 31, 2012, up from \$256.2 million as at November 30, 2011, an increase of 9.3% stemming mainly from the \$22.5 million growth in retained earnings, which amounted to \$251.6 million as August 31, 2012, and a \$3.3 million growth in share capital, less changes in accumulated other comprehensive income of \$1.5 million and the variation of \$0.8 million in contributed surplus. At the close of the first nine months of 2012, **the book value per share** was \$13.41, compared with \$12.29 as at November 30, 2011.

#### Profile as at October 4, 2012

Richelieu is a leading North American distributor, importer and manufacturer of specialty hardware and complementary products. Its products are targeted to an extensive customer base of kitchen and bathroom cabinet, furniture, and window and door manufacturers plus the residential and commercial woodworking industry, as well as a large customer base of hardware retailers, including renovation superstores. Richelieu offers customers a broad mix of high-end products sourced from manufacturers around the world. Its product selection consists of more than 90,000 different items targeted to a base of some 70,000 customers who are served by 60 centres in North America -34 distribution centres in Canada, 24 in the United States and two manufacturing plants in Canada, specifically Cedan Industries Inc. which specializes in the manufacture of a wide variety of veneer sheets and edgebanding products and Menuiserie des Pins Ltée which manufactures components for the window and door industry and a broad selection of decorative mouldings.

For information: Richard Lord **Antoine Auclair** 

President and Chief Executive Officer

Vice-President and Chief Financial Officer Tel: (514) 336-4144 www.richelieu.com

Notes to readers — Richelieu uses earnings before income taxes, interest and amortization ("EBITDA") because this measure enables management to assess the Company's operational performance. This measure is a widely accepted financial indicator of a company's ability to service and incur debt. However, EBITDA should not be considered by an investor as an alternative to revenues from operating activities or earnings, an indicator of earnings from operating activities operating performance or cash flows, or as a measure of liquidity. Because EBITDA is not a standardized measurement as prescribed by GAAP, it may not be comparable to the EBITDA of other companies. Richelieu also uses cash flows from continuing operations and cash flows from continuing operations per share. Cash flows from continuing operations are based on the net earnings attributable to shareholders of the Company plus amortization of property, plant and equipment and intangible assets, deferred tax expense (or recovery), non-controlling interests and share-based compensation expense. These additional measures do not account for net change in non-cash working capital items to exclude seasonality effects and are used by management in its assessments of cash flows from long-term operations. Certain statements set forth in this management's report, including statements relating to the expected sufficiency of cash flows to cover contractual commitments, to maintain growth and to provide for financing and investing activities, growth outlook, Richelieu's competitive position in its industry, Richelieu's ability to weather the current economic context and access other external financing, the closing of new acquisitions, the optimization of the synergies arising therefrom and their impact on sales and other statements not pertaining to past events, constitute forward-looking statements. In some cases, these statements are identified by the use of terms such as "may", "could", "might", "intend" "should", "expect", "project", "plan", "believe", "estimate" or the negative form of these expressions or other comparable variants. These statements are based on the information available at the time they are written, on assumptions made by management and on the expectations of management, acting in good faith, regarding future events, including the assumption that economic conditions and exchange rates will not significantly deteriorate, changes in operating expenses will not increase significantly, the Company's deliveries will be sufficient to fulfill Richelieu's needs, the availability of credit will remain stable during the fiscal year and no extraordinary events will require supplementary capital expenditures. Although management considers these assumptions and expectations reasonable based on the information available at the time they are written, they could prove inaccurate. Forward-looking statements are also subject, by their very nature, to known and unknown risks and uncertainties such as those related to the industry, acquisitions, labour relations, credit, key officers, supply, product liability, and other factors set forth in the Management's Report included in the Company's 2011 Annual Report as well as its 2011 Annual Information Form, which are available on the System for Electronic Document Analysis and Retrieval (SEDAR) website at www.sedar.com. Richelieu's actual results could differ materially from those indicated or underlying these forward-looking statements. The reader is therefore recommended not to unduly rely on these forward-looking statements. Forward-looking statements do not reflect the potential impact of special items, any business combination or any other transaction that may be announced or occur subsequent to the date hereof. Richelieu undertakes no obligation to update or revise the forward-looking statements to account for new events or new circumstances, except where provided for by applicable legislation.

#### OCTOBER 4, 2012 CONFERENCE CALL AT 2:30 P.M. (EASTERN TIME)

Financial analysts and investors interested in participating in the conference call on Richelieu's results to be held at 2:30 p.m. on October 4, 2012 can dial 1-888-231-8191 a few minutes before the start of the call. For those unable to participate, a taped rebroadcast will be available as of 5:30 p.m. on October 4, 2012 until midnight on October 11, 2012 by dialing 1-855-859-2056, access code: 35178394. Members of the media are invited to listen in.

