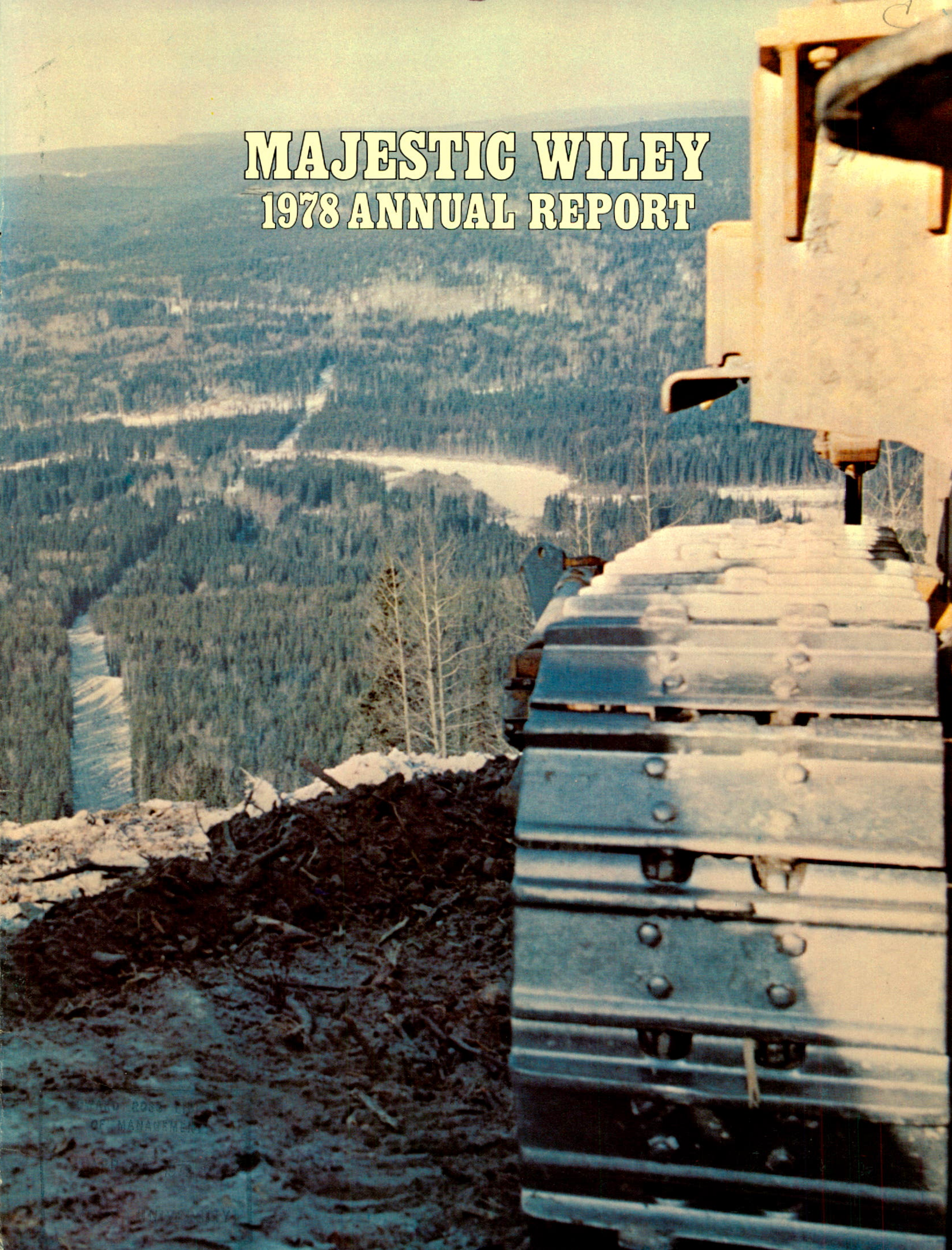
MAJESTIC WILEY
1978 ANNUAL REPORT



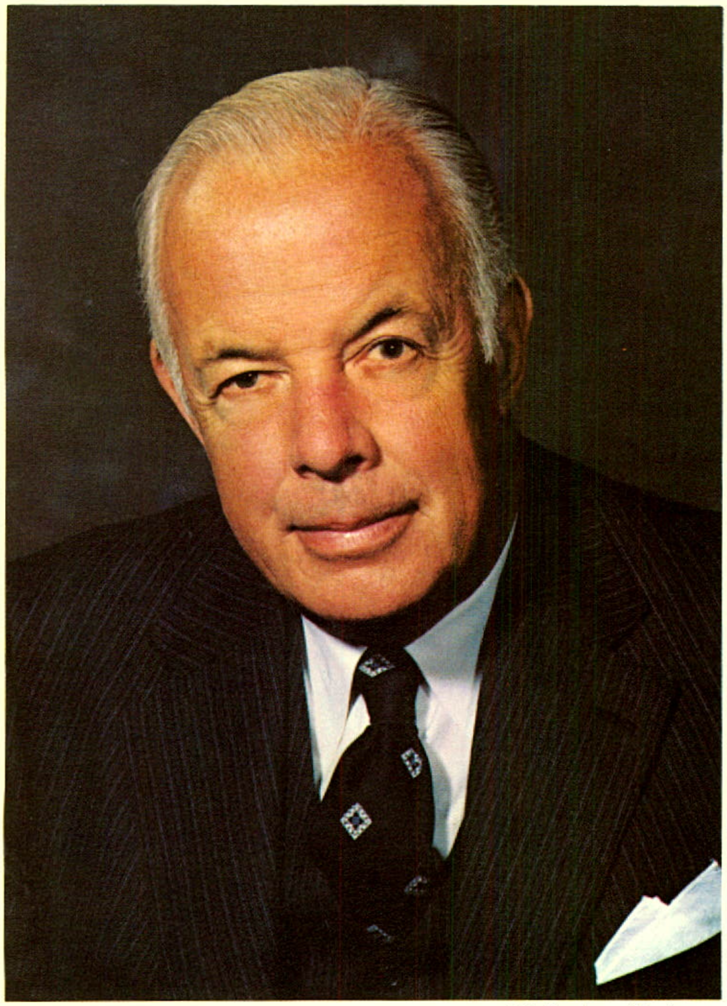
Contents

Financial Highlights

	1978	1977
Total revenues	$48,514,000	$48,612,000
Net income	$2,690,000	$1,262,000
Earnings per share	32.5¢	15.3¢
Shareholders' equity	$20,456,000	$19,421,000
Cash flow from operations	$3,999,000	$4,566,000

Market price range per share (high/low per quarter ended):

March 31	$3.20 - $2.70	$2.75 - $1.90
June 30	$3.20 - $2.50	$3.75 - $2.24
September 30	$2.95 - $2.30	$3.70 - $3.00
December 31	$3.00 - $2.35	$3.40 - $2.80



J.M. Bankes Chairman

V.N. Osadchuk President

To Our Shareholders

Revenues for the year ended December 31, 1978 totalled $48,514,000 compared to 1977 revenues of $48,612,000 while net income for 1978 amounted to $2,690,000 or 32.5¢ per share compared to $1,262,000 or 15.3¢ per share for the year ended December 31, 1977. Financial results in 1978 were favourably impacted by a claim settlement received by the Company relating to the construction in previous years of 58½ miles of the Dempster Highway. However, also included in the 1978 results, is the cost overrun relating to Phase 1 of the Grizzly Pipeline project. As previously reported to you, a claim has been filed by the Company with the owner. To date, this matter has not been resolved, and, therefore, no amount of this claim is included in the year end financial statements.

The financial position of your Company remains strong with working capital amounting to $15,206,000 as at December 31, 1978. Such financial strength enabled the Company to prepay $1,500,000 of the 7% convertible debenture due March 1, 1980 and resulted in the declaration of a cash dividend of 20¢ per share payable on January 5, 1979 to shareholders of record on December 29, 1978. Declaration of further dividends will be dependent upon future operating results and the financial position of the Company.

