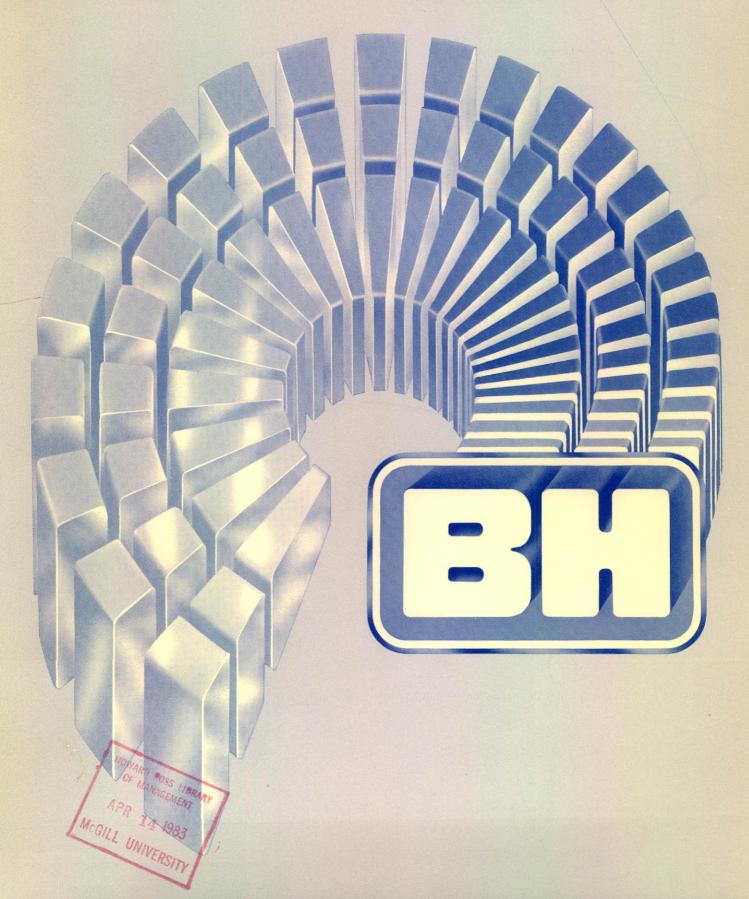


BLACKWOOD HODGE (CANADA) LIMITED ANNUAL REPORT 1982



CORPORATE INFORMATION and LOCATIONS

BLACKWOOD HODGE (CANADA) LIMITED

Sir William Shapland DIRECTORS F.J. King

F.G. Mundy R. Thacker C.L. Ferguson J.G. Torrance C.M. Laidley

OFFICERS

Chairman Sir William Shapland President F.J. King Vice President - Finance & Administration F.G. Mundy Secretary N.E. Warry

BLACKWOOD HODGE EQUIPMENT LIMITED

Co-ordinator - Marketing S. Hagen

EASTERN DIVISION

Vice President - General Manager F.G. Mundy

Vice President -

Finance and Administration R. Manetta Vice President - Sales D.G. Roberts Vice President - Customer Services W. Hachey

CENTRAL DIVISION

Vice President -

Manager Southern Operations V.T. Ward

Vice President -

Manager Northern Operations F.J. Castron

WESTERN DIVISION

Vice President - General Manager J.R. Letwin

SUNTRACT RENTALS DIVISION

Vice President - General Manager T.H. Hamilton

SUNTRACT MANUFACTURING CO. LIMITED

President R.B. Deschamps

BANKERS Canadian Imperial Bank of Commerce

AUDITORS Deloitte Haskins + Sells

Chartered Accountants

SOLICITORS Smith, Lyons, Torrance, Stevenson & Mayer

REGISTRAR AND

TRANSFER AGENT National Trust Company Limited

STOCK EXCHANGES Toronto Stock Exchange

Montreal Stock Exchange

HEAD OFFICE: 10 Suntract Road,

Weston, Ontario M9N 3N5 Tel.: (416) 244-2531

MAILING ADDRESS: P.O. Box 1004. Station A, Weston, Ontario M9N 3N5

CABLE ADDRESS: Suntract Toronto

Telex No. 069-65801

BLACKWOOD HODGE **EQUIPMENT LIMITED**

EASTERN DIVISION

1945 55th Avenue, Dorval, Quebec H9P 1G9

Tel.: (514) 636-1220

Branches: Ste-Foy, Black Lake, Val d'Or, Quebec,

Labrador City, Newfoundland, Dartmouth, Nova Scotia, Moncton, New Brunswick and

St. John's. Newfoundland

CENTRAL DIVISION

10 Suntract Road, P.O. Box 1004, Station A, Weston,

Ontario M9N 3N5 Tel.: (416) 244-2531

Branches: London, Ottawa, Sudbury, Timmins.