Photos are available under "About Richelieu" - "Media" section at www.richelieu.com

## CONSOLIDATED STATEMENTS OF EARNINGS [Unaudited]

[In thousands of dollars, except per-share amounts]

| [iii tilousalius oi dollais, except per-share amounts]             | For the t              | hree-month | For the nine-month     |         |  |
|--|------------------------|------------|------------------------|---------|--|
|  | period ended August 31 |            | period ended August 31 |         |  |
|  | 2012                   | 2011       | 2012                   | 2011    |  |
|  | \$                     | \$         | \$                     | \$      |  |
| Sales  | 148,782                | 136,132    | 419,972                | 388,502 |  |
| Cost of goods sold, and warehousing, selling                       |                        |            |                        |         |  |
| and administrative expenses  | 129,146                | 116,979    | 368,439                | 340,256 |  |
| Earnings before the undernoted                                     | 19,636                 | 19,153     | 51,533                 | 48,246  |  |
| Amortization of property, plant and equipment                      | 1,315                  | 1,447      | 3,911                  | 4,339   |  |
| Amortization of intangible assets                                  | 587                    | 536        | 1,750                  | 1,395   |  |
| Financial costs, net   | (122)                  | (32)       | (187)                  | (18)    |  |
|  | 1,780                  | 1,951      | 5,474                  | 5,716   |  |
| Earnings before income taxes                                       | 17,856                 | 17,202     | 46,059                 | 42,530  |  |
| Income taxes   | 4,910                  | 5,608      | 12,973                 | 13,862  |  |
| Net earnings   | 12,946                 | 11,594     | 33,086                 | 28,668  |  |
| Net earnings attributable to:                                      |                        |            |                        |         |  |
| Shareholders of the Company  | 12,761                 | 11,411     | 32,762                 | 28,415  |  |
| Non-controlling interests  | <sup>^</sup> 185       | 183        | 324                    | 253     |  |
| Ç .  | 12,946                 | 11,594     | 33,086                 | 28,668  |  |
| Net earnings per share attributable to shareholders of the Company |                        |            |                        |         |  |
| Basic  | 0.61                   | 0.54       | 1.57                   | 1.35    |  |
| Diluted  | 0.60                   | 0.54       | 1.55                   | 1.33    |  |

## **CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME** [Unaudited]

[In thousands of dollars]

| [in thousands of dollars]  | For the three-month For the reperiod ended August 31 period ended 2012 2011 2012 |        |         | ine-month<br>August 31<br>2011<br>\$ |
|--|--|--------|---------|--------------------------------------|
| Net earnings<br>Other comprehensive income (loss)  | 12,946   | 11,594 | 33,086  | 28,668                               |
| Exchange difference on net investment in a self-sustaining foreign operation  Comprehensive income | (2,166)  | 239    | (1,518) | (1,241)                              |
|  | 10,780   | 11,833 | 31,568  | 27,427                               |
| Comprehensive income attributable to:  | 10,595   | 11 650 | 31,244  | 27,174                               |
| Shareholders of the Company  | 185  | 183    | 324     | 253                                  |
| Non-controlling interests  | 10,780   | 11,833 | 31,568  | 27,427                               |

## **CONSOLIDATED STATEMENTS OF FINANCIAL POSITION** [Unaudited]

[In thousands of dollars]

