GOODFELLOW
THE WOOD SPECIALISTS

Quarterly Report

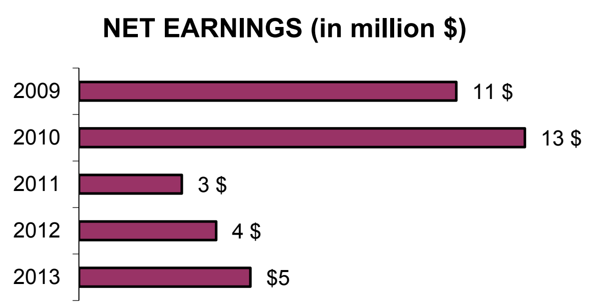
For the Nine Months
Ended May 31, 2014

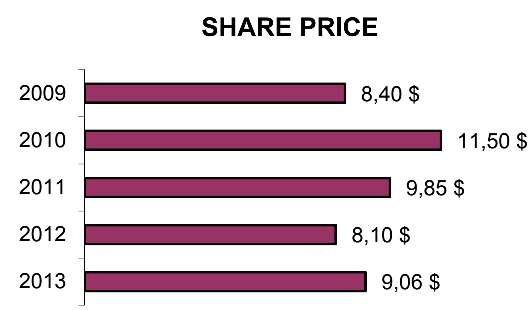
FINANCIAL HIGHLIGHTS

(in thousand of dollars except per share amounts)

Years ended August 31,

OPERATING RESULTS	**2013 IFRS (Restated)**	2012 IFRS	2011 IFRS	2010 CGAAP	2009 CGAAP
Sales	**$483,485**	$500,688	$466,809	$504,477	$437,946
Earnings before income taxes	**$7,307**	$6,063	$4,231	$18,097	$15,321
Net earnings	**$5,279**	$4,355	$3,003	$12,663	$10,836
-per share	**$0.62**	$0.51	$0.35	$1.48	$1.26
Cash flow (excluding non-cash working capital, Income tax paid and interest paid)	**$9,680**	$8,304	$7,078	$13,753	$9,548
-per share	**$1.14**	$0.97	$0.83	$1.60	$1.11
Shareholders' equity	**$117,138**	$116,036	$113,904	$116,102	$111,154
-per share	**$13.71**	$13.57	$13.29	$13.54	$12.97
Share price	**$9.06**	$8.10	$9.85	$11.50	$8.40
Dividend paid per share	**$0.35**	$0.20	$0.40	$0.90	$0.40





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GOODFELLOW
THE WOOD SPECIALISTS

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MESSAGE TO THE SHAREHOLDERS

The most difficult winter at most of our customers carried through into Q3 and results were far from expectations. Sales again declined year to year by $4 million for the quarter while overall margins remained relatively constant.

There continues to be a slowdown in the overall Canadian economy with it being more difficult to convince customers to inventory goods. Just-In-Time has become the norm everywhere. Quebec was particularly effected as the lead up to the election of April 7th brought everything almost to a halt. There have been strong signs of confidence in most of the business community and some recovery since. All sectors and product groups were sluggish overall as retail and manufacturing were particularly hard hit in most areas.

Our traditional core hardwood and softwood lumber businesses continued strong led by healthy exports to the U.S. and offshore. Orders for fir timber remained strong particularly in the railroad and utility sectors.

We do not hold out any unusual expectations for the 4th Quarter but clearly our year to August 31st will be determined by the results to come. Our inventories remain high but should be in line for year-end.

Our new year-end will be November 30th which should allow us to carry the traditional 4th Quarter sales push to August 31st into the 5th Quarter – Sept./Oct./Nov. and to modify our inventory cycle to reach its low on November 30th.

We wish again to thank our shareholders for their continued patience and our many suppliers and customers for their continued confidence.