Sault Ste. Marie, Elliot Lake and Thunder Bay, Ontario

WESTERN DIVISION

Highway 6 North, P.O. Box 1427, Regina,

Saskatchewan S4P 3C2

Tel.: (306) 543-6355

Branches: Saskatoon and Prince Albert,

Saskatchewan, Winnipeg, Manitoba, Edmonton and

Calgary, Alberta, Surrey and Vernon,

British Columbia

SUNTRACT RENTALS DIVISION

163 Carlingview Drive, Rexdale, Ontario M9W 5E7

Tel.: (416) 675-7090

Branches: Scarborough, Hamilton, Ottawa, Kingston, Sudbury, Thunder Bay, London, Waterloo, Guelph,

Brantford, Elliot Lake and Timmins, Ontario

SUNTRACT MANUFACTURING CO. LIMITED

3820 Midland Avenue, P.O. Box 292, Agincourt,

Ontario M1S 1T0

Tel.: (416) 291-3778

Si vous désirez recevoir un exemplaire en français du rapport annuel Blackwood Hodge (Canada) Limited, veuillez vous adresser au service des finances, Siège social, 10 Suntract Road, P.O. Box. 1004, Station A, Weston, Ontario M9N 3N5

REPORT TO SHAREHOLDERS

In their Report dated 5th March 1982 with the Accounts for 1981 your Directors expressed the view that trading in 1982 would be very difficult. In fact it was worse than we had expected and it worsened progressively. In the first six months of 1982 Sales and Rentals were down 14.8 per cent, in the next three months down 38.7 per cent and in the last quarter down 42.7 per cent (in each case compared with the corresponding period of 1981). For the full year 1982 Sales and Rentals amounted to \$100,694,000 compared with \$140,388,000 in 1981, a decrease of \$39,694,000 or 28.3 per cent.

The decline in activity was in all divisions and across the country. Sales and Rentals of Equipment were restricted by lack of new investment and new work in the mining and construction industries and the volume of Servicing and Spare Parts business was down because of the reduced utilization of customers' equipment. This reflected the general pattern in our industry and bad as the results were, we believe that overall we more than maintained our position in the marketplace.

The decline in Sales and Rentals was to a small extent offset by an improvement in overall gross margins because of a change in the mix of sales. As a result the reduction in the amount of gross margins was 23.5%.

It is impossible in a business such as ours to reduce operating and overhead costs immediately to meet a decline in earnings in a period of economic recession. In 1982 economies were achieved and such costs were reduced by about 8 per cent compared with 1981. It would, in the opinion of your Directors, have been difficult to do more than this without making redundant large numbers of specialist personnel who it would be difficult and costly to replace when business again becomes normal.

Having regard to the present situation and particularly the depressed market value of construction and mining equipment your Directors felt obliged to take a conservative approach to the valuation of Inventories at 31st December 1982 and as a result reduced such valuation by over

\$3 million. In 1981 the corresponding figure was \$1 million.

Over the past four years high interest rates have caused a large increase in our borrowing costs. In 1982 our interest expense was \$10,536,000 which was \$3,862,000 less than in 1981. This saving was due in part to a fall in interest rates in the second half of 1982 but also to a decrease of over \$15 million in our borrowings between 31st December 1981 and 1982 as a result of large reductions in trade inventories and accounts receivable. It is interesting to note that in 1978 our interest expense was only \$6,591,000.

Because of the trading loss incurred in 1982 provisions made in the past for deferred income taxes amounting to \$4,580,000 are no longer required. After taking credit for this amount, the net loss for the year was \$4,232,000. This compares with a loss of \$427,000 in 1981 and a profit of \$1,876,000 in 1980.

