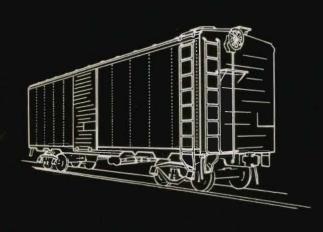


NATIONAL STEEL CAR CORPORATION LIMITED

HAMILTON, CANADA

MARCH 31, 1956





NATIONAL STEEL CAR CORPORATION, LIMITED

BOARD OF

OFFICERS

H. N. BAIRD P. A. BEIQUE R. D. BELL H. J. LANG

L. S. MAGOR L. C. McCLOSKEY B. B. OSLER, Q.C.

A. P. SHEARWOOD N. A. TIMMINS, JR. A. VAN HASSEL

A. P. SHEARWOOD, Chairman and Chief Executive Officer

H. J. LANG, President and General Manager

J. PEARSON, Vice-President-Operations

O. D. SOUTHWICK, Vice-President-Purchasing

S. S. HERRING, Vice-President-Engineering

J. N. BAIRD, Vice-President-Sales

J. PLUMPTON, Secretary-Treasurer and Comptroller

R. W. STEED, Assistant Secretary-Treasurer

HEAD OFFICE

HAMILTON, ONTARIO, CANADA

SALES OFFICE

437 ST. JAMES STREET WEST MONTREAL, QUEBEC

BANKERS

THE CANADIAN BANK OF COMMERCE
BANK OF MONTREAL

TRANSFER AGENTS NATIONAL TRUST COMPANY, LIMITED
BANKERS TRUST COMPANY, NEW YORK

AUDITORS

PRICE WATERHOUSE & CO.

SOLICITORS

BLAKE, CASSELS & GRAYDON, TORONTO

Directors' Report to the Shareholders

The Thirty-sixth Annual Report is presented with statements showing the financial position and the result of operations for the nine months period ended March 31, 1956.

It should be noted that the fiscal year end was changed from June 30 to March 31 in order to facilitate operating procedures and the shareholders were notified accordingly.

GENERAL OPERATIONS

Deferred buying of railway cars throughout 1954 and during the first six months of 1955 was followed by the receipt of substantial orders during the last half of the year and early in 1956. Your Company has a large backlog of orders, sufficient to maintain a high rate of production for at least the next twelve months if raw materials are procurable. Supplies of steel continue to be a major problem. Ability to get this required tonnage will probably be the deciding factor in work schedules and govern the length of time which will be taken to fulfil these orders on a satisfactory and profitable basis. There have been keen competitive conditions in the industry which have had a pronounced effect on the price level of our products. Our continuing effort to offset rising costs by improved manufacturing techniques and modernization of facilities has been largely responsible for our ability to produce a profit during the period.

EARNINGS

Net earnings for the nine months period were \$495,742 as compared to \$281,284 for the previous twelve months. In both cases, depreciation was deducted at rates prescribed by income tax regulations. After taking into consideration the outlook for future business, the Company's financial position and the best interests of the shareholders, your Directors decided to adopt the same dividend policy as last year, even though accumulated earnings from prior years would be reduced by \$645,008. Dividends of 371/2 e per share were paid quarterly and a special dividend of 50 e per share was paid along with the regular dividend on October 14, 1955.

FINANCIAL POSITION

The greatly improved manufacturing activities at the close of the fiscal period, as compared with the conditions existing at June 30, 1955, are reflected by the changes in current assets and current liabilities as indicated in the respective year end statements. Inventories of raw materials, supplies and work-in-process were accumulated against definite orders for railway equipment and showed an increased value from \$1,562,807 to \$4,515,416. Cash and marketable securities consequently were decreased by \$1,000,743 and accounts payable and accruals increased by \$1,886,893.

NATIONAL STEEL CAR CORPORATION, LIMITED

EMPLOYEES

The variations in the required level of manufacturing activities have been responsible for wide fluctuations in employment. Severe limitations upon steel supplies now being encountered can be expected to have a similar effect upon the stability of employment. Our policy of retaining as many as possible of our trained personnel during slack periods has also been helpful in accomplishing efficient and rapid expansion of production. The Company is persistent in its efforts to reduce occupational hazards to a minimum and, although faced with a high labour turnover, accident frequency rating is better than in any previous period.

RESEARCH AND DEVELOPMENT

There has been definite success with the manufacture of new products which has added to our sales of railway equipment. Studies and negotiations are progressing which will further increase sales of a more diversified nature and insure greater use of existing facilities as well as determine the most advantageous expenditures for additional plant and equipment.

The Board of Directors take this opportunity to thank all members of the organization for their unqualified co-operation which resulted in an efficient performance of duties.

Submitted on behalf of the Board of Directors.

Chairman.

21-1- Rang

President.

May 17, 1956.



NATIONAL STEEL CAR CORPORATION, LIMITED

ASSETS

CURRENT ASSETS Cash		\$ 880,058	
Marketable investments		Ψ 000,000	
Short term notes at cost and accrued interest	\$ 3,006,553		
Government bonds and other marketable securities at cost and accrued interest			
(quoted market value \$4,204,000)	4,281,875		
		7,288,428	
Accounts receivable		648,462	
Inventories of raw materials and supplies, work- in-process and finished stock, determined from the records in accordance with the Company's usual procedure, valued at the			
lower of cost or market		4,515,416	
Prepaid insurance, taxes, etc.		190,827	
			\$13,523,191
DEFERRED CHARGES			
Employees' pension plan—estimated past service			
cost		1,470,000	
Less—Amount written off		698,250	771,750
EIVED ACCETC A COMMISSION OF		-	771,790
FIXED ASSETS at approximate cost Land		277,998	
Buildings, machinery and equipment	10,819,592	211,990	
Less—Accumulated depreciation	8,251,729		
•		2,567,863	
DATENING AND GOODWILL			2,845,861
PATENTS AND GOODWILL			1
			\$17,140,803

BALANCE SHEET



MARCH 31 1956

LIABILITIES

CURRENT LIABILITIES		
Accounts payable and accruals	\$ 3,084,818	
Income and other taxes payable and accrued	321,659	
Dividend payable April 15 1956	263,250	
		\$ 3,669,727
RESERVE FOR RESEARCH AND CONTINGENCIES		226,277
SHAREHOLDERS' EQUITY		
Capital stock		
Authorized		
1,000,000 shares without nominal or par value		
Issued and outstanding		
702,000 shares	5,092,500	
Retained earnings—in use in the business	8,152,299	
		13,244,799

APPROVED ON BEHALF OF THE BOARD:

PAUL A. BEIQUE, Director. L. C. McCLOSKEY, Director.

\$17,140,803

Statement of Income and Retained Earnings

FOR THE NINE MONTHS ENDED MARCH 31 1956

Operating profit for the period (see note below)			\$	702,284
Income from investments				93,458
Total income for the period before providing for income taxes				795,742
Provision for income taxes				300,000
NET INCOME FOR THE PERIOD			7.	495,742
Retained earnings in use in the business as at June 30 1955				8,797,307
			-	9,293,049
Deduct				
Regular dividends declared during the period—total 1.121_2 per share	\$	789,750		
Special dividend paid on October 14 1955—50¢ per share	_	351,000		1,140,750
RETAINED EARNINGS—In use in the business as at March 31 1956			\$	8,152,299
NOTE: The following expenses have been deducted in arriving at the operating profit—				
Provision for depreciation	\$	204,942		
Employees' pension cost	4	213,325		
Remuneration of executive officers		102,450		
Directors' fees		12,650		
Legal fees		1,555		

PRICE WATERHOUSE & GO.

PIGOTT BUILDING

HAMILTON

May 17 1956.

To the Shareholders of NATIONAL STEEL CAR CORPORATION, LIMITED:

We have examined the balance sheet of National Steel Car Corporation, Limited as at March 31 1956 and the related statement of income and retained earnings for the nine months then ended and have obtained all the information and explanations which we required. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, the accompanying balance sheet and related statement of income and retained earnings are properly drawn up so as to exhibit a true and correct view of the state of the affairs of the company as at March 31 1956 and the result of operations for the nine months then ended according to the best of our information and the explanations given to us and as shown by the books of the company.

Chartered Accountants.