| ASSETS           Current assets         41,613         29,095         39,289           Accounts receivable         76,673         72,366         65,017           Income taxes receivable         945         1,688         —           Inventories         131,315         118,753         117,609           Prepaid expenses         1,219         1,157         837           Property, plant and equipment         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES         Current liabilities         57,120         51,853         54,612           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         2,815 <t< th=""><th>[iii tilousanus oi uoliais]</th><th>As at<br/>August 31,<br/>2011</th><th>As at<br/>November 30,<br/>2011<br/>\$</th><th>As at December 1st, 2010</th></t<>   | [iii tilousanus oi uoliais]   | As at<br>August 31,<br>2011              | As at<br>November 30,<br>2011<br>\$        | As at December 1st, 2010             |
|--|---|--|--|--------------------------------------|
| Cash and cash equivalents         41,613         29,095         39,289           Accounts receivable         76,673         72,366         65,017           Income taxes receivable         945         1,688         —           Inventories         131,315         118,753         117,609           Prepaid expenses         1,219         1,157         837           Property, plant and equipment         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES         Current liabilities         57,120         51,853         54,612           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         23,030         19,714         17,623     <  | ASSETS  |  |  |                                      |
| Accounts receivable Income taxes receivable Inventories         76,673         72,366         65,017 Income taxes receivable Inventories         945         1,688         —           Inventories         131,315         118,753         117,609           Prepaid expenses         1,219         1,157         837           Property, plant and equipment Intangible assets         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES         Current liabilities         57,120         51,853         54,612           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         23,030         19,714         17,623           Contributed surplus         2,815         3,586   |   |  |  |                                      |
| Income taxes receivable   945   1,688     Inventories   131,315   118,753   117,609   Prepaid expenses   1,219   1,157   837     251,765   223,059   222,752     Property, plant and equipment   23,002   24,927   18,473   Intangible assets   15,806   16,639   7,420     Goodwill   51,335   50,748   43,335     Deferred taxes   3,336   3,303   2,972     LIABILITIES   Current liabilities   | ·   | •  |  |                                      |
| Inventories   131,315   118,753   117,609   Prepaid expenses   1,219   1,157   837   251,765   223,059   222,752   Property, plant and equipment   23,002   24,927   18,473   Intangible assets   15,806   16,639   7,420   Goodwill   51,335   50,748   43,335   Efferred taxes   3,336   3,303   2,972   EMBILITIES   20,004   20,0 |   | •  |  | 65,017                               |
| Prepaid expenses         1,219         1,157         837           Property, plant and equipment         251,765         223,059         222,752           Property, plant and equipment         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES         Current liabilities         57,120         51,853         54,612           Accounts payable and accrued liabilities income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Current bortion of long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           EQUITY         Share capital         23,030         19,714         17,623           Contributed surplus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive incom   |   |  |  |                                      |
| Property, plant and equipment         251,765         223,059         222,752           Property, plant and equipment         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES           Current liabilities           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           EQUITY           Share capital         23,030         19,714         17,623           Contributed surplus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive income (loss)         (1,   |   |  |  |                                      |
| Property, plant and equipment Intangible assets         23,002         24,927         18,473           Intangible assets         15,806         16,639         7,420           Goodwill         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES           Current liabilities           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           Other liabilities         23,030         19,714         17,623           Contributed surglus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive income (loss)         (1,415)         103         —           Equity attributable to shareholders of the Company         276,01  | Prepaid expenses  |  |  |                                      |
| Intangible assets   15,806   16,639   7,420   Goodwill   51,335   50,748   43,335   50,748   43,335   3,336   3,303   2,972   345,244   318,676   294,952  | Describe alout and exclusions   |  |  |                                      |
| Goodwill Deferred taxes         51,335         50,748         43,335           Deferred taxes         3,336         3,303         2,972           LIABILITIES           Current liabilities           Accounts payable and accrued liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           Other liabilities         23,030         19,714         17,623           Contributed surplus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive income (loss)         (1,415)         103         —           Equity attributable to shareholders of the Company         276,019         252,467         230,311           Non-controlling interests         3,962         3,720         3,430   |   | •  |  |                                      |
| Deferred taxes   3,336   3,303   2,972   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   294,952   345,244   318,676   318,676   318,676   318,676   318,676   318,676   318,672   318 | •   | •  |  | •                                    |
| LIABILITIES         Securrent liabilities           Accounts payable and accrued liabilities Income taxes payable         57,120         51,853         54,612           Income taxes payable         —         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           Other liabilities         23,030         19,714         17,623           Contributed surplus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive income (loss)         (1,415)         103         —           Equity attributable to shareholders of the Company         276,019         252,467         230,311           Non-controlling interests         3,962         3,720         3,430  |   |  |  |                                      |
| LIABILITIES           Current liabilities         57,120         51,853         54,612           Income taxes payable         —         —         3,741           Current portion of long-term debt         2,015         4,309         2,072           Long-term debt         820         1,235         786           Deferred taxes         3,605         3,471         —           Other liabilities         1,703         1,621         —           65,263         62,489         61,211           EQUITY         Share capital         23,030         19,714         17,623           Contributed surplus         2,815         3,586         3,906           Retained earnings         251,589         229,064         208,782           Accumulated other comprehensive income (loss)         (1,415)         103         —           Equity attributable to shareholders of the Company         276,019         252,467         230,311           Non-controlling interests         3,962         3,720         3,430  | Deletted taxes  |  |  |                                      |
| Share capital       23,030       19,714       17,623         Contributed surplus       2,815       3,586       3,906         Retained earnings       251,589       229,064       208,782         Accumulated other comprehensive income (loss)       (1,415)       103       —         Equity attributable to shareholders of the Company       276,019       252,467       230,311         Non-controlling interests       3,962       3,720       3,430         279,981       256,187       233,741  | Current liabilities Accounts payable and accrued liabilities Income taxes payable Current portion of long-term debt Long-term debt Deferred taxes Other liabilities | 2,015<br>59,135<br>820<br>3,605<br>1,703 | 4,309<br>56,162<br>1,235<br>3,471<br>1,621 | 3,741<br>2,072<br>60,425<br>786<br>— |
| Contributed surplus       2,815       3,586       3,906         Retained earnings       251,589       229,064       208,782         Accumulated other comprehensive income (loss)       (1,415)       103       —         Equity attributable to shareholders of the Company       276,019       252,467       230,311         Non-controlling interests       3,962       3,720       3,430         279,981       256,187       233,741   |   |  | 10 711                                     | 47.000                               |
| Retained earnings       251,589       229,064       208,782         Accumulated other comprehensive income (loss)       (1,415)       103       —         Equity attributable to shareholders of the Company       276,019       252,467       230,311         Non-controlling interests       3,962       3,720       3,430         279,981       256,187       233,741   |   | •  | · ·  |                                      |
| Accumulated other comprehensive income (loss)       (1,415)       103       —         Equity attributable to shareholders of the Company       276,019       252,467       230,311         Non-controlling interests       3,962       3,720       3,430         279,981       256,187       233,741   | •   | •  |  |                                      |
| income (loss)         (1,415)         103         —           Equity attributable to shareholders of the Company         276,019         252,467         230,311           Non-controlling interests         3,962         3,720         3,430           279,981         256,187         233,741   | · · · · · · · · · · · · · · · · · · ·   | 251,509                                  | 229,004                                    | 200,702                              |
| Company       276,019       252,467       230,311         Non-controlling interests       3,962       3,720       3,430         279,981       256,187       233,741  | income (loss)   | (1,415)                                  | 103  |                                      |
| Non-controlling interests         3,962         3,720         3,430           279,981         256,187         233,741  |   | 276.019                                  | 252.467                                    | 230.311                              |
| <b>279,981</b> 256,187 233,741   |   | •  |  |                                      |
|  | <b>U</b>  |  |  |                                      |
|  |   |  |  |                                      |

## **CONSOLIDATED STATEMENTS OF CASH FLOWS** [Unaudited]

[In thousands of dollars]

|  | For the three-month period ended August 31 |            | For the nine-month period ended August 31 |            |
|--|--|------------|---|------------|
|  | <b>2012</b><br>\$                          | 2011<br>\$ | <b>2012</b><br>\$                         | 2011<br>\$ |
|  | Ψ  | Ψ          | Ψ   | Ψ          |
| OPERATING ACTIVITIES                             |  |            |   |            |
| Net earnings Items not affecting cash            | 12,946                                     | 11,594     | 33,086                                    | 28,668     |
| Amortization of property, plant and equipment    | 1,315                                      | 1,447      | 3,911                                     | 4,339      |
| Amortization of intangible assets                | 587  | 536        | 1,750                                     | 1,395      |
| Deferred taxes                                   | 84   | 203        | 101                                       | 422        |
| Share-based compensation expense                 | 99   | 139        | 324                                       | 431        |
|  | 15,031                                     | 13,919     | 39,172                                    | 35,255     |
| Net change in non-cash working capital balances  | 1,598                                      | 2,016      | (11,121)                                  | (15,349)   |
|  | 16,629                                     | 15,935     | 28,051                                    | 19,906     |
| FINANCING ACTIVITIES                             |  |            |   |            |
| Repayment of long-term debt                      | (18)                                       | (1,132)    | (2,556)                                   | (1,232)    |
| Dividends paid                                   | (2, <del>5</del> 13)                       | (2,310)    | (7,525)                                   | (6,965)    |
| Common shares issued                             | 123  | 26         | 2,312                                     | 829        |
| Common shares repurchased for cancellation       | (2,534)                                    | (969)      | (2,803)                                   | (6,571)    |
|  | (4,942)                                    | (4,385)    | (10,572)                                  | (13,939)   |
| INVESTING ACTIVITIES                             |  |            |   |            |
| Business acquisitions                            | _  |            | (2,386)                                   | (18,498)   |
| Additions to property, plant and equipment and   |  |            | (2,000)                                   | (10,400)   |
| intangible assets                                | (759)                                      | (1,647)    | (2,466)                                   | (10,006)   |
| <b>G</b>   | (759)                                      | (1,647)    | (4,852)                                   | (28,504)   |
| Effect of exchange rate changes on cash and cash |  |            |   |            |
| equivalents                                      | (86)                                       | (33)       | (109)                                     | 19         |
| Net change in cash and cash equivalents          | 10,842                                     | 9,870      | 12,518                                    | (22,518)   |
| Cash and cash equivalents, beginning of period   | 30,771                                     | 6,901      | 29,095                                    | 39,289     |
| Cash and cash equivalents, end of period         | 41,613                                     | 16,771     | 41,613                                    | 16,771     |
| Supplementary information                        |  |            |   |            |
| Income taxes paid                                | 2,879                                      | 6,114      | 12,177                                    | 16,722     |
| Interest paid (received)                         | (123)                                      | 23         | (194)                                     | (30)       |
| . ,  | · · · · · · · · · · · · · · · · · · ·      |            | · · · · · ·                               | <u> </u>   |