FRUEHAUF

Annual Report 1982















Financial Highlights

1982	1981
\$48,383,241	\$80,688,550
477,387	6,007,187
1.0	7.4
608,387	3,633,187
1.3	4.5
.22	1.34
.375	.60
21.31	21.12
64,611,894	66,569,055
45,746,516	44,317,358
408	442
378	688
	\$48,383,241 477,387 1.0 608,387 1.3 .22 .375 21.31 64,611,894 45,746,516 408

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Annual Meeting of Shareholders

The Annual Meeting of Shareholders of Fruehauf Canada Inc. will be held on Friday, April 22, 1983, at 2:30 p.m. (Toronto time) at the Head Office of the Company, 2450 Stanfield Road, Mississauga, Ontario.

Proxies will be solicited from Shareholders when the Notice of Annual Meeting and Proxy Statements are mailed on or about March 24, 1983.

Head Office: Fruehauf Canada Inc. 2450 Stanfield Road Mississauga, Ontario L4Y 1S3

Report on Operations 1982

To Our Shareholders:

In a year of unprecedented business decline we were able to convert a loss at the end of nine months to a profit for the year. Net earnings of \$0.6 million were attained on sales of \$48 million.

The year started slowly with indication of possible improvement by mid year, however by the second half the entire Canadian economy was on a down turn. As freight movement slowed, considerable excess capacity was prevalent with most trucking companies and as a consequence the demand for new trailers virtually dried up.

The necessary restrictive cost measures and employment reductions were instituted early in the year. These actions were followed by a move to a work sharing program by mid year to reduce the number of terminations. It was necessary to drop work sharing and move to a shutdown of one plant at the end of November. Currently we have both plants operating, albeit at the low end of normal capacity.

Total sales in 1982 of \$48,383,241 were 40% below the \$80,688,550 in 1981. The sales level directly mirrors the entire trailer industry. Net earnings for the current year were \$608,387 compared to \$3,633,187 in the preceding year. The current year benefits from a credit tax provision of \$131,000 resulting from the inventory tax credit application under the income tax act. Earnings per share were 22 cents for the current year and \$1.34 in the prior year.

Dividends

During each of the first three quarters of the year a dividend of 12½ cents was paid, a total of 37½ cents. In view of economic conditions no dividend was paid in the fourth quarter. Fruehauf Corporation (U.S.) waived its right to all dividends in 1982. This action by the majority shareholder had a beneficial equity effect for all other shareholders.

Costs and Expenses

With a decline in business of 40% in the year, cost of sales as a percent of sales was up significantly, reaching 93.1% as compared to 86.9% in the previous year. This increase reflects the continuing fixed components of cost related to the lower volume.

Both selling and administration expense and depreciation, while lower than the previous year, do reflect a higher relation to sales. Selling and administration expenses were down approximately 24%, but were 10.1% of net sales in 1982 compared to 7.9% in the previous year. Depreciation expense, down approximately 8%, was 3% to sales, up from 2% in 1981. The relationship of depreciation to sales in the year demonstrates the adverse impact of fixed cost items in a period of reduced volume.

Earlier in this letter we touched on the type of restrictive measures employed throughout the year. These actions while not to our liking, particularly the staff reductions, were dictated by the economic climate. It was only through our stringent cost control actions that we were able to achieve the small profit reported for the year. We are, however, fortunate that our facilities and equipment have been well maintained and recently modernized for efficient production, placing us in an excellent position to take full advantage of an upturn in the economy.



Financing

Revenue from financing was a bright spot in a year plagued by business difficulties. Finance and other interest was up 2.2% and while the increase was bolstered by earnings on market investments, we did increase the percentage of equipment financed. This was realized as interest rates fell — chartered bank prime rates were an average 15.9% for 1982 compared to 19.5% average in 1981.

Investment in installment contracts of \$14,119,262 at year end was only 4.5% below the previous year despite the extent of sales decline from the prior period. The stabilizing effect of our financing portfolio is particularly beneficial in periods of fluctuating sales. We continue to be in a position to maintain our aggressive promotion of this desirable arm of our operations.

Fixed Assets

Expenditures on capital equipment in 1982 were \$473,427, less than 25% of the preceding year. Having completed the major manufacturing expansion earlier and given the lesser business demand and continuing high interest rates, we purposely restricted any major expenditures during the year.

Depreciation of plant and equipment totalled \$1,329,401 compared to \$1,427,615 in the preceding year. This minimal change in the year is largely a reflection of older assets becoming fully depreciated. We depreciate assets over their estimated useful lives — ten years for machinery, seven years for automotive and up to forty years for buildings. For tax purposes, however, we claim maximum available allowances which give rise to the deferred income taxes on our balance sheet. This technique has a decided benefit to cash flow.

Financial Strengths

Your Company enters 1983 in a strong financial position. During 1982 approximately \$5 million was moved from accounts receivable to cash. At the same time our continuing effort to reduce inventory levels resulted in the conversion of \$7 million into cash. All of these funds are invested in revenue producing short-term market securities. In order to provide a more informative presentation of the effect of the various aspects of operations on cash, we have this year revised the format of the statement of Changes in Financial Position as shown on page 8 of this report.

This year the ratio of current assets to current liabilities increased to 12.2 to 1, up from 7.8 to 1 a year earlier. Our Balance Sheet, completely without debt at this time, portrays a strong position and our capability to meet the financial requirements of business growth as the economy turns around.

Facilities and Outlook

Throughout this report and over the recent years we have indicated that our facilities and equipment have been well maintained to modern standards. Our major manufacturing expansion program was undertaken for the demands of the decade of the 80's. While the decade commenced on a low key, we do believe that the current situation will be reversed in due course.

The transportation industry, dependent on the movement of goods to market, is an industry that reacts quickly to economic changes. Given a few months of consistent improvement in the economy, our customers should soon experience a demand for new and additional equipment. Such demand should enable us to achieve a desired earnings turn around.



There are encouraging signs. Inflation is slowly coming down although not as fast in this country as our neighbour to the south. Interest rates are approaching a more manageable range for investment consideration. It remains now for the basic fabric of the country itself to regain the confidence necessary to promote growth. The second half of the coming year may start to reflect this change.

Your directors take this opportunity to express their appreciation for the support and understanding of our employees, our customers and our shareholders during these trying times.

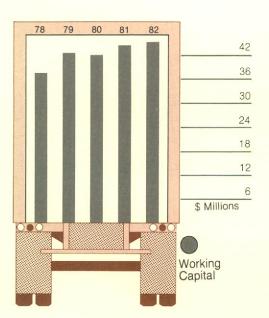
On behalf of the Board

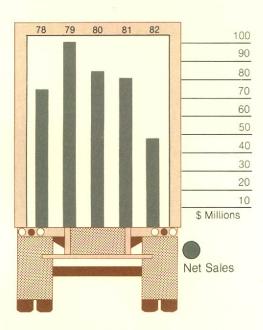
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T. J. Reghanti, President

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D. A. Grinstead Vice President









Auditors' Report

The Shareholders Fruehauf Canada Inc.

Touche Ross & Co.

AUDITORS' REPORT

The Shareholders, Fruehauf Canada Inc.

We have examined the balance sheet of Fruehauf Canada Inc. as at December 31, 1982 and the statements of net earnings, retained earnings and 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 considered necessary in the circumstances.

In our opinion, these financial statements present fairly the financial position of the Corporation 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.

Toronto, Ontario, February 10, 1983.

Chartered Accountants

Tauche Lor & Co.



P.O. BOX 12 - FIRST CANADIAN PLACE - 100 KING STREET WEST - TORONTO (ONTARIO) M5X 1B3 TELEPHONE (416) 364-4242 - TELEX 065-24310

Statement of Net Earnings

Years Ended December 31

	1982	1981
Revenues		
Net sales	\$ 48,383,241	\$ 80,688,550
Finance and other interest	3,496,920	3,418,782
	51,880,161	84,107,332
Costs and Expenses		
Cost of sales	45,061,975	70,104,569
Selling and administration	4,886,075	6,414,357
Depreciation	1,454,724	1,581,219
	51,402,774	78,100,145
Earnings Before Taxes on Income	477,387	6,007,187
Taxes on income		
Current	317,300	1,571,400
Deferred	(448,300)	802,600
	(131,000)	2,374,000
Net Earnings for the Year	\$ 608,387	\$ 3,633,187
Earnings per share	\$0.22	\$1.34

Balance Sheet

As at December 31

Assets		
	1982	198
Current Assets		
Cash and short-term notes	\$12,682,593	\$ 646,00
Trade receivables		
Current accounts	5,452,149	10,570,159
Installment contracts (Note 1)	14,119,262	14,778,565
Inventories (Note 2)	17,512,329	24,741,647
Prepaid expenses	49,201	39,346
Total Current Assets	49,815,534	50,775,808
Equipment Leased to Customers (Note 3)	307,396	448,309
Fixed Assets		
Land	740,809	737,475
Buildings and equipment	11,789,476	11,510,607
Machinery and other equipment	10,953,872	10,904,439
	23,484,157	23,152,521
Less accumulated depreciation	8,995,193	7,807,583
	14,488,964	15,344,938
Total Assets	\$64,611,894	\$66,569,055

On behalf of the Board

Director

Director

0

Fruehauf Canada Inc.

Incorporated under the Canada Business Corporations Act

Liabilities and Shareholders' Equity		
	1982	1981
Current Liabilities		
Accounts payable		
Trade	\$ 2,634,361	\$ 4,158,629
Affiliates (Note 4)	161,457	602,31
Taxes on income		
Current		62,210
Deferred	1,273,200	1,635,300
Total Current Liabilities	4,069,018	6,458,450
Deferred Taxes on Income	2,886,000	2,972,200
Shareholders' Equity		
Capital stock		
Authorized		
Unlimited number of shares		
of one class		
Issued and outstanding		
2,705,775 shares	5,149,063	5,149,063
Retained earnings	52,507,813	51,989,342
	57,656,876	57,138,405
Total Liabilities and Shareholders' Equity	\$64,611,894	\$66,569,055

Statement of Retained Earnings

Years Ended December 31

	1982	1981
Balance at beginning of year	\$ 51,989,342	\$ 49,979,620
Net earnings for the year	608,387	3,633,187
	52,597,729	53,612,807
Cash dividends (Note 4)	89,916	1,623,465
Balance at end of year	\$ 52,507,813	\$ 51,989,342

Statement of Changes in Financial Position

Years Ended December 31

	1982	1981
Funds Derived From		
Operations		
Net earnings	\$ 608,387	\$ 3,633,187
Depreciation of equipment leased		
to customers	125,323	153,604
Depreciation of fixed assets	1,329,401	1,427,61
Deferred taxes on income	(448,300)	802,600
Total from Operations	1,614,811	6,017,006
Changes in:		
Trade receivables	5,777,313	(275,754
Inventories	7,229,318	(2,255,456
Equipment leased to customers — net	15,590	200,94
	14,637,032	3,686,738
unds Applied To		
Changes in:		
Accounts payable	1,965,122	821,786
Current taxes on income	62,210	2,441,718
Prepaid expenses	9,765	(27,108
Fixed assets — net	473,427	2,284,13
Dividends	89,916	1,623,46
	2,600,440	7,143,99
unds		
Net change during year	12,036,592	(3,457,255
Cash and short-term notes:		
Beginning of year	646,001	4,103,25
End of year	\$12,682,593	\$ 646,00

Notes to Financial Statements

December 31

Summary of Accounting Principles

Inventories

Inventory amounts are based upon physical determinations during the year and have been stated at the lower of cost or market prices. Cost prices are determined by the first-in, first-out method, and market prices represent the lower of replacement cost or estimated net realizable value.

Equipment Leased to Customers

Leased equipment is stated at cost, less accumulated depreciation which is provided for on a straight line basis to a projected lease terminal value. Rental payments are recognized as income over the term of the lease.

Fixed Assets

The Corporation records fixed assets at their historical cost. Depreciation is provided on a straight line basis over the life expectancy of the asset. Buildings and machinery and equipment are depreciated over 25 to 40 years and 5 to 10 years respectively.

Taxes on Income

The Corporation claims maximum reductions available for income tax purposes in any fiscal period and follows the tax allocation method of accounting for income taxes.

Pensions

The Corporation has noncontributory pension plans covering substantially all employees. Current service costs of pension benefits are accrued and funded on a current basis. Past service costs are amortized and funded over periods not exceeding fifteen years.

Note 1 - Installment Contracts

At December 31 installment contracts are stated after deduction of deferred finance charges of \$3,830,493 for 1982 and \$4,195,277 for 1981 and include installments due after one year of approximately \$8,093,000 for 1982 and \$8,847,000 for 1981.

Note 2 - Inventories	1982	1981
New trailers	\$ 7,455,985	\$ 8,103,443
Production parts, work in process and raw materials Service parts and orders	4,842,265	9,622,451
in process Used trailers	3,587,153 1,626,926	4,589,992 2,425,761
	\$17,512,329	\$24,741,647

Note 3 - Equipment Leased to Customers

Accumulated depreciation at December 31 is \$487,062 for 1982 and \$503,655 for 1981.

Note 4 - Transactions with Affiliates

Shares of the Corporation are 91% owned by Fruehauf Corporation (U.S.). During the year the major shareholder waived its rights to dividends declared in 1982.

Under a long standing agreement Fruehauf Corporation (U.S.) provides technical assistance on products and methods for which a fee is paid. In addition the Corporation purchases production components from the major shareholder and its affiliates in the normal course of business. Costs and expenses include costs arising from these transactions, primarily purchases of production components, aggregating approximately 3.5% of total costs and expenses for 1982 and 7.6% for 1981.

Note 5 - Pensions

Based on actuarial valuations and estimates, unfunded service costs of pension plans at December 31 amount to approximately \$43,000 for 1982, \$1,670,000 for 1981. Unfunded vested benefits at December 31 amount to approximately \$17,900 for 1982, \$301,000 for 1981. Total pension expense was \$130,400 in 1982 and \$330,606 in 1981.

Note 6 - Segmented Information

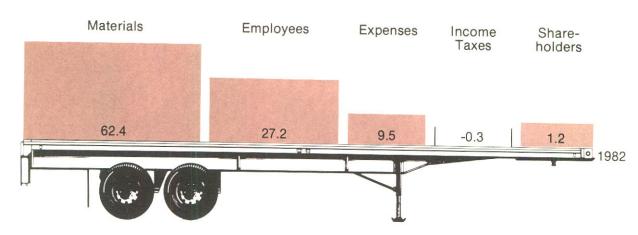
The Corporation is a supplier in the domestic commercial trailer industry and is involved in the manufacture, sales and service of commercial truck trailers including replacement parts thereto. Sales are made directly to transport operators from branch facilities or distributors throughout Canada and finance revenue relates solely to the sale of the Corporation's products.

Statistical Summary

		1982		1981		1980		1979
Income Data								
Sales	\$ 48	.383,241	\$	80,688,550	\$	85.803.397	\$ 11	00,535,167
Finance and Other Interest		496,920	Ψ	3,418,782	0	2,596,796	ΨΙ	2.717.010
Cost of Sales		,061,975		70,104,569		71,038,237		84,442,352
Per cent to Sales	10	93.1		86.9		82.8	,	84.0
Selling and Administration	\$ 4	.886,075	\$	6,414,357	S	5.865.401	\$	5.353.159
Per cent to Sales	Ψ .	10.1	Ψ.	7.9		6.8	4	5.3
Depreciation				1.0		0.0		0.0
Equipment Leased to Customers	\$	125,323	\$	153,604	\$	285.958	\$	219.612
Fixed Assets		,329,401		1,427,615	4	921.428	Ψ	532.106
Earnings before Taxes on Income		477,387		6,007,187		10,289,169		12,704,948
Per cent to Sales		1.0		7.4		12.0		12.6
Net Earnings	\$	608,387	\$	3,633,187	\$	6,267,169	\$	7,377,648
Per cent to Sales	-	1.3		4.5	4	7.3	Ψ	7.3
Per Share Outstanding		.22		1.34	S	2.32	\$	2.73
						7		- Walk V
Capital Investment in Year								
Equipment Leased to Customers	\$	_	\$	_	\$	353,760	\$	130,553
Fixed Assets		473,427		2,284,132		7,482,816		3,086,502
Financial Position Year-End								
Total Assets	\$ 64	611,894	S	66,569,055	\$	67.020.237	SF	55.541,843
Working Capital		746,516	•	44,317,358		41.875.407		12,227,936
Current Ratio		12.2 to 1		7.8 to 1		5.3 to 1		3.9 to 1
Installment Contracts Receivable	\$ 14	,119,262	\$	14,778,565	S	15,958,358	\$ 1	4,265,578
Equipment Leased to Customers—Net		307,396		448,309		802.855		813,898
Fixed Assets—Net	14	,488,964		15,344,938		14,488,421		7,931,179
Shareholders' Equity		,656,876		57,138,405		55,128,683	E	50,079,113
Book Value per Share		21.31		21.12		20.37		18.51
Employment								
Number of Employees at Year-end		378		688		670		1138
Shareholders								
Number of Shareholders		408		442		404		412
Dividends per Share	\$.37½	\$.60	\$.45	\$	412
2do.ido por oriaro	Ψ	.01 /2	Φ	.00	Ф	.40	Φ	.40

1978	1977	1976	1975	1974	1973
\$ 75,382,328	\$ 58,657,252	\$ 40,872,708	47,161,334	\$ 60,073,980	\$ 51,031,753
2,611,338	2,435,626	2,588,410	2,320,268	2,049,814	1,464,868
62,860,803	49,387,915	33,413,631	37,271,914	46,651,292	39,677,021
83.3	84.2	81.8	79.0	77.7	77.7
\$ 4,641,935	\$ 4,018,933	\$ 3,371,762	\$ 3,414,829	\$ 3,585,503	\$ 3,079,854
6.2	6.9	8.2	7.2	6.0	6.0
\$ 312,234	\$ 461,312	\$ 691,128	\$ 999,485	\$ 1,164,293	\$ 1,323,637
477,760	450,868	454,399	434,194	481,757	382,910
9,700,934	7,185,551	5,488,035	6,866,271	9,539,837	7,687,493
12.9	12.3	13.4	14.6	15.9	15.1
\$ 5,670,934	\$ 4,419,551	\$ 2,993,035	\$ 3,674,271	\$ 5,388,837	\$ 4,260,493
7.5	7.5	7.3	7.8	9.0	8.3
\$ 2.10	\$ 1.63	\$ 1.11	\$ 1.36	\$ 1.99	\$ 1.57
\$ 809,291	\$ 93,541	\$ 91,446	\$ 226,910	\$ 404,096	\$ 2,490,012
1,406,844	487,349	327,018	310,015	424,063	1,121,288
\$ 57,125,200	\$ 46,574,491	\$ 44,496,305	\$ 43,168,288	\$ 49,429,223	\$ 41,022,816
38,115,160	34,725,033	31,108,456	28,294,922	25,054,640	19,713,525
4.0 to 1	6.3 to 1	5.1 to 1	4.5 to 1	2.5 to 1	2.7 to 1
\$ 15,283,484	\$ 14,583,474	\$ 14,472,937	\$ 17,656,167	\$ 17,545,115	\$ 14,404,473
932,665	847,494	1,292,459	2,239,625	3,417,789	4.694,717
5,389,539	4,473,602	4,501,418	4,629,361	4,766,718	4,829,978
43,919,064	39,465,729	36,196,133	34,285,408	30,707,047	26,400,520
16.23	14.59	13.38	12.67	11.35	9.75
1008	779	792	635	966	1145
\$ 419	\$ 428	\$ 425	\$ 406	\$ 417	\$.40
\$.45	\$.42½	\$.40	\$.40	\$.40	

Revenue Distribution*



Materials

Raw materials, component parts, accessories and trade-in units for resale

Employees

Wages, salaries and benefits

Expenses

Operating and general expenses including depreciation and interest expense

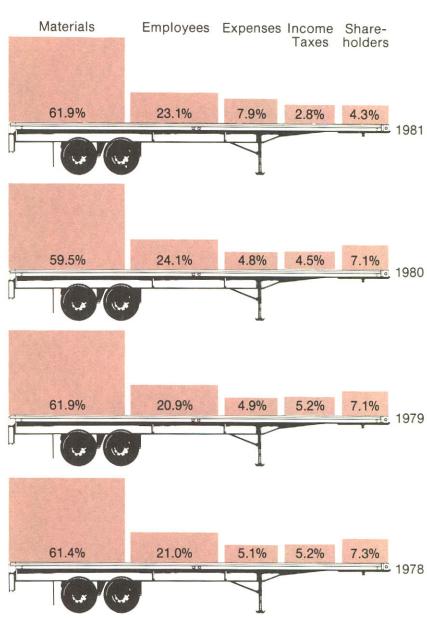
Income Taxes

Federal and provincial taxes on income

Shareholders

Net earnings after taxes available for dividends and reinvestment for future growth

*Revenues include sales plus finance and other interest earned in each of the periods.



Directors and Officers

Directors

T. J. Reghanti President of the Corporation and President and Chief Operating Officer, Fruehauf Corporation, Detroit, Michigan

D. A. Grinstead Vice President of the Corporation Toronto, Ontario

W. T. McDougall* Vice President-Finance of the Corporation Toronto, Ontario

T. N. Combs Secretary of the Corporation and Vice President, General Counsel and Secretary, Fruehauf Corporation, Detroit, Michigan

F. P. Coyer, Jr. Vice-Chairman - Finance and Administration, Fruehauf Corporation, Detroit, Michigan

A. Paulin*
President, H. Paulin & Co. Limited
Toronto, Ontario

M. Reid* Corporate Director

R. J. Telford
Retired - former Vice President of the Corporation
Toronto, Ontario
*Member, Audit Committee

Officers

T. J. Reghanti, President
D. A. Grinstead, Vice President
W. T. McDougall, Vice President-Finance
T. N. Combs, Secretary
B. A. West, Controller

Share Listing

Toronto Stock Exchange

Transfer Agents and Registrar

National Trust Company Limited Toronto and Montreal

A. Purdon, Assistant Secretary

Solicitors

Borden & Elliot Toronto, Ontario

Auditors

Touche Ross & Co. Toronto, Ontario

Fruehauf — Coast to Coast

▲ Head Office

2450 Stanfield Road Mississauga, Ontario

■ Sales and Service

Quebec Montreal Toronto London Winnipeg Calgary Edmonton Vancouver

Distributors & Dealers

Pasadena Dartmouth Saint John Moncton Ottawa North Bay Kitchener Sarnia Windsor Prince Albert Saskatoon

Whitehorse

Products

Vans

Dry Freight

Smooth Panels
Beaded Panels
FRP Panels
Drop Frame

Insulated-Refrigerated City Delivery

Livestock

Grain Haul

Platforms

Stake and Rack

Dumps

Container Chassis

Dollies

Truck Bodies

Tanks — Steel, Aluminum and Stainless Steel

Liquid Products:

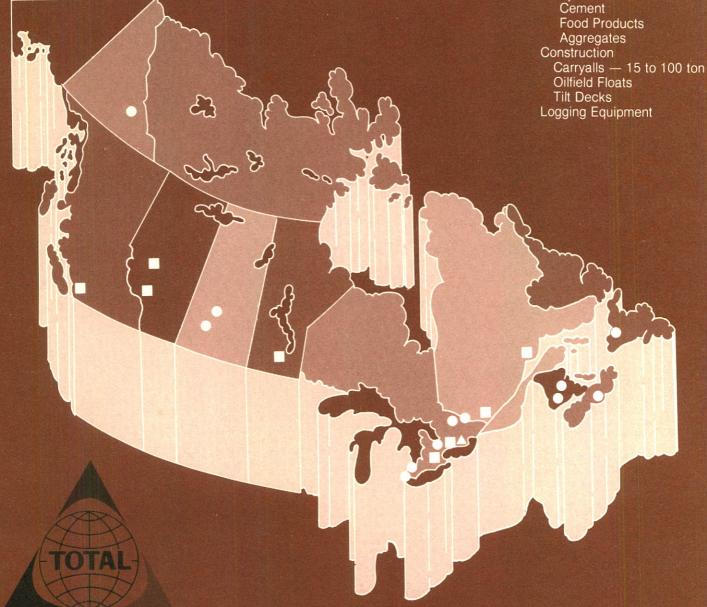
Petroleum

Hot Material

Chemical

Food Products

Dry Flowable Bulk Products:



TRANSPORTATION