The shareholders' equity at 31st December 1982 amounted to \$27,146,000, equivalent to \$11.10 per share.

Your Directors cannot pretend to be very happy about the results for 1982 but trading conditions were exceptionally bad. It is thanks to the loyalty, dedication and hard work of our management and employees that we were able to overcome many of the difficulties encountered and to maintain our operation in a position able to take advantage of any improvement in the economic climate just as soon as it happens.

By Order of the Board

Sir William Shapland, Chairman

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F.J. King, President

Toronto, 14th., March, 1983

BLACKWOOD HODGE (CANADA) LIMITED

(Under the Canada Business Corporations Act)

CONSOLIDATED BALANCE SHEET

	(\$0	00)
December 31	1982	1981
ASSETS		
Current assets:		
Cash	\$ 115	\$ 89
Accounts receivable	14,440	26,465
Instalment receivables	1,635	3,817
Inventories (Note 2)	53,254	64,689
Total current assets	69,444	95,060
Instalment receivables – due after one year	899	1,241
Property, plant and equipment (Note 3)	21,400	21,923
Goodwill	1,288	1,538

Approved by the Board of Directors:

F.J. King, Director

J.G. Torrance, Director

See Notes to the Consolidated Financial Statements

	(\$0	00)
December 31	1982	1981
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Bank indebtedness (Note 4)	\$20,985	\$ 27,878
Notes payable (Note 5)	15,307	20,273
Accounts payable and accrued charges	6,292	10,098
Income and other taxes payable	815	1,587
Due to affiliated companies	403	397
Current portion of long-term debt (Note 6)	2,550	1,091
Deferred income taxes	320	4,118
Total current liabilities	46,672	65,442
Notes payable – due after one year (Note 5)	480	1,198
Long-term debt (Note 6)	17,601	19,776
Deferred income taxes	1,132	1,968
Total liabilities	65,885	88,384
Shareholders' equity:		
Share capital (Note 7)	5,672	5,672
Appraisal surplus	6,354	6,559
Retained earnings	15,120	19,147
Total shareholders' equity	27,146	31,378
Total	\$93,031	\$119,762

CONSOLIDATED STATEMENT OF LOSS AND RETAINED EARNINGS

	(\$00	10)
year ended December 31	1982	1981
Sales and rentals	\$100,694 99,539	\$140,388 129,558
Earnings from operations	1,155 569	10,830 1,017 304
Earnings before interest charges	1,724	12,151
Interest charges – current	7,447 3,089	10,419
Total interest charges	10,536	14,398
Loss before income taxes	(8,812) (4,580)	(2,247) (1,820)
Loss for the year	(4,232) 19,147	(427) 19,574
Appraisal surplus realized on sale of property	14,915 	19,147 —
Retained earnings, end of year	\$ 15,120	\$ 19,147
Loss per share	\$ (1.73)	\$ (.17)

CONSOLIDATED STATEMENT OF CHANGES IN FINANCIAL POSITION

	(\$000	0)
year ended December 31	1982	1981
WORKING CAPITAL PROVIDED From operations		
Loss for the year	\$ —	\$ (427)
Depreciation and amortization	_	1,717 331
Provided from operations	- 0.050	1,621
Sale of rental fleet	2,258 342	1,479
Redemption of preferred shares in affiliated company	342	1,226
		1,350
Total	2,600	5,676
WORKING CAPITAL APPLIED To operations		
Loss for the year	4,232	_
Depreciation and amortization	(1,666)	_
Deferred income taxes	836	_
Applied to operations	3,402	
Property, plant and equipment	3,151	2,845
Decrease in notes payable	718	5,737
Decrease in long-term debt	2,175	2,265
Acquisition of affiliates, less working capital acquired	_	1,439
Total	9,446	12,286
Decrease in working capital	6,846	6,610
Working capital, beginning of year	29,618	36,228
Working capital, end of year	\$22,772	\$29,618

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 1982

1. SIGNIFICANT ACCOUNTING POLICIES

Basis of consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Blackwood Hodge Equipment Limited, and that company's whollyowned subsidiaries:

Les Équipements Blackwood Hodge Québec Ltée. Suntract Manufacturing Co. Limited.