Notwithstanding the comparatively low level of large diameter pipeline construction activity in Canada during 1978, your Company was awarded contracts for and successfully completed approximately 314 kilometers of 15.24 cm. to 60.96 cm. (196 miles of 6" to 24") pipeline in northeastern British Columbia. One of these projects being a particularly difficult undertaking, required a major commitment of personnel and equipment to bring it to a proper and on-schedule completion.

The Company's U.S. Pipeline Division was reasonably active since its establishment on June 19, 1978 with approximately 160 kilometers of 15.24 cm. to 60.96 cm. (100 miles of 6" to 24") pipeline being built. J.L. Cox & Son, Inc. performed well during 1978 participating in the hauling, stringing or stockpiling of approximately 460 kilometers (287 miles) of pipeline. Falcon Transport Ltd. has moved all of its operating assets out of the North West Territories due to the low level of on-shore exploration activity in that area. That company has re-activated its oilfield transportation services in Alberta and expects to participate in the increased volume of exploration and development work in this area.

Pipeline construction activity in North America is expected to be of modest proportions throughout 1979. This could change dramatically, of course, if the Alaska Highway Pipeline Project were to receive approval for construction by the various regulatory authorities. Pending such approval, the Company intends to continue to actively pursue selected international projects. In addition, your Company intends to diversify its operations through acquisition or other means in order to develop a broader and more stable earnings base. Conceptualization of a three year plan for such diversification has been completed and opportunities are being investigated in a number of areas.

As has been the case in previous years, the success of your Company is directly attributable to the efforts of its many dedicated employees. The Board of Directors is confident that through their continuing efforts, as well as the assistance provided by our financial associates, co-venturers and shareholders, that this Company will continue to grow and prosper in the coming years.

V. N. Osadchuk

V.N. Osadchuk
President and Chief Executive Officer

J.M. Bankes

J.M. Bankes
Chairman

Review of the Year

Financial

Consolidated revenues for the year ended December 31, 1978 amounted to $48,514,000 compared to $48,612,000 for the year ended December 31, 1977. Net income for the current year amounted to $2,690,000 or 32.5¢ per share compared to $1,262,000 or 15.3¢ per share for the previous year. Included in the 1978 results of operations is the settlement received on November10,1978 from the Federal Department of Public Works, relating to the claim submitted by your Company for the construction of 58½ miles of the Dempster Highway during the period August, 1973 to August, 1976. The pre-tax effect of such settlement amounted to approximately $4.1 million. Also included in 1978 financial results is the substantial overrun in costs related to Phase 1 of the Grizzly Pipeline project, which was constructed by your Company during the year. Phase 1 of this project was bid to be a winter construction job, however, due to a late award of the contract by the owning company, a significant portion of this work was built during spring breakup in order to complete work in areas not accessible during the summer construction period. A substantial claim has been filed with the owning company, however, this matter has not yet been resolved, and, therefore, no amount of this claim is reflected in the attached financial statements. Binding arbitration has been agreed to by the parties as the most appropriate method of resolving this claim; in the absence of prior settlement, your Company anticipates this matter could be resolved by the second quarter of 1979.

Consolidated working capital increased to $15,206,000 at December 31, 1978. Due to its strong financial position, your Company elected to prepay in May, 1978, ½ of the $3,000,000 7% convertible debenture due March 1, 1980. In addition, a cash dividend of 20¢ per share was declared to the shareholders of record on December 29, 1978, with such dividend being payable on January 5, 1979. Declaration and payment of further dividends will be dependent upon future operating results and the financial position of the Company.

General and administrative expenses increased by $383,000 during the year ended December 31, 1978. The increase was primarily attributable to such expenses incurred by the U.S. Pipeline Division which was established by your Company effective June 19, 1978. Other income increased substantially during 1978 primarily due to the gain on disposal of some older civil and pipeline construction equipment which was considered surplus to the Company's currently anticipated requirements. In addition, income from short term investments and unrealized gains on translation of foreign currencies to Canadian dollars were higher than 1977 amounts. The provision for income taxes for the year ended December 31, 1978 is less than the statutory rates in effect during that period. This results from the recognition of the U.S. federal investment tax credit relating to equipment purchases and the reduction of income tax provisions for prior years.

The operating results for the fourth quarter of the current year and for the comparable period in 1977 were as follows:

	1978	1977
Revenue	$7,796,000	$6,782,000
Expenses (net of other revenue)	5,991,000	7,889,000
Income (Loss) Before Income Taxes	1,805,000	(1,107,000)
Income Taxes	430,000	(535,000)
Net Income (Loss)	$1,375,000	$ (572,000)
Per Share	16.6¢	(6.9¢)

The net income for the fourth quarter of 1978 was impacted by the settlement of the Dempster Highway claim, the cost overrun on Phase 1 of the Grizzly project and the adjustment to income taxes as previously mentioned. As noted in the 1977 Annual Report, the net loss sustained during the fourth quarter of 1977 was primarily due to the very poor weather during that period which adversely affected construction operations.

Pipeline trenching operation for winter construction in North Dakota. The first ditching machine is removing the topsoil, which will be replaced on the right of way after the pipeline has been buried.

Construction

Despite a slow year in Canadian pipeline construction, your Company was awarded contracts for the construction of 152 kilometers of 15.24 cm. to 40.64 cm. pipeline (95 miles of 6" to 16") and 162 kilometers of 20.32 cm. to 60.96 cm. pipeline (100 miles of 8" to 24") in northeastern British Columbia. This latter project was particularly noteworthy in that the terrain and the conditions prevalent produced the degree of anticipated difficulty for pipeline construction unsurpassed to date in Canada. Notwithstanding a substantial delay in commencing this project due to a late award of the contract by the owning company, this project was completed prior to the originally designated contract completion date. This remarkable achievement was attributable to the solid performances turned in by all of the Company's operating personnel and to the additional equipment which was utilized on this project.

As previously reported, your Company established a U.S. Pipeline Division during 1978 at Lakeville, Minnesota. This division was successful in obtaining contracts for the construction of approximately 160 kilometers of pipeline ranging from 15.24 cm. to 60.96 cm. (100 miles of 6" to 24") in diameter. All of these projects are now completed. J.L. Cox & Son, Inc., the Company's U.S. based pipeline transportation subsidiary, obtained contracts during the year for the hauling, stringing or stockpiling of approximately 460 kilometers of pipe from 40.64 cm. to 101.60 cm. (287 miles of 16" to 40") in diameter. In progress at the year end, was the contract to unload and stockpile 236 kilometers (148 miles) of pipe in North Carolina and Virginia.

As the on-shore work in the MacKenzie Delta region of Canada is now essentially complete, Falcon Transport Ltd., the Company's oilfield transportation and support service subsidiary has moved the remainder of its equipment from that area to Alberta. Due to the increased level of drilling in Western Canada, Falcon Transport Ltd. has re-activated its oilfield transportation operations. Management is confident that this company's proven expertise and complete equipment inventory will result in its being a strong competitor for the available work.

Management

Your Company's Board of Directors was pleased to announce the appointment of Mr. G.M. Oswald as Vice President, Construction during the year. This appointment recognizes the capability and many years of valuable service to the Company and its predecessors by Mr. Oswald.

A portion of the pipeline right of way encountered on the Grizzly project in northeastern British Columbia.

A stringer bead and hot pass welding crew working on the Grizzly project. Following this operation, a filler and capping welding crew will complete the welding process.

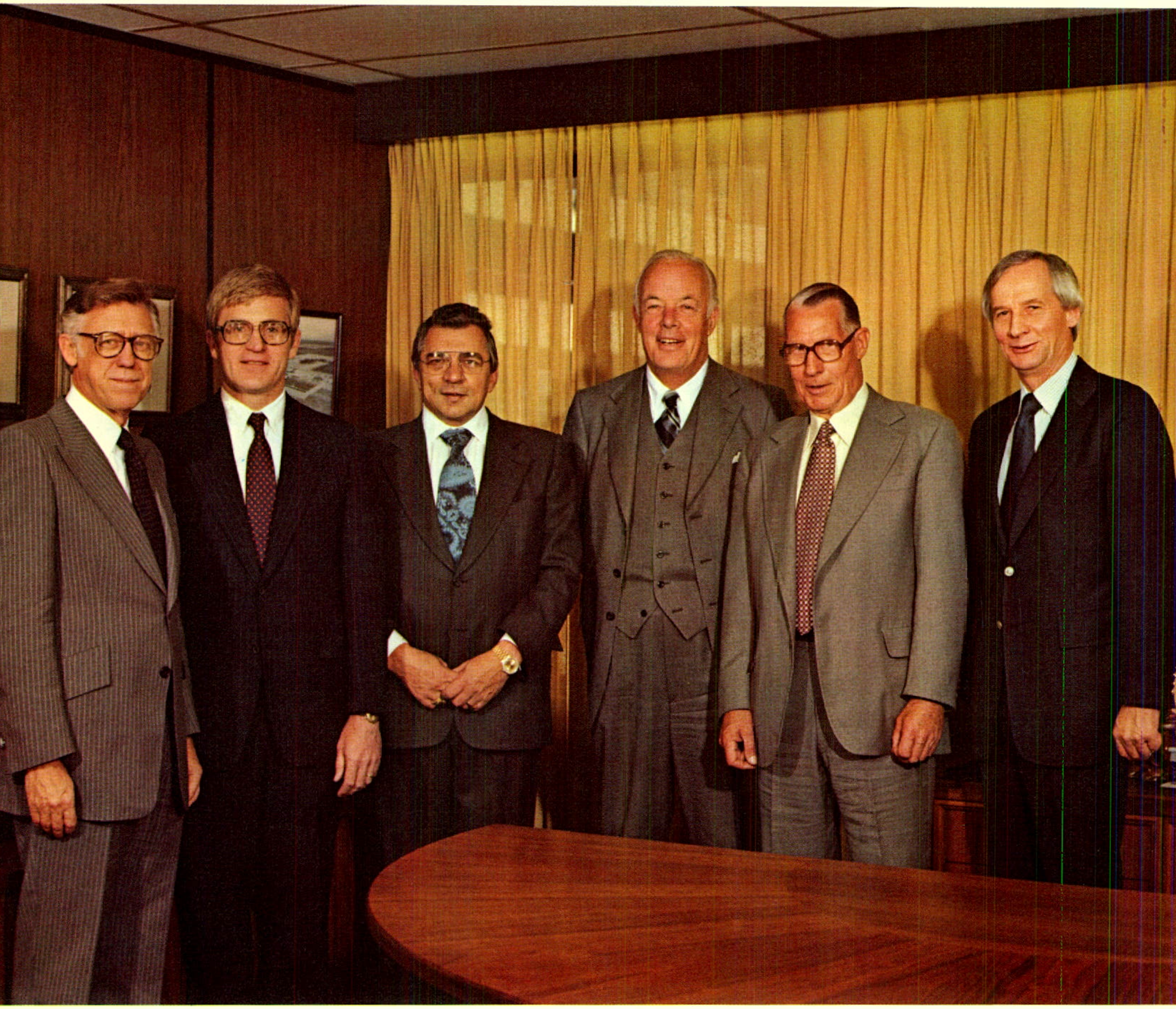
Company crew operating a twin drill on the Grizzly project prior to the removal of ditch rock by blasting.

A line-travel clean, prime and tape machine used to prepare the pipe prior to burial.

One of six "desert trucks" owned and operated by the Company's oilfield transportation and support services subsidiary.

Company crew taping and lowering in 91.44 cm. (36") pipe for project in northwestern British Columbia.

Board of Directors



From left to right:

J.E. Maybin (1)
Chairman of the Board and Chief Executive Officer
Canadian Utilities Limited

D.B. Perini
Chairman of the Board, President and Chief Executive Officer
Perini Corporation

V.N. Osadchuk
President and Chief Executive Officer
Majestic Wiley Contractors Limited

J.M. Bankes
Chairman of the Board, Majestic Wiley Contractors Limited
Former Vice President (retired), The Royal Bank of Canada

J.B. Barber (1)
Retired Executive
Formerly Vice Chairman of the Board and Senior Vice President
The Algoma Steel Corporation, Limited

R.H. Walker (1)
Financial Consultant

(1) Member of the Audit Committee of the Board of Directors

Auditors' Report

TO THE SHAREHOLDERS OF
MAJESTIC WILEY CONTRACTORS LIMITED:

We have examined the consolidated balance sheets of Majestic Wiley Contractors Limited (an Ontario corporation) and its subsidiaries as of December 31, 1978 and 1977, and the related consolidated statements of income, retained earnings and changes in financial position for the years 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, the accompanying consolidated financial statements present fairly the financial position of the Company and its subsidiaries as of December 31, 1978 and 1977, and the results of their operations and the changes in their financial position for the years then ended, in accordance with generally accepted accounting principles consistently applied during the periods.

Calgary, Alberta
February 7, 1979

ARTHUR ANDERSEN & CO.
CHARTERED ACCOUNTANTS

Consolidated Balance Sheets

As At December 31, 1978 And 1977

Assets

	1978	1977
Current Assets:		
Cash, including certificates of deposit of $14,769,000 (1977 - $8,062,000)	$15,394,000	$8,447,000
Accounts receivable	5,761,000	4,682,000
Unbilled work	107,000	2,464,000
Income taxes refundable	–	256,000
Prepaid expenses	295,000	141,000
Total current assets	21,557,000	15,990,000
6% Mortgage Receivable, due September 15,1987	49,000	50,000
Property And Equipment, at cost:		
Land	23,000	23,000
Buildings	953,000	933,000
Construction equipment	29,082,000	34,625,000
Other	105,000	100,000
	30,163,000	35,681,000
Less accumulated depreciation	20,084,000	23,359,000
Net property and equipment	10,079,000	12,322,000
Operating Authorities And Incorporation Expenses, at cost	193,000	193,000
	$31,878,000	$28,555,000

Approved by the Board:

J.M. Saunders Director

V. N. Oradchuk Director

The accompanying notes are an integral part of the consolidated financial statements.

Liabilities and Shareholders' Equity

	1978	1977
Current Liabilities:		
Accounts payable	$1,514,000	$2,050,000
Accrued liabilities	1,249,000	648,000
Dividend payable	1,655,000	–
Deferred contract revenue	247,000	112,000
Income taxes payable	1,686,000	–
Current portion of long-term debt (Note 2)	–	53,000
Total current liabilities	6,351,000	2,863,000
Long-Term Debt (Note 2)	1,500,000	3,073,000
Deferred Income Taxes	3,571,000	3,198,000
Shareholders' Equity:		
Capital stock (Note 3):		
Authorized - 20,000,000 shares without nominal or par value		
Issued and fully paid - 8,273,199 shares	7,818,000	7,818,000
Contributed surplus	3,082,000	3,082,000
Retained earnings	9,556,000	8,521,000
Total shareholders' equity	20,456,000	19,421,000
	$31,878,000	$28,555,000

Consolidated Statements of Income

For The Years Ended December 31, 1978 And 1977

	1978	1977
Revenues (Note 7 (b))	$48,514,000	$48,612,000
Cost of Operations	44,588,000	45,010,000
Gross Profit From Operations	3,926,000	3,602,000
General and Administrative Expenses	2,540,000	2,157,000
Income From Operations	1,386,000	1,445,000
Other Items:		
Interest on long-term debt	(173,000)	(231,000)
Other income and expenses, net (Note 6)	3,104,000	1,195,000
Total other items	2,931,000	964,000
Income Before Income Taxes	4,317,000	2,409,000
Provision For Income Taxes	1,627,000	1,147,000
Net Income	$2,690,000	$1,262,000
Earnings Per Share (Note 3)	32.5¢	15.3¢

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Retained Earnings

For The Years Ended December 31, 1978 and 1977

	1978	1977
Balance, beginning of year	$8,521,000	$7,259,000
Net income	2,690,000	1,262,000
Cash dividend of $.20 per share payable to shareholders of record on December 29, 1978	(1,655,000)	—
Balance, end of year	$9,556,000	$8,521,000

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Changes in Financial Position

For The Years Ended December 31, 1978 and 1977

	1978	1977
Source of Working Capital:		
Net income	$2,690,000	$1,262,000
Depreciation	2,675,000	3,327,000
Deferred income taxes	373,000	313,000
(Gain) on disposal of equipment	(1,739,000)	(336,000)
Provided by operations	3,999,000	4,566,000
Disposals of equipment	3,951,000	1,488,000
Mortgage receivable	1,000	–
Proceeds from stock options exercised	–	3,000
Working capital provided	7,951,000	6,057,000
Use of Working Capital:		
Additions to equipment	2,644,000	804,000
Reduction of long-term debt	1,573,000	43,000
Dividend payable	1,655,000	–
Mortgage receivable	–	50,000
Working capital used	5,872,000	897,000
Increase In Working Capital	2,079,000	5,160,000
Working Capital, beginning of year	13,127,000	7,967,000
Working Capital, end of year	$15,206,000	$13,127,000

The accompanying notes are an integral part of the consolidated financial statements.

Notes to Consolidated Financial Statements

December 31, 1978 and 1977

1. SUMMARY OF ACCOUNTING PRINCIPLES

a) Principles of Consolidation

The consolidated financial statements are expressed in Canadian dollars and include the accounts of Majestic Wiley Contractors Limited and its subsidiaries, all of which are wholly-owned.

All significant intercompany transactions and balances have been eliminated in consolidation.

b) Method of Accounting for Income on Contracts

Profits from construction contracts are recognized on the percentage of completion basis. The percentage of completion is determined by relating the actual cost of work performed to date, to the current estimated total cost of the respective contracts. When the current estimated costs to complete indicate a loss, such losses are recognized immediately for accounting purposes. Income from claims is recorded in the periods such claims are resolved.

Unbilled work represents the excess of contract costs and profits recognized to date, on the percentage of completion accounting method, over billings to date. Deferred contract revenue represents the excess of billings to date, over the amount of contract costs and profit recognized to date, on the percentage of completion accounting method.

c) Depreciable Property and Equipment

Depreciation has been provided on the declining-balance method for approximately 77% of the depreciable property and on the straight-line method for the remaining 23%. The estimated lives used are as follows:

Buildings	10 to 25 years
Construction equipment	3 to 10 years
Other equipment	10 years

d) Income Taxes

The tax effects of all income and expense transactions are included in each year's consolidated statement of income regardless of the year the transactions are reported for tax purposes.

The deferred income taxes arise primarily from the difference between the depreciation claimed for tax purposes and the depreciation recorded in the accounts.

The provision for income taxes for the year ended December 31, 1978 is less than the statutory rates in effect during the period due to the adjustment of prior years' estimates of foreign taxes.

e) Joint Ventures

Investments in joint ventures are accounted for by the proportionate consolidation method whereby the Company's pro rata share of each of the assets, liabilities, revenues and expenses of all joint ventures have been included in the consolidated statements as follows:

	1978	1977
Balance Sheets		
Cash	$212,000	$168,000
Accounts receivable	697,000	716,000
Unbilled work	—	476,000
Prepaid expenses	—	22,000
	909,000	1,382,000
Accounts payable	2,000	62,000
Accrued liabilities	277,000	209,000
Deferred contract revenue	142,000	6,000
	421,000	277,000
Company's investment in joint ventures	$488,000	$1,105,000
Income Statements		
Revenues	$2,806,000	$12,302,000
Cost of operations	2,483,000	11,914,000
Gross profit from joint venture operations	$323,000	$388,000
Statements of Changes in Financial Position		
Provided by joint venture operations	$323,000	$388,000

f) Foreign Exchange Accounting

The accounts of the Company, its foreign subsidiary and joint ventures denominated in foreign currencies have been translated into Canadian dollars as follows:

i) as to current assets, except for prepaid expenses, current liabilities except for deferred income, and long-term debt, at the exchange rate prevailing at year end.

ii) as to prepaid expenses, deferred income, property and equipment including accumulated depreciation and deferred income taxes, at the approximate rate of exchange prevailing at the time the transaction occurred.

iii) as to revenues and expenses, the average rate of exchange for the year except for items relating to balance sheet accounts that are translated at historical exchange rates.

All translation gains and losses are included in the consolidated statements of income in accordance with generally accepted accounting principles applicable in Canada (1978-gain of $393,000; 1977-gain of $536,000).

g) Earnings Per Share

Earnings per share have been computed in accordance with generally accepted accounting principles applicable in Canada and are calculated by dividing net income by the weighted average number of common shares outstanding during each year (1978 - 8,273,199 shares; 1977 - 8,272,220 shares).

2. LONG TERM DEBT

	1978	1977	Rate of Interest
Lease purchase contract, repayable at $4,909 U.S. per month (principal and interest)	$ —	$74,000	13.32%
Mortgage payable, due in annual installments of $6,000 U.S. plus interest	—	52,000	8%
Convertible debenture payable to major shareholder (Perini Limited), due March 1, 1980	1,500,000	3,000,000	7%
	1,500,000	3,126,000	
Due within one year	—	53,000	
	$1,500,000	$3,073,000	

The lease purchase contract was collateralized by the pledge of specific equipment (cost $219,000).

The mortgage payable was secured by the land and improvements of a subsidiary company (cost $90,000).

The 7% convertible debenture is unsecured and is convertible into 150,000 shares of the Company (1977 - 300,000 shares) at any time prior to March 1, 1980.

3. CAPITAL STOCK

The Company has a stock option plan whereby certain key employees have been granted options exercisable during the period of five years from the date of the grant at a rate of 20% of the total optioned shares per year on a partially cumulative basis. Following is a synopsis of transactions and events which affected the number of shares held under option agreements during the year ended December 31, 1978:

		Number of Shares		
Date Option Granted	Price Per Share	Opening Balance	Options Expired Or Revoked	Closing Balance
May 1, 1974	$3.74	54,994	23,159	31,835
July 24, 1974	$3.69	4,400	1,200	3,200
October 27, 1975	$2.12	6,440	1,380	5,060
		65,834	25,739	40,095

As of December 31, 1978, the following shares of the Company have been set aside for possible issue:

For possible exercise of existing stock options	40,095
For possible future stock options	256,936
For possible conversion of 7% convertible debenture	150,000
	447,031

Exercise of all existing stock options and conversion of the 7% debenture would not significantly dilute earnings per share.

4. REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

The aggregate direct remuneration paid to the Directors and Senior Officers for the years ended December 31, 1978 and 1977 is as follows:

	1978		1977	
	Amount	Number	Amount	Number
Directors who are not Senior Officers	$9,000	4	$5,000	4
Directors who are also Senior Officers	232,000	2	318,000	3
	241,000	6	323,000	7
Senior Officers who are not Directors	195,000	4	179,000	5
	$436,000	10	$502,000	12

5. EMPLOYEE BENEFIT PLANS

a) During 1978, the Company amended its pension plan which covers executive, professional, administrative and clerical employees, subject to certain specified requirements. The amendment increased potential benefits upon retirement to a maximum of 50% of the average of the highest five years' salary for each employee. At December 31, 1978, the unfunded past service liability amounted to $105,000 (1977 - $14,000 for the then existing pension plan), which will be paid and charged to operations in equal annual amounts of $12,000 over the next 15 years. For the year ended December 31, 1978, the total cost of the pension plan is $150,000 (1977 - $77,000).

b) The Company has an incentive compensation plan for certain key employees which provides for payment to be made to such employees based on the level of profitability of the Company. As at December 31, 1978, an amount of $300,000 (1977 - $100,000) has been charged to income under the terms of this plan.

c) Effective January 1, 1978, the company discontinued a deferred profit sharing plan which had been in place for certain key employees. As a result, no amount has been charged to income under the terms of this plan for the year ended December 31, 1978 (1977 - $67,000).

6. OTHER INCOME AND EXPENSES, NET

	1978	1977
Income from short-term investments	$793,000	$467,000
Gain on disposal of equipment	1,739,000	336,000
Realized gains on foreign exchange transactions	111,000	71,000
Unrealized gains on translation of foreign currency	403,000	279,000
Other	58,000	42,000
	$3,104,000	$1,195,000

7. CONTINGENCIES

a) An action was filed in 1976 against a pipe manufacturer and the Company in the amount of $7,000,000. Terms of settlement relating to this matter have been agreed upon in 1979, without any admission or acceptance of liability, at a cost to the Company which is not material to its operations.

b) During the year, the Company received a substantial out of court settlement relating to a claim instituted in prior years; such settlement has been reflected in the 1978 consolidated financial statements.

c) Other contingent liabilities include the usual liability of contractors for performance and completion of both Company and joint venture construction contracts.

8. FEDERAL ANTI—INFLATION LEGISLATION

On October 14, 1975, the Canadian Federal Government announced extensive controls on wages, prices, and dividends. The wage and price controls, to which the Company and its subsidiaries were subject, were in effect until December 31, 1978, while dividend payments were controlled under the guidelines for the period October 14, 1975 to October 13, 1978. In the opinion of management, the Company has complied with all of the regulations of the legislation.

Summary of Consolidated Balance Sheets

(in thousands of dollars)

	1978	1977	1976	1975	1974
Current assets	$21,557	$15,990	$17,687	$10,824	$9,002
Less current liabilities	(6,351)	(2,863)	(9,720)	(5,468)	(6,251)
Working capital	15,206	13,127	7,967	5,356	2,751
Mortgage receivable	49	50	—	—	—
Net property and equipment	10,079	12,322	15,997	18,968	21,964
Operating authorities and incorporation expenses	193	193	193	193	194
Less:					
Long-term debt	(1,500)	(3,073)	(3,116)	(5,209)	(9,200)
Deferred income taxes	(3,571)	(3,198)	(2,885)	(3,975)	(3,920)
Shareholders' equity	$20,456	$19,421	$18,156	$15,333	$11,789

Summary of Consolidated Income Statements

(in thousands except for per share amounts)

	1978	1977	1976	1975	1974
Revenues	$48,514	$48,612	$125,093	$108,106	$32,049
Cost of operations	44,588	45,010	117,699	98,582	30,871
Gross profit from operations	3,926	3,602	7,394	9,524	1,178
General and administrative expenses	2,540	2,157	1,700	1,861	2,078
Income (loss) from operations	1,386	1,445	5,694	7,663	(900)
Other income and (expense), net	2,931	964	304	(453)	(88)
Income (loss) before income taxes	4,317	2,409	5,998	7,210	(988)
Income taxes	1,627	1,147	3,179	3,676	99
Net income (loss)	$2,690	$1,262	$2,819	$3,534	$(1,087)
Earnings (loss) per share	32.5¢	15.3¢	34.0¢	42.7¢	(13.1¢)
Weighted average shares outstanding	8,273	8,272	8,270	8,262	8,255

Note:

Majestic Wiley Contractors Limited was formed by amalgamation effective May 1, 1974. The above income statement for the year ended December 31, 1974 is unaudited and has been restated to reflect operations both prior to and subsequent to amalgamation during 1974.

Corporate Information

OFFICERS:
J.M. Bankes, Chairman of the Board of Directors
V.N. Osadchuk, President and Chief Executive Officer
G.S. Hagglund, Vice President, Finance
G.M. Oswald, Vice President, Construction
J.K. Halladay, Secretary-Treasurer
L.G. Wasylynchuk, Comptroller

TRANSFER AGENT AND REGISTRAR:
Montreal Trust Company, Calgary and Toronto

STOCK EXCHANGE LISTING:
The Toronto Stock Exchange (symbol MWC)

AUDITORS:
Arthur Andersen & Co., Chartered Accountants

COMPANY OFFICES:
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Telex - 037-2713

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Telex - 037-3580

Box W
Lakeville, Minnesota, U.S.A. 55044
(612) 469-4411
Telex - 29-0954

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Edmonton, Alberta, Canada T5K 1Y4
(403) 482-5921
Telex - 037-2713

J.L. Cox & Son, Inc.
777 Action Street
Odessa, Missouri, U.S.A. 64076
(816) 633-7526
Telex - 42-6284

ANNUAL GENERAL MEETING:
All shareholders are invited to attend the Annual and General Meeting of Shareholders to be held May 11, 1979 at 10:00 A.M. (local time) in the Huron Room of The Sheraton Centre Hotel, Toronto, Ontario, Canada.

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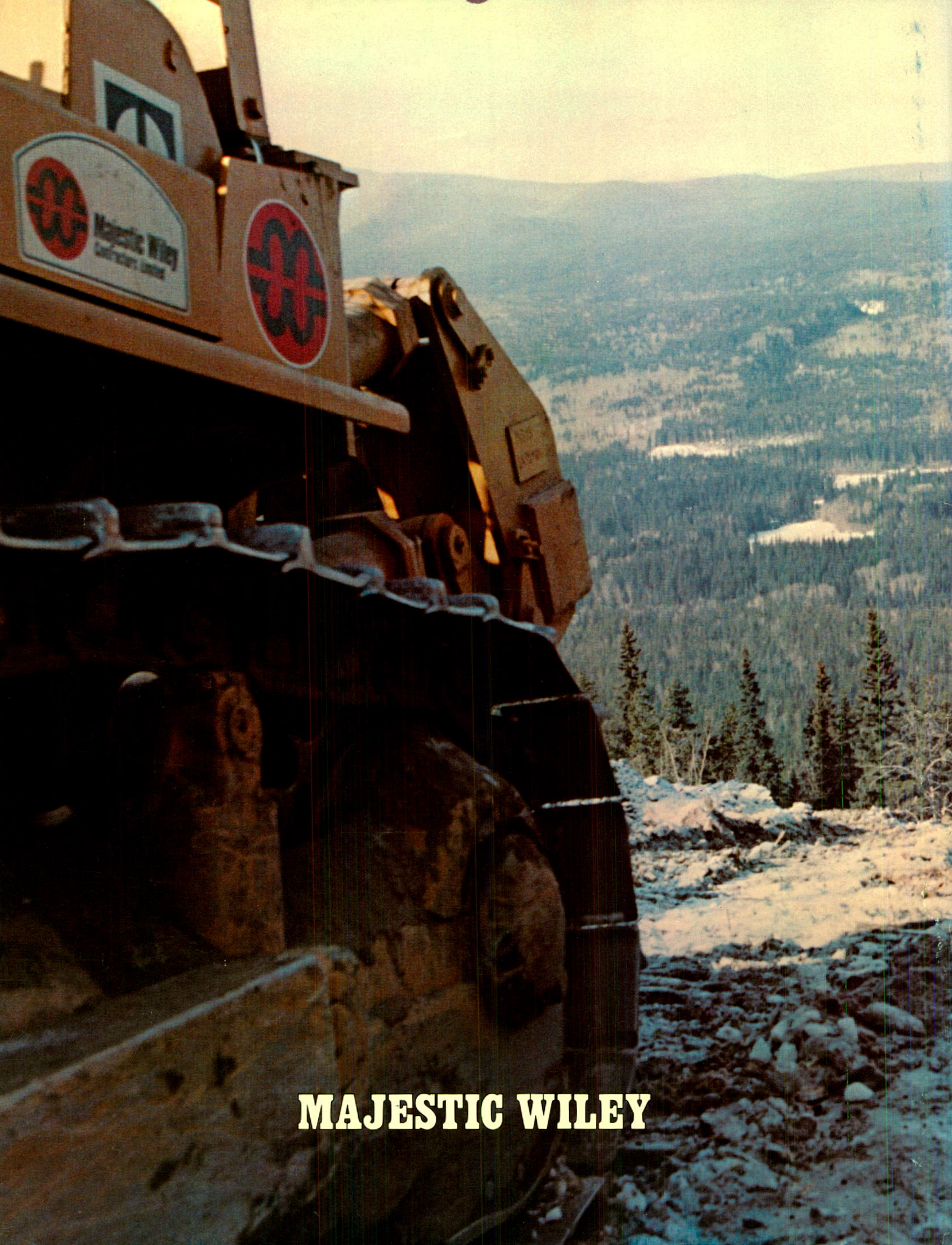
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