Sincerely,

Richard Goodfellow
President and CEO
July 10, 2014

Claude Garcia
Chairman

PROSPECTIVE FINANCIAL INFORMATION

The following Management's Discussion and Analysis ("MD&A") and Goodfellow Inc. (hereafter the "Company") interim unaudited consolidated financial statements were approved by the Audit Committee and the Board of Directors on July 10, 2014. The MD&A should be read in conjunction with the Company's annual consolidated financial statements and MD&A for the fiscal year ended August 31, 2013. The MD&A provides a review of the significant developments and results of operations of the Company during the nine months ended May 31, 2014 compared to the nine months ended May 31, 2013. The interim unaudited consolidated financial statements ended May 31, 2014 and May 31, 2013 are prepared in accordance with International Financial Reporting Standards ("IFRS") and results are reported in Canadian dollars. All amounts in this MD&A are in Canadian dollars unless otherwise indicated.

This MD&A contains implicit and/or explicit forecasts, as well as forward looking statements on the objectives, strategies, financial position, operating results and activities of Goodfellow Inc. These statements are forward looking to the extent that they are based on expectations relative to markets in which the Company exercises its activities and on various assessments and assumptions. These expectations seemed reasonable to us at the time this report was written. Our actual results could however differ significantly from management's expectations if recognized or unrecognized risks affect our results or if our assessments or assumptions are inaccurate. For these reasons, we cannot guarantee the results of these forward looking statements. The MD&A will give an insight into our past performance as well as the future strategies and key performance indicators as viewed by our management team at Goodfellow Inc. The Company disclaims any obligation to update or revise these forward-looking statements, except as required by applicable law.

*Additional information relating to Goodfellow Inc., including the Annual Information Form and the Annual Report can be found on SEDAR at **www.sedar.com**.*

NON-IFRS MEASURES

Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid), cash flow per share and return on shareholders equity are financial measures not prescribed by the International Financial Reporting Standards ("IFRS") and are not likely to be comparable to similar measures presented by other issuers. Management considers it to be useful information to assist knowledgeable investors in evaluating the cash generating capabilities of the Company.

BUSINESS OVERVIEW

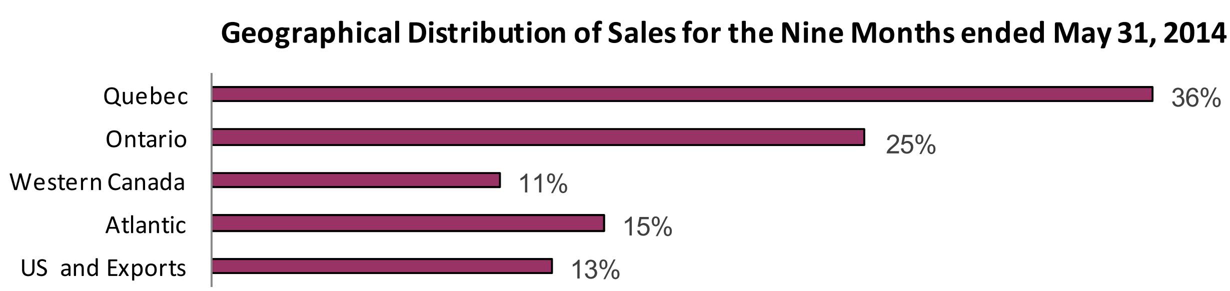
Goodfellow Inc. is one of Eastern Canada's largest independent remanufacturers and distributors of lumber products and hardwood flooring products. The company carries on the business of wholesale distribution of wood products and remanufacturing, distribution and brokerage of lumber. The Company sells to over 7000 customers who represent three main sectors - retail trade, industrial, and manufacturing. The company operates 11 distribution centres, 8 processing plants in Canada, and 1 distribution centre in the USA.

The Company's strength lies in its experienced sales force, focusing on an exceptional product mix and offering outstanding customer service combined with an experienced product management team and its ability to take advantage of opportunistic purchasing. Our focus, which is key to our business model, remains on value-added products with a diversified array of product offerings servicing our customers with value-added services and building strong business relations with key suppliers.

HIGHLIGHTS FOR THE NINE MONTHS ENDED MAY 31, 2014

- Net income increased to $3.0 million compared to $2.3 million last year
- Earnings per share increased from $0.27 to $0.35
- Consolidated sales decreased from $345.7 million to $339.8 million
- Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid) increased from $4.9 million to $5.7 million.
- Average Bank indebtedness increased from $43.8 million to $44.1 million
- Inventory average increased from $84.7 million to $94.0 million

COMPARISON FOR THE NINE MONTHS ENDED MAY 31, 2014 AND MAY 31, 2013

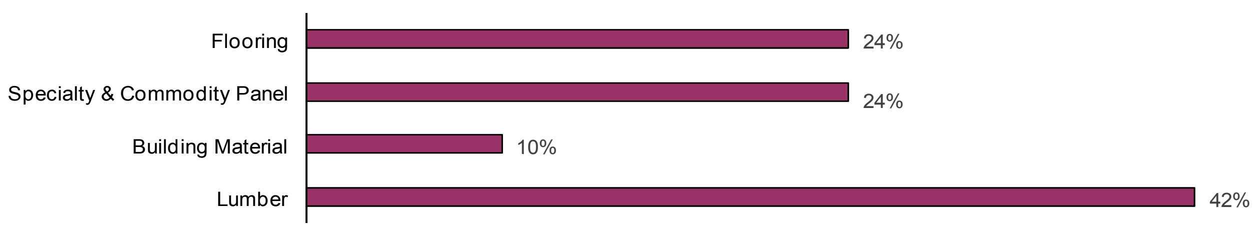


Sales in Canada during the first nine months of fiscal 2014 declined 7% compared to the same period a year ago mainly due to the poor weather conditions and a late spring season, the weak economy in Quebec and declining housing starts in the Eastern Canada. Total monthly average new housing starts in Canada decreased 1.3% to 188,800 units on average (Source: CMHC) for the nine months ended May 31, 2014 compared to 191,200 units in the corresponding period a year ago. Market prices of panel products during the first nine months of fiscal 2014 traded at lower prices compared to the same period a year ago. As such, the Random Lengths Structural Panel Composite Price Index average during the nine months ended May 31, 2014 decreased 21% compared to the corresponding period last year. Quebec sales dropped 17% affected by the weaker economy, a provincial election in the third quarter and lower demand from retailer's customer group due to the late spring season. Sales in Ontario increased 5% mainly due to the introduction of Trus Joist® product line and strong core lumber sales. Atlantic Sales decreased 10% due the slower demand for flooring and plywood products impacted by the poor weather conditions during the long winter, decreased housing starts activity and lower panel market prices. Sales in Western Canada increased 8% with strong flooring sales, growing demand for our hardwood lumber and growth of our specialty composite decking in Alberta.

Sales in the United States for the first nine months ended May 31, 2104 increased 45% on a converted basis compared to the same period last year due to a major IPE project to rebuild the Long Beach boardwalk, industrial glulam projects and a strong demand for hardwood lumber. On a non-converted basis, US denominated sales increased 35% compared to last year. The North Eastern states housing market maintained its improvement over the same period last year and according to the US Census Bureau, housing starts increased 18% for the nine months ended May 31, 2104 compared to the same period a year ago. The average USD/CAD exchange rate for the first nine months of fiscal 2014 was up 7.4 % (1.0758 vs 1.0019 last year). Finally, Export sales increased 37% during the first nine months of fiscal 2014 compared to the same period a year ago mainly due to increasing demand for hardwood and cedar lumber products in Asia and Europe.

These previously discussed factors impacted to various degrees our sales mix during the first nine months of fiscal 2014. Flooring sales decreased 2.5% compared to the corresponding period last year. The flooring sales decrease was mainly impacted by the slower demand in Quebec and the Atlantic region and the declining housing starts in Canada. Specialty and Commodity Panel sales decreased 17% compared to the corresponding period last year. Demand for panel products was impacted by declining market prices for commodity plywood compared to prior quarters, the slow housing market and overstock in the market place. Building Materials sales increased 7% compared to the corresponding period last year. Building Material sales improved due to the addition of roofing shingles and new composite decking products generating growth compared to the first nine months a year ago. Finally, our core lumber business sales increased 4% compared to the corresponding period last year. Lumber sales were strong due to the strong performance of our hardwood lumber and Fir product line and the addition of the Trus Joist® product line in Ontario.

Product Distribution of Sales for the First Nine Months ended May 31, 2014



Cost of Goods Sold
Cost of goods sold for the first nine months of fiscal 2014 was $275.0 million compared to $281.2 million for the corresponding period a year ago. Cost of purchased goods decreased 2.2% compared to last year reflecting the reduced sales activities and the lower prices panel. Total freight and logistics cost decreased 7% compared to the same period a year ago. As a percentage of sales, total freight costs decreased 0.5% compared to last year. Average gas and diesel purchased prices during the first nine months increased approximately 7% compared to the corresponding period a year ago. Gross profits increased 0.4% during the first nine months ended May 31, 2014 compared to last year while gross margins increased from 18.7% to 19.1% due to pricing discipline and increased value-added lumber in our product mix.

Selling, Administrative and General Expenses
Selling, Administrative and General Expenses for the first nine months ended May 31, 2014 were $59.1 million compared to $59.8 million for the corresponding period last year. Selling, Administrative and General Expenses decreased 1.2% compared to the first nine months last year due to reduced operations staff levels, lower bad debts and cost control measures on variable costs.

Net Financial Cost
Net financial costs for the first nine months ended May 31, 2014 were $1.4 million (same as last year). The Canadian prime rate remained unchanged at 3.00% during the first nine months. The average US prime rate remained unchanged compared to last year at 3.25% for the first nine months. Average bank indebtedness during the first nine months ended May 31, 2014 was $44.1 million compared to $43.8 million for the corresponding period last year. Average inventory during the first nine months ended May 31, 2014 was $94.0 million compared to $84.7 million for the same period last year.

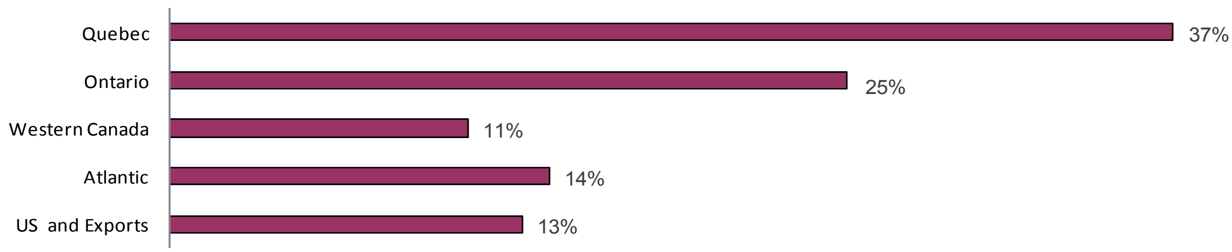
HIGHLIGHTS FOR THE THREE MONTHS ENDED MAY 31, 2014

- Net earnings decreased from $2.5 million last year to $2.1 million
- Earnings per share decreased from $0.29 to $0.25.
- Consolidated sales decreased from $138.2 million last year to $134.0 million.

- Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid) decreased from \$4.2 million to \$3.7 million
- Average Bank indebtedness decreased from \$66.4 million to \$65.4 million
- Inventory average increased from \$90.6 million to \$99.9 million

COMPARISON FOR THE THREE MONTHS ENDED MAY 31, 2014 AND MAY 31, 2013

Geographical Distribution of Sales for the Third Quarter ended May 31, 2014

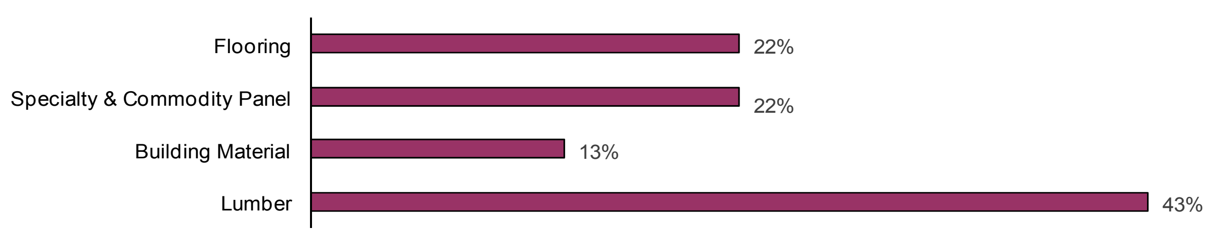


Sales in Canada during the third quarter of fiscal 2014 declined 3% compared to the same period a year ago mainly due to the late spring season and poor weather affecting demand from our seasonal products and our retailer's customer group. Total monthly average new housing starts in Canada remained level with last year at 184,200 units on average (Source: CMHC) for the three months ended May 31, 2014. Market prices of panel products during the third quarter traded at lower prices compared to the same period a year ago. As such, the Random Lengths Structural Panel Composite Price Index average during the three months ended May 31, 2014 decreased 25% compared to the corresponding period last year. Quebec sales dropped 16% due to weak demand from retailer's customer group and the slower demand from our manufacturing group. Sales in Ontario increased 2% mainly due to strong traditional value-added lumber sales, the introduction of Trus Joist® product line and strong hardwood sales. Atlantic region sales decreased 15% due the poor weather and late spring season affecting demand for seasonal products and panel products impacted by the slow housing starts and decreasing market prices for structural panels. Western Canada sales increased 6% with growth in most product lines except panel due to lower market prices.

Sales in the United States for the third quarter ended May 31, 2014 increased 45% on a converted basis compared to the same period last year due to strong demand industrial projects and hardwood lumber. On a non-converted basis, US denominated sales increased 34% compared to last year. The North Eastern states housing market continued its progression during the third quarter and according to the US Census Bureau, housing starts increased 27% during the three months ended May 31, 2014 compared to the same quarter a year ago. The average USD/CAD exchange rate for the third quarter of fiscal 2014 was up 7.7 % (1.0997 vs 1.0211 last year). Finally, Export sales increased 47% during the third quarter of fiscal 2014 compared to the same period a year ago mainly due to increasing demand for hardwood lumber products in Asia and Europe.

These previously discussed factors impacted to various degrees our sales mix for the third quarter of fiscal 2014. Flooring sales decreased 5% compared to the corresponding period last year. The flooring sales decrease was mainly due to the slower demand in Ontario and Quebec. Specialty and Commodity Panel sales decreased 18% compared to the corresponding period last year. Demand for panel products was impacted by decreasing market prices for commodity plywood (Random Lengths Structural Panel Composite Price Index average down 25%) compared to prior last year and the slow housing market. Building Materials sales increased 10% compared to the corresponding period last year. Building Material sales performance was mainly due to the growth in composite decking and roofing shingles products. Finally, lumber sales decreased 1% compared to the corresponding period last year. Lumber sales were impacted by the sharp decline in treated wood lumber sales and commodity spruce lumber. This decline was mitigated by the growth of our hardwood lumber and value-added product lines.

Product Distribution of Sales for the Third Quarter ended May 31, 2014



Cost of Goods Sold

Cost of goods sold for the third quarter of fiscal 2014 was \$109.3 million compared to \$112.7 million for the corresponding period a year ago. Cost of purchased goods decreased 3.0% compared to last year reflecting the reduced sales activities and the declining panel prices during the third quarter. Total freight and logistics cost decreased 11% compared to the same period a year ago. As a percentage of sales, total freight costs decreased 0.6% compared to last year. Average gas and diesel purchased prices during the third quarter increased approximately 9% compared to the third quarter a year ago. Gross profits decreased 3% during the third quarter ended May 31, 2014 compared to last year while gross margins remained level with last year at 18.5%.

Selling, Administrative and General Expenses
Selling, Administrative and General Expenses for the third quarter ended May 31, 2014 were $21.2 million ($21.5 million as last year). Selling, Administrative and General Expenses decreased due to cost control measures on variable costs and reduced operations staff levels across the Company.

Net Financial Cost
Net financial costs for the third quarter of fiscal 2014 were $0.6 million (same a year ago). The Canadian prime rate remained unchanged at 3.00% during the third quarter. The average US prime rate remained unchanged compared to last year at 3.25% for the third quarter. Average bank indebtedness during the third quarter of fiscal 2014 was $65.4 million compared to $66.4 million for the corresponding period last year. Average inventory during the third quarter of fiscal 2014 was $99.9 million compared to $90.6 million for the same period last year reflecting the increased demand for value-added products which requires a longer processing cycle.

SUMMARY OF THE LAST EIGHT MOST RECENTLY COMPLETED QUARTERS
(In thousands of dollars, except earnings per share)

	Aug -2013 (revised)	Nov -2013	Feb-2014	May-2014
Sales	$137,814	$110,366	$95,355	$134,035
Net Earnings	$ 2,973	$ 1,166	$ (277)	$ 2,078
Earnings per share Basic and Diluted	$ 0.35	$ 0.14	$(0.04)	$ 0.25

	Aug -2012	Nov -2012	Feb -2013	May -2013
Sales	$ 152,285	$ 112,047	$ 95,429	$138,195
Net Earnings	$ 2,518	$ 739	$ (918)	$ 2,485
Earnings per share Basic and Diluted	$ 0.29	$ 0.09	$ (0.11)	$ 0.29

STATEMENT OF FINANCIAL POSITION

Total Assets
Total assets at May 31, 2014 increased from $228.6 million a year ago to $233.3 million. Cash and cash equivalents at May 31, 2014 closed at $0.4 million ($0.3 million last year). Trade and other receivable at May 31, 2014 closed at $86.4 million compared to $95.5 million last year reflecting the lower sales during the third quarter and higher allowance for bad debts provision. Inventories at May 31, 2014 closed at $102.2 million compared to $91.1 million last year reflecting the increased commitment toward value-added lumber products. Prepaid expenses at May 31, 2014 closed at $5.0 million ($5.8 million last year) reflecting lower levels of imported goods. Defined benefit plan assets closed at $1.5 million at May 31, 2014 (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES).

Property, Plant and equipment
Property, plant and equipment at May 31, 2014 closed at $37.8 million compared to $35.8 million a year ago. Capital expenditures during the first nine months of fiscal 2014 amounted to $4.4 million ($2.1 million for the corresponding period a year ago). Property, plant and equipment capitalized during the first nine months ended May 31, 2014 included the acquisition of our Drummondville, Qc plant, the construction of new warehouses in Campbellville, Ont, asphalt paving, computers, and yard equipment. Proceeds on disposal of capital assets during first nine months of fiscal 2014 amounted to $10 thousand (nil for the corresponding period a year ago). Depreciation of Property, Plant and Equipment during the first nine months of fiscal 2014 was $2.0 million (same for the corresponding period a year ago). Historically, capital expenditures in general have been capped at depreciation levels. Capital expenditures were financed from operational cash flows except for an unsecured promissory note of $0.8 million US in the acquisition of Drummondville.

Total Liabilities
Total liabilities at May 31, 2014 closed at $114.9 million ($118.9 million last year). Bank indebtedness closed at $76.3 million compared to $76.0 million last year. Trade and other payables closed on May 31, 2014 at $32.5 million compared to $31.6 million a year ago. Trade and other payables reflect the higher level of trade payables, higher accruals for goods in transit and lower sales tax owed due to lower sales levels. Income tax payable at May 31, 2014 closed at $0.4 million compared to $0.3 million last year. Provision at May 31, 2014 closed at $1.5 million ($ 1.4 million last year). Long term debt closed at $0.8 million ($150 thousand last year). Long term debt is composed of $150 thousand governmental funding contribution for our Deer Lake plant in the form of a non-interest bearing long term debt repayable starting in March 2014 over 3 years and an unsecured promissory note of $0.8 million US repayable over 5 years. Deferred income taxes at May 31, 2014 closed at $2.4 million compared to a deferred tax asset of $167 thousand a year ago (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES). Defined benefit plan obligations closed at $0.8 million at May 31, 2014 compared to $9.4 million a year ago resulting from the change in accounting policies on September 1, 2013 (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES).

Shareholders' Equity
Total Shareholders' Equity at May 31, 2014 increased to $118.4 million from $109.7 million last year (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES). The Company generated a return on equity of 3.3% during the first nine months of fiscal 2014 compared to 2.8 % for the corresponding period a year ago. Market share price closed at $9.65 per share on May 31, 2014 ($8.26 last year). Share book value at May 31, 2014 was $13.92 per share ($12.89 last year). Share capital closed at $9.2 million (same as last year). On February 16, 2012, the Company announced that it had received the required regulatory approvals to reinstate its program to acquire common shares listed on the Toronto Stock Exchange (the "TSX") for the period between February 20, 2012 and February 19, 2013 at the latest. During the first nine months of fiscal 2014, the Company did not redeem any shares (1,800 shares in the corresponding period last year at an average price of $7.80 per share for a total consideration of $14 thousand). The excess of the total consideration paid over the carrying amount of the shares, in the amount of $12 thousand was applied against retained earnings. Shares repurchased were then cancelled. The Company did not renew its Normal Course Issuer Bid as at February 19, 2013. Eligible dividend payments during the first nine months of fiscal 2014 amounted to $1.7 million or $0.20 per share compared to $1.3 million or $0.15 per share paid in the corresponding period last year.

LIQUIDITY AND CAPITAL RESOURCES

Financing
The Company has renewed its credit agreement with two chartered Canadian banks. The credit agreement has a maximum revolving operating facility of $90 million renewable after 454 days in May 2015. At May 31, 2014, the Company was using $67.2 million of its facility compared to $62 million a year ago. The loans are secured by a first ranking security on the universality of the movable property of the Company. At May 31, 2014, all covenant ratios were respected. The Company's business follows a seasonal pattern with sales activities traditionally higher in the third and fourth quarter. As a result, cash flow requirements are generally higher during these periods. The current facility is considered by management to be adequate to support our current forecasted cash flow requirements. Source of funding and access to capital is disclosed in details under LIQUIDITY AND RISK MANAGEMENT IN THE CURRENT ECONOMIC CONDITIONS.

Cash Flow
Cash flow from operating activities for the first nine months of fiscal 2014 increased to $(42.4) million from $(40.9) million for the same period last year. The increase was mainly due to changes in non-cash working capital increasing to $(39.9) million compared to $(39.4) million a year ago and increased income tax paid to $(1.6) million compared to $(0.7) million last year. Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid) increased from $4.9 million to $5.7 million due to the improved net earnings. Financing activities during the first nine months of fiscal 2014 increased $37.3 million compared to $32.9 million for the same period last year. Financing activities reflects the increased cash flow requirements linked with the increased inventory commitment during the first nine months of fiscal 2014 and acquisition of our Drummondville plant for a total consideration of $3.4 million. This acquisition was financed through our current line of credit and an unsecured promissory note of $0.8 million US (Long Term debt of $0.9 million CAD). Bank debt during the first nine months of fiscal 2014 increased $38.2 million compared to $34.0 million during the corresponding period a year ago. Financing activities also include the eligible dividend payments totaling $1.7 million or $0.20 per share during the first nine months of fiscal 2014 compared to $1.3 million or $0.15 per share paid in the corresponding period last year. Investing activities during the first nine months of fiscal 2014 were $4.4 million ($2.1 million for the corresponding period a year ago) (See Property, plant and equipment for more details).

The Company's objectives remain substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report. For the nine months ended May 31, 2014, the Company achieved the following results regarding its capital management objectives:

Capital management	**As at May 31, 2014**	As at May 31, 2013
Debt-to-capitalization ratio	**36.7%**	34.8%
Return on shareholders' equity	**3.3%**	2.8%
Current ratio	**1.8**	1.8
Debt service coverage	**1.5**	1.7

For the Company, Debt-to-capitalization ratio represents the funded debt over total shareholders equity while debt service coverage includes Net earnings plus amortization/depreciation and interest expense divided by principal repayment, interest payments and lease payments.

LIQUIDITY AND RISK MANAGEMENT IN THE CURRENT ECONOMIC CONDITIONS

The risk and uncertainty factors affecting the Company in the future remain substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report. For further information, the principal risk factors to which the Company is exposed are described in the Management's Discussion and Analysis contained in its 2013 Annual Report as well as in the 2013 Annual Information Form available on SEDAR (www.sedar.com). Only those factors with variability components are described below:

Cost Structure, Working Capital Requirements and Debt Service
Furthermore, the Company benefits from a strong balance sheet and a healthy financial position:

1. At May 31, 2014, its total debt to capitalization ratio stood at 36.7% compared to 34.8% a year ago.
2. The $90 million revolving credit facility was renewed for an additional 454 days to May 2015.

COMMITMENTS AND CONTINGENCIES

As at May 31, 2014, the minimum future rentals payable under long-term operating leases, for offices, warehouses, vehicles, yards and equipment, did not materially change and are as follows:

Contractual obligations	Payments due by Period (in thousands of dollars)				
	Total	Less than 1 year	1 – 3 Years	4 –5 Years	After 5 years
Operating Leases	15,982	1,224	7,044	2,981	4,733
Purchase obligations	376	376	-	-	-
Total Contractual Obligations	**16,358**	**1,600**	**7,044**	**2,981**	**4,733**

RISKS AND UNCERTAINTIES

The risks and uncertainty factors affecting the Company in the future remains substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report. Only those factors with variability components are described below:

Dependence on Major Customers
The Company does not have long term contracts with any of its customers. Distribution agreements are usually awarded annually and can be revoked. Only one major customer exceeds the 10% of total company sales threshold. Total sales consisting primarily of various wood products for that customer represent approximately $34.5 million or 10.2% of total sales during the nine months ended May 31, 2014 compared to $42.8 million or 12.4% in the corresponding period last year. The loss of any major customer could have a material effect on the Company's results, operations and financial positions.

The following are the contractual maturities of financial liabilities as at May 31, 2014:
(in thousands of dollars)

Financial Liabilities					
	Carrying Amount	Contractual cash flows	0 to 6 Months	6 to 12 Months	12 to 36 months
Bank indebtedness	76,326	76,326	76,326	-	-
Trade and other payables	32,522	32,522	32,522	-	-
Long Term Debt	985	985	108	108	769
Total Financial Liabilities	**109,833**	**109,833**	**108,956**	**108**	**769**

Currency Risk
As at May 31, 2014, the Company had the following currency exposure on;

Financial assets and liabilities measured at amortized costs (in thousands of dollars)	**USD**	**GBP**	**Euro**
Cash and cash equivalents	372	330	6
Trade and other receivables	7,618	282	-
Trade and other payables	(8,325)	(40)	(163)
Long term debt	(782)	-	-
Total exposure	**(1,117)**	**572**	**(157)**
CAD exchange rate at May 31, 2014	1.0842	1.8173	1.4779
Impact on Net Income based on a fluctuation of 5%	**(43)**	**37**	**(8)**

Credit Risk
The Company is exposed to credit risks from customers. As a result of having a diversified customer mix, this risk is alleviated by minