

Enamel + Heating Pord



ENHEAT is an industrial corporation supplying goods to the construction, home, and aviation industries. Enheat manufacturing activities fall into four main product lines:

- 1. reinforcing steel
- 2. aircraft components
- 3. heating & cooling systems
- 4. ranges, oil & electric

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FRONT PAGE PICTURE:

Shows a close up view of a reinforcing bar manufactured in our steel division.

ENAMEL AND HEATING PRODUCTS LIMITED AND SUBSIDIARIES

Directors & officers

BOARD OF DIRECTORS

MAURICE BOURGET Senator

JOHN COLE Vice-Chairman, Wood Gundy Montreal, Quebec

DIMITRI VAN DER BELLEN Vice-President Steel Division Enamel & Heating Products Ltd Amherst, Nova Scotia

KEN DINHAM Vice-President Airco Products Ltd Vancouver, British Columbia

SAM R. DONALDSON Vice-President — Aircraft Division Enamel & Heating Products Ltd Amherst, Nova Scotia

D.R. DOWNING Engineer Amherst, Nova Scotia.

JEAN-PIERRE WARREN President Enamel & Heating Products Ltd Sackville, New Brunswick

SENIORS OFFICERS

President

DENNIS J. CHIPMAN
Vice-President Finance
Secretary Treasurer
DIMITRI VAN DER BELLEN
Vice-President — Steel Division
KEN DINHAM
Vice-President — Airco
SAM R. DONALDSON
Vice-President — Aircraft Division
JOCELYN DUBOIS
Vice-President — Fawcett Division
JEAN-PIERRE WARREN

COMMITTEE OF THE BOARD

Executive Committee: JEAN-PIERRE WARREN; Chairman PIERRE WARREN DIMITRI VAN DER BELLEN

EXECUTIVE OFFICES

Amherst, Nova Scotia Tel. 902 667-3315 Telex No. 019-33517

BANKERS

Royal Bank Sackville, New-Brunswick Vancouver, British Columbia

TRANSFER AGENTS

Montreal Trust Co., Montreal, Quebec Central Trust Co., Moncton, New Brunswick

REGISTRARS

Canadian Trust Co., Montreal, Quebec Central Trust Co., Moncton, New Brunswick

AUDITORS

Touche, Ross St Johns, New Brunswick Vancouver, British Columbia

STOCK LISTINGS

Montreal Stock Exchange

ENAMEL & HEATING PRODUCTS LIMITED AND SUBSIDIARIES

To our shareholders

In 1973 the Company achieved considerable growth as indicated by the following results.

- Net sales increased by 14% to \$13.5 millions.
- Net income for the year rose 257% to \$350,000.
- Working capital rose 8.7% to \$1.9 millions.
- Per shares earning increased form \$0.53 to \$1.39 on "A" shares and from \$0.03 to \$0.89 on "B" shares.

Capital expenditures:

Looking ahead to planned future growth, the Company's capital expenditure rose to \$556,000.00. Capital outlays were directed towards the purchase of a warehouse and property in Victoria B.C. and the improvement of the rolling mill building in Amherst N.S. as well as the modernization of the Steel Division equipment.

Review of operations:

STEEL DIVISION:

In general 1973 has been a good year for this Division. Sales and profits are up considerably over last year. After years of depressed market conditions the Steel Division was able to obtain a better price for its product and thereby contribute substantially to profits. However this division is still far from generating an equitable return on investment. Your board has recently approved a reorganisation of the management of this Division in order to take full advantage of the large steel demand over the next few years.

"AIRCO" DIVISION:

1973 has been another banner year. Profit and sales growth have been maintained. During the year we effected the purchase of a warehouse and property in Victoria B.C. Inventories are up somewhat and we believe this to be to our advantage as a hedge against suppliers slow deliveries and increasing costs.

AIRCRAFT DIVISION:

Activity in the Aircraft Division has increased in 1973 due to the decision by the Government to retain the Argus and Tracker Aircraft well into the 1980's. Early in 1973 your company signed a long term contract with Boeing to supply wing lift spoilers. This contract has necessited a large built up of inventory which will level off as we complete the order.

Negociations are going on to obtain subcontracts on the L.R.P.A. Aircraft being evaluated by the Canadian Government. We look foward to an improve growth and profit performance in this division over the next few years.

"FAWCETT" APPLIANCE AND HEATING DIVISION:

The results of this Division have been disappointing although some product lines have made excellent gains. We are presently engaged in a complete review of that Division to see what corrective measures can be implemented to ensure continued growth. Our Fawcett brand products continue to enjoy a strong reputation. Inventories in this Division are up as we edge against slow deliveries.

Business in 1974.

OBJECTIVES:

- Improve performance and growth.
- Concentrate on certain selected industrial activities.

There is no denying that 1974 will be a difficult year as we experience tremendous inflationary pressures especially on wages. However we are confident to improve our profit picture as we increase our productivity and take full advantage of market opportunities. Your company is presently deeply committed to strengthen its management team.

Our Steel, Airco, Fawcett and Aircraft Division, each under the direction of Divisional Vice-President, are all strong contenders for future growth, expansion and increased sales.

Jean-Pierre Warren president

ENAMEL & HEATING PRODUCTS LIMITED AND SUBSIDIARIES Balance sheet

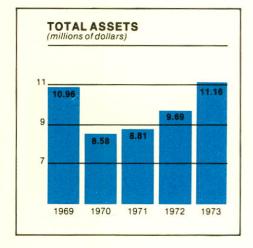
ASSETS

DECEMBER 31 1973 1972

(thousands)

Current assets

| | 6,777 | 5,624 |
|----------------------|----------|-------|
| Prepaid expenses | 24 | 17 |
| Inventories — Note 3 | 4,063 | 3,114 |
| Receivables | \$ 2,690 | 2,493 |



Other assets

| Property, plant and equipment — Note 4 | 4,365 | 4,031 |
|----------------------------------------|-------|-------|
| Deferred charges | 19 | 33 |

LIABILITIES AND SHAREHOLDERS EQUITY

DECEMBER 31

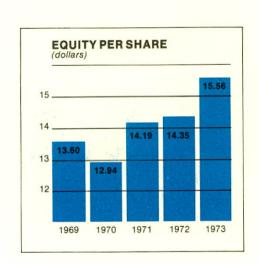
1973

1972

(thousands)

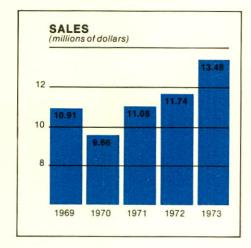
Current liabilities

| Bank loans — Note 5 | \$ 3,021 | 2,461 |
|--------------------------------|----------|-------|
| Accounts payable | 1,767 | 1,278 |
| Income taxes payable | 31 | 39 |
| Current maturities | 64 | 104 |
| | 4,883 | 3,882 |
| Long term debt — Note 6 | 1,466 | 1,566 |
| Deferred income taxes — Note 2 | 222 | |
| Shareholders equity | | |
| Common shares — Note 7 | 1,030 | 1,030 |
| Contribulted surplus | 80 | 80 |
| Retained earnings | 1,316 | 966 |
| Appraisal increase | 2,164 | 2,164 |
| | 4,590 | 4,240 |
| | \$11,161 | 9,688 |



On behalf of the board: Jean-Pierre Warren, director John Cole, director

Financial review



EARNINGS (thousands of dollars) 300 359 350 98 1969 1970 1971 1972 1973

SALES & EARNINGS

Sales performance in 1973 has been strong in all divisions. The sales and earnings have been particularly strong in the Steel Division and Solid Fuel Heater lines. The Airco Division has also experienced a strong year in both sales and earnings. The Appliance Division is encountering disappointing returns due to productivity problems now under close scrutiny by the Company.

Total sales are up 14% to \$13.5 million. Earnings of \$350 thousand are up 257% from 1972. Earnings per share on Class "A" are up to \$1.39 per share from \$0.53 per share. Class "B" earnings per share are up to \$.89 per share from .03 per share in 1972.

FINANCIAL POSITION

Financial position improved somewhat during 1973.

Working capital has increased by 8.7% to stand at \$1.9M or 1.38 times current liabilities. The generation of funds from operations of \$816 thousand has provided more than enough to cover internal capital expenditure programs of \$556 thousand and \$100 thousand in long term debt reductions.

Total assets are \$11.2 million compared to \$9.7 million in 1972. Share-holders equity has risen to \$4.6 million or \$15.56 per share. Comparative figures for December 31, 1972 were \$4.2 million and \$14.35 per share respectively.

LINES OF CREDIT

The Company's line of credit remains unchanged at \$3 million. In the 1973 the loan level was fully utilized during much of the year.

RETURN ON EQUITY

A return on equity of 7.6% was earned for the year, a substantial increase over 1972.

THE ECONOMIC SETTING

Inflation and energy appear to be key issues in 1974. The energy situation is a mixture of good and bad news. Inflation is, of course, an adverse factor on costs and interest rates. We are, however, optimistic about the company's ability to adjust favourably to these circumstances.

ENAMEL AND HEATING PRODUCTS LIMITED AND SUBSIDIARIES

Earnings

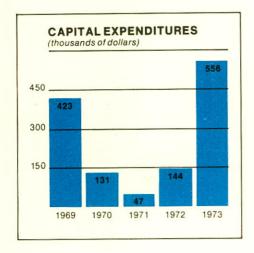
| | YEAR ENDED DECEMBER 31 1973 1972 (thousands) | | |
|---------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------------|--|
| Sales and revenue | | | |
| Net sales and operating revenue | \$13,480 | 11,739 | |
| Cost and expenses | | | |
| Cost of sales and operating expenses Selling and administrative expenses Depreciation Interest on long term debt Other interest | 11,199 1,095 215 92 227 12,828 | 10,084 1,065 158 97 175 11,579 | |
| Earnings before income taxes | 652 | 160 | |
| Income taxes | | | |
| Current Deferred — Note 2 | 80 222 302 | 54 — 54 | |
| Net earnings | 350 | 106 | |
| Earnings per share "A" "B" | 1.39 .89 | .53 .03 | |
| Retained earnings | | | |
| Opening balance Net earnings | 966 350 1,316 | 904 106 1,010 | |
| Cash dividends paid | | 44 | |
| Closing balance | \$ 1,316 | 966 | |
| | | | |



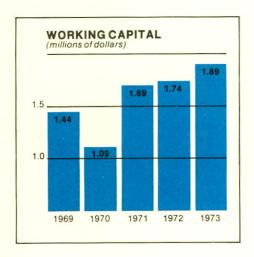


ENAMEL & HEATING PRODUCTS LIMITED AND SUBSIDIARIES

Source and application of fonds



| | YEAR ENDED DECE 1973 (thousan | 1972 |
|------------------------------------------|-------------------------------------|------|
| Source | | |
| Net earnings | \$ 350 | 106 |
| Depreciation | 215 | 158 |
| Amortization of Deferred operating costs | 29 | 47 |
| Deferred income taxes | 222 | |
| Funds provided from operations | 816 | 311 |
| Disposal of fixed assets | 7 | 12 |



| Disposal of fixed assets | | 12 |
|-------------------------------|---------|-------|
| | 823 | 323 |
| Application | | |
| Property, plant and equipment | 556 | 144 |
| Increase in costs deferred | 15 | 23 |
| Long term debt reduction | 100 | 107 |
| Dividends on class A'shares | _ | 44 |
| | 671 | 318 |
| Working capital | | |
| Increase during year | 152 | 5 |
| Opening balance | 1,742 | 1,737 |
| | \$1,894 | 1,742 |
| | | |

Notes to financial statements

1. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the accounts of the Company and those of its wholly owned subsidiaries, Mitchell Manufacturing Limited and Airco Products Limited.

2. ACCOUNTING POLICIES

The following is a summary of the major accounting policies used in the preparation of financial statements and other data presented in this report.

Rounding

All dollar amounts, except statutory information, are presented to the nearest \$1 000.

Inventories

Inventories of raw materials, work in process, and finished goods are valued at the lower average or estimated realizable value. Manufacturing supplies are included with raw materials.

Depreciation

Depreciation is determined at rates which will reduce original cost to estimated residual value over the useful life of each asset. Depreciation on the majority of property, plant and equipment is computed on the diminishing balance method. All material profits and losses resulting from disposal of property, plant and equipment are included in earnings when realized and the carrying value of such assets is removed from the accounts.

Maintenance and repair

Maintenance and repairs are charged to earnings as incurred. Renewals and replacements of a routine nature are also chargd to earnings while those expenditures which improve or extend the useful life of assets are capitalized.

Income taxes

During the year the Company adopted the tax allocation method of recording charges for income taxes. Taxes deferred, as the result of claiming for tax purposes amounts different from those recorded in the accounts, are charged against current earnings and are recorded in the balance sheet as deferred income tax credits.

3. INVENTORIES

| 1973 | 1972 |
|---------|-------------------------|
| (thous | sands) |
| \$2,235 | \$1,488 |
| 581 | 439 |
| 1,247 | 1,187 |
| \$4,063 | \$3,114 |
| | \$2,235 581 1,247 |

4. PROPERTY PLANT AND EQUIPMENT

Property plant and equipment and the related accumulated depreciation are classified as follows: 1973 1972

| are classified as follows | | 19/3 | | 1912 |
|----------------------------|---------------------------------------|--------------------------------------------|------------------------|------------------------|
| | Cost and | | (thousands) | |
| Land Buildings | Appraised Value \$ 163 2,884 | Accumulated Depreciation \$ — 675 | Net \$ 163 2,209 | Net \$ 103 2,131 |
| Machinery and other equipm | | 2,174 | 1,909 | 1,708 |
| Automotive equipment | 178 | 94 | 84 | 89 |
| | \$7,308 | \$2,943 | \$4,365 | \$4,031 |

ENAMEL & HEATING PRODUCTS LIMITED AND SUBSIDIARIES

Notes to the consolidated financial statement

Property plant and equipment are shown as appraised by Canadian Appraisal Company Limited on the basis of depreciated replacement value as at December 31, 1954, plus subsequent additions at cost, less disposals. An analysis of the appraisal increment is as follows:

| | | 1973 | | | 1972 |
|-----------------------------|---------|------|---------|-------------|---------|
| | | | | (thousands) | |
| | | App | oraisal | | |
| | Cost | Incr | rement | Total | Total |
| Land | \$ 125 | \$ | 38 | \$ 163 | \$ 103 |
| Buildings | 1,288 | 1 | 1,596 | 2,884 | 2,779 |
| Machinery & other equipment | 3,553 | | 530 | 4,083 | 3,719 |
| Automotive equipment | 178 | | | 178 | 168 |
| | \$5,144 | \$2 | 2,164 | \$7,308 | \$6,769 |

5. BANK LOANS

The Bank loans are secured by a general assignment of book debts under section 86 of the Bank Act, as well as by assignment of inventories under section 88.

| 6. LONG TERM DEBT | 1973 | 1972 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|---------------|
| 43/4 % Sinking Fund Debentures, Series A, maturing April 1, 1976 | (thou | ısands) |
| Authorized and issued \$1,250,000 less purchased for redemption Sinking fund payments of \$49,500 are due April 1 in each of the years 1974 and 1975 | \$ 484 | \$ 401 |
| 6% Sinking Fund Debentures, Series B, maturing September 1, 1984 | | |
| Authorized and issued \$1,250,000 less purchased for redemption | 1,172 | 1,122 |
| Sinking fund payments of \$50,000 are due September 1 in each of the years 1974 to 1977 and of \$100,000 in each of the years 1978 to 1983 | | |
| Government of Canada — capital assistance agreement, payable in annual instalments of \$7,082 | 14 | 7 |
| Less : current maturities | \$1,670 104 | \$1,530 64 |
| | \$1,566 | \$1,466 |
| | | |

7. COMMON SHARES

Sinking fund requirements and debt maturities during the next five years are as follows:

Authorized - Class "A" - 250,000 shares without par value - Class "B" - 250,000 shares without par value

1974 - \$ 99,500 1976 - \$385,000 1978 - \$100,000

(thousands)

220

1975 - \$99,500 1977 - \$50,000

Issued - Class "A" - 177,000 shares - Class "B" - 118,000 shares \$ 810 \$1,030

8. STATUTORY INFORMATION

Depreciation recorded in the accounts for the year was \$215,384 (1972 — \$157,346)

Parent company

The Board of Directors consisted of eight members. Their aggregate remuneration as Directors was \$900.

The Board appointed three officers to serve during the year. Their aggregate remuneration was \$55,854.

Two persons who served as officers also served as Directors.

Subsidiary company

The Board of Directors consisted of four members. No remuneration was paid to any member as a Director.

The Board appointed four officers to serve during the year. Their aggregate remuneration was \$65,336.

The four persons who served as officers formed the Board of Directors.

- 9. Airco Products Limited has outstanding lease obligations expiring in 1985 requiring annual payments of \$69,440 before taxes.
- 10. 95% of the shares of the company are held by Canadians.

Auditors report

To the Shareholders, Enamel & Heating Products, Limited

We have examined the consolidated balance sheet of Enamel & Heating Products, Limited and its subsidiary companies as at December 31, 1973 and the consolidated statements of earnings, retained earnings and source and application of funds for the year then ended. Our examination included a general review of accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion these consolidated financial statements present fairly the financial position of the companies as at December 31, 1973 and the results of their operations and the source and application of their funds for the year then ended, in accordance with generally accepted accounting principles which, except for the change to the deferral method of income tax allocation as referred to in note 2 to the financial statements, have been applied on a basis consistent with that of the preceding year.

Chartered Accountants.

Saint John, N. B. February 25, 1974

ENAMEL & HEATING PRODUCTS LIMITED AND SUBSIDIARIES Historical summary

| | | (doll | ars in thousands | except amount | s per share, |
|------------------------------|-----------|---------|------------------|---------------|--------------|
| For the year | 1973 | 1972 | 1971 | 1970 | 1969 |
| Sales | \$ 13,480 | 11,739 | 11,078 | 9,660 | 10,914 |
| Net earnings (loss) | 350 | 98 | 359 | (209) | (107) |
| Cash flow | 816 | 311 | 785 | (137) | (445) |
| Dividends paid on "A" | | | | | |
| Share | _ | 44 | | 18 | 53 |
| Return on equity | 7.6% | 2.3% | 8.6% | (5.5%) | (2.7%) |
| Capital expenditure | 556 | 144 | 47 | 131 | 423 |
| Per share | | | | | |
| Net earnings (loss) | | | | | |
| "A" shares | 1.39 | 53 | 1.42 | (.71) | (.36) |
| "B" shares | .89 | .03 | .92 | (.71) | (.36) |
| Cash flow | 2.77 | 1.05 | 2.66 | (.46) | (1.51) |
| Dividends paid on "A" | | | | | |
| Shares | _ | .25 | _ | .10 | .30 |
| Equity | 15.56 | 14.35 | 14.19 | 12.94 | 13.60 |
| Year end position | | | | | |
| Total assets | 11,161 | 9,688 | 8,814 | 8,581 | 10,961 |
| Working capital | 1,894 | 1,742 | 1,688 | 1,088 | 1,436 |
| Shareholders equity | 4,590 | 4,232 | 4,185 | 3,816 | 4,011 |
| Employees | 644 | 655 | 625 | 640 | 620 |
| Shareholders | 666 | 715 | 741 | 784 | 749 |
| "A" shares outstanding | 177,000 | 177,000 | 177,000 | 177,000 | 177,000 |
| "B" shares outstanding | 118,000 | 118,000 | 118,000 | 118,000 | 118,000 |
| Ratios | | | | | |
| Working capital | 1.38 | 1.45 | 1.56 | 1.33 | 1,28 |
| Inventory turnover | 3.12 | 3.39 | 3.58 | 3.38 | 3.5 |
| Accounts receivable turnover | 5.2 | 5.5 | 5.8 | 3.7 | 3.9 |

AIRCO PRODUCTS LTD.

SALES \$3,420,000 PRODUCTS — Warm Air furnaces — Registers — Ductwork — Chimneys PLANT SPACE 74,000 sq ft NUMBER OF EMPLOYEES 75 LOCATION Vancouver, British Columbia

STEEL DIVISION

SALES \$3,814,000 PRODUCTS
— Reinforcing Steel — Plain Rounds PLANT SPACE 145,000 sq ft NUMBER OF EMPLOYEES 183 LOCATION Amherst, Nova Scotia

FAWCETT APPLIANCE HEATING DIVISION

SALES \$4,096,000 PRODUCTS — Oil & electric ranges — Warm Air Furnace — Ductwork — Franklin heater PLANT SPACE 176,000 sq ft NUMBER OF EMPLOYEES 220 LOCATION Sackville, New-Brunswick

AIRCRAFT DIVISION

SALES \$2,150,000 (80% Governments 20% Commercial) PRODUCTS — Aircraft Components (repair and overhaul) PLANT SPACE 175,000 sq ft NUMBER OF EMPLOYEES 166 LOCATION