Foreign currency translation

Transactions in foreign currencies have been translated into Canadian dollars at rates prevailing at the time of the transactions. Current assets and liabilities have been translated at the quoted rates of exchange at the end of the year. Gains and losses on foreign exchange are included in the determination of earnings for the year.

Instalment receivables

The profit on sales which are financed by instalment sales contracts is recognized at the time of the sale and the interest earned is recognized over the term of the contract.

Valuation of inventory

Equipment for resale, parts and supplies are recorded at the lower of cost and net realizable value. Rental equipment is recorded at the lower of cost (including repairs and interest), reduced by a provision for decline in value over the terms of the respective rental agreements, and net realizable value.

Cost is on a specific-item basis for equipment and on a first-in, first-out basis for parts and supplies.

Property, plant and equipment

Equipment, rental fleet and equipment under capital leases are recorded at cost. The Company has land and buildings appraised periodically and records the resulting values at that time by eliminating accumulated depreciation and adjusting the asset accounts to appraisal value.

Depreciation is provided on the straight-line basis at the following annual rates:

Buildings	22							20	21/20	10
Equipment									10% - 209	10
Rental Fleet	32	7	14		*)		*		14% - 259	10

Leased equipment

Equipment taken on lease on terms which transfer substantially all of the benefits and risks of ownership to the Company are accounted for as "capital leases", as though an asset has been purchased and a liability incurred. This equipment is amortized on the straight-line basis at rates from 10% to 20%. All other items of equipment or property held on lease are accounted for as operating leases.

Goodwill

Goodwill is stated at cost less accumulated amortization and is being charged to earnings on the straight line basis over seven years.

Income taxes

Capital cost allowance for income tax purposes is claimed on rental equipment included in inventories. The excess of capital cost allowance claimed over depreciation provided in the accounts on such equipment results in a deferral of income tax which is included in current liabilities.

The non-current portion of deferred income taxes arises principally from claiming capital cost allowance for tax purposes in excess of depreciation recorded for buildings, equipment and the rental fleet.

Pensions

Pension costs are charged to earnings on a current basis.

2. INVENTORIES

	1982	1981
Equipment for resale	\$37,627,000	\$45,696,000
Parts and supplies	15,627,000	18,993,000
	\$53,254,000	\$64,689,000
3. PROPERTY, PLANT AND	EQUIPMENT	
	1982	1981
Land	\$ 5,140,000	\$ 4,936,000
Buildings	11,726,000	12,355,000
Equipment	6,902,000	7,365,000
Rental fleet	8,710,000	8,099,000
capital lease	1,350,000	1,118,000
	33,828,000	33,873,000
Less accumulated depreciation and		
amortization	12,428,000	11,950,000
	\$21,400,000	\$21,923,000

The amount of amortization of equipment under capital leases charged to expense is \$240,000, (1981 – \$197,000).

Land and buildings are recorded at their going concern value, based upon appraisals made by Bosley Farr Associates Ltd. as of December 31, 1977, with subsequent additions at cost. The excess of appraisal value over depreciated value is included in shareholders' equity.

4. BANK INDEBTEDNESS

			1982	1981
Current operating			¢ 0.004.000	f 7.710.000
loans	9.5	12	\$ 2,364,000	\$ 7,719,000
Outstanding cheques			621,000	2,159,000
Bankers' acceptances			18,000,000	18,000,000
			\$20,985,000	\$27,878,000

Accounts receivable are assigned as security for the current operating loans and bankers' acceptances. The current operating loans bear interest to a maximum of ½% over the bank's prime rate which at December 31, 1982 was 12½%. Bankers' acceptances bear interest at rates varying between 12% and 17% and are issued for a period of up to 92 days.

5. NOTES PAYABLE

Notes payable are secured by liens on specific items in the equipment inventory and rental fleet, bear interest at rates from 12.0% to 21.5% at December 31, 1982 and are payable within 3 to 17 months.

6. LONG-TERM DEBT

O. LOITO I LITTI DEDI		
	1982	1981
Term bank loans	\$16,000,000	\$17,500,000
Loans – affiliated companies	3,435,000	2,536,000
capital leases	507,000	516,000
Mortgages	209,000	315,000
	20,151,000	20,867,000
Less portion included		
in current liabilities	2,550,000	1,091,000
	\$17,601,000	\$19,776,000

The term bank loans bear interest to a maximum of 1% over the bank's prime rate and to the extent of \$9,000,000 are secured by a collateral mortgage on certain of the land and buildings. They are repayable as follows:

May 10, 19	984 .										\$7,000,000
Dec. 31, 19	983 to	198	6		 	. \$	2.2	250	0.0	00	per annum

Current operating loans, bankers' acceptances and term bank loans are guaranteed to the extent of \$17,000,000 by an affiliated company, Blackwood Hodge p.l.c.

Loans payable to affiliated companies have no fixed terms of repayment and bear interest generally at rates from 8% to 9%. Interest on these loans amounted to \$210,000 (1981 – \$258,000).

Obligations under capital leases bear interest at rates from 9% to 15% and expire at varying dates to December 31, 1987. Interest on long-term debt includes \$96,000 (1981 – \$73,000) with respect to these obligations.

Mortgages payable are secured by various properties, are repayable within 1 to 4 years, and bear interest at rates from $7^3/6\%$ to $10^{1/2}\%$.

The portions of long-term debt maturing within 5 years are:

1983										\$2,550,000
										9,479,000
										2,394,000
1986	v		3.	8.						2,290,000
1987						.00	2		¥	3,000

7. SHARE CAPITAL

Authorized:

An unlimited number of no par value common shares. Issued and fully paid:

2,445,450 common shares

55,750 shares are reserved for issuance under the Company's employee stock option plan. Options to purchase 53,500 shares at \$4.28 per share were granted in April 1980. These options may be exercised on a cumulative basis at 20% per year and expire on April 30, 1985. To December 31, 1982 no options have been exercised.

8. INCOME TAXES

	1982	1981
Deferred reduction	\$(4,580,000)	\$(1,985,000)
Current	_	165,000
	\$(4,580,000)	\$(1,820,000)
	\$(4,580,000)	\$(1,820,00

Income taxes for the current year have been adjusted as a result of the inventory allowance of \$1,101,000 (1981 - \$1,244,000) which has increased the loss for income tax purposes.

9. COMMITMENTS

Various subsidiaries have entered into operating leases for business premises for periods up to 5 years. Annual rental costs approximate \$590,000.

10. CONTINGENT LIABILITIES

The Companies are contingently liable on instalment sales contracts and customers' notes discounted amounting to \$7,969,000 (1981 – \$12,077,000).

11. SEGMENTED INFORMATION

The Company's dominant segment is the sale, rental, manufacture and service of heavy equipment in Canada.

12. BRITISH COLUMBIA COMPANIES ACT

The consolidated financial statements of the Company comply with the Canada Business Corporations Act, but do not necessarily comply with every regulation under Section 198 of the British Columbia Act.

AUDITORS' REPORT

To the Shareholders of Blackwood Hodge (Canada) Limited:

We have examined the consolidated balance sheet of Blackwood Hodge (Canada) Limited as at December 31, 1982 and the consolidated statements of loss and retained earnings and of changes in financial position for the year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we consider necessary in the circumstances.

In our opinion, these consolidated financial statements present fairly the financial position of the Company as at December 31, 1982 and the results of its operations and the changes in its financial position for the year then ended in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

OUR BUSINESS

Blackwood Hodge is one of the largest concerns in Canada specializing in the sale and servicing of earthmoving and construction equipment. The Company operates from coast to coast in Canada.

Blackwood Hodge supplies equipment such as off-highway trucks, scrapers, crawler tractors, front-end loaders, graders, crushing, asphalt, paving, compacting and concrete surfacing equipment, forest and mining equipment, shovels and drag-lines, hydraulic excavators and cranes used in mining, road building and quarrying and in the construction of hydro-electric projects and in most civil engineering and building projects.

This equipment is sold, leased or rented by Blackwood Hodge, franchised by leading manufacturers in the industry (including those listed in certain territories). The Company also provides the parts and servicing facilities vital to the performance of the equipment.

Suntract Rentals, a division of Blackwood Hodge Equipment Limited, specializes in the rental, sales and maintenance of a wide range of small to medium sized equipment; to mention a few, vibratory rollers and compactors, pumps, compressors, portable heaters and generators, with branches throughout Ontario to serve the rental market.

FIVE YEAR FINANCIAL REVIEW

(\$000) Sales and rentals	1982	<u>1981</u>	1980	<u>1979</u>	<u>1978</u>
	\$100,694	\$140,388	\$134,779	\$129,868	\$111,275
Operating earnings	\$ 1,155 569	\$ 10,830 1,017 304	\$ 12,963 916	\$ 12,860 855	\$ 10,127
Interest expense	10,536	14,398	11,483	8,670	6,591
	(4,580)	(1,820)	520	1,800	1,469
Net earnings (loss) from operations Extraordinary item	(4,232)	(427) —	1,876	3,245 617	2,784
Net earnings (loss)	\$ (4,232)	\$ (427)	\$ 1,876	\$ 3,862	\$ 2,784
Cash flow . Earnings (loss) per share . Dividends . Equity per share . Shareholders' equity . Working capital . Total assets .	\$ (3,402)	\$ 1,621	\$ 3,597	\$ 6,335	\$ 4,851
	(1.73)	(.17)	.77	1.59	1.16
	—	—	.30	.20	—
	11.10	12.83	13.01	12.54	11.27
	27,146	31,378	31,805	30,663	27,162
	22,772	29,618	36,228	40,739	22,801
	\$ 93,031	\$119,762	\$133,067	\$134,123	\$114,253

PRODUCTS

TEREX CORPORATION

IBH HOLDING AG.
Earthmoving equipment.
crawler tractors, rubber tired dozers,
crawler loaders, rubber tired loaders,
log loaders, scrapers and rear dumps.

CEDARAPIDS/EL-JAY

IOWA MANUFACTURING CO.

SUBSIDIARY OF RAYTHEON COMPANY

Aggregate processing equipment, Cedarapids asphalt equipment, WIRTGEN planing machines

SUNTRACT

SUNTRACT MANUFACTURING CO. LIMITED
Stationary and portable crushing and screening equipment for the aggregate industry, conveyors and storage silos, bulk material handling equipment and custom steel fabrications.

WAGNER

WAGNER MINING EQUIPMENT COMPANY
A DIVISION OF PACCAR CO.
Underground mining and tunneling vehicles, Scooptrams, Teletrams, trucks and utility vehicles.

RAYGO

Self-propelled vibratory compactors.
Earth and landfill compactors, asphalt rollers and BARCO pavement milling machines.

BUCYRUS-ERIE
BUCYRUS-ERIE COMPANY
CONSTRUCTION EQUIPMENT DIVISION
Cranes, clamshells, draglines, shovels, hydraulic excavators, backhoe-loaders.

CHAMPION
CHAMPION ROAD MACHINERY LIMITED
Motor graders.

DROTT-POCLAIN

J.I. CASE COMPANY – DROTT DIVISION

Hydraulic excavators, crawler and rubber-tire mounted, carry-deck cranes, and front shovels.

EAGLE EAGLE IRON WORKS
Specialized washing equipment; sand, stone, clay and ore processing.

ESCO

ESCO LIMITED

Manganese wear parts, buckets, teeth and adapters.

GOMACO
GOMACO CORPORATION
Concrete construction equipment

GOODYEAR

GOODYEAR CANADA INC.
Plylon and steel cable conveyor belting, total belt service, air and liquid mine hose.

TITAN
GENERAL MOTORS OF CANADA
Off-highway diesel electric haulers.

HITACHI
MARUBENI CONSTRUCTION MACHINERY CANADA LTD.
Hydraulic excavators and front shovels.

MOUNTAIN LOGGER

MOUNTAIN MANUFACTURING CO. INC.
Cable and grapple skidders.

MWM-MURPHY DIESEL MURPHY DIESEL COMPANY
Air and liquid cooled diesel engines, marine engines and generator sets.

NORTHWEST NORTHWEST ENGINEERING COMPANY Draglines, cranes and front shovels.

RAYGO WAGNER SUBSIDIARY OF RAYGO Industrial and forestry material handling equipment, log stackers, chipdozers, container handlers and steel product handling equipment.



BLACKWOOD HODGE (CANADA) LIMITED 10 Suntract Road, Weston, Ontario M9N 3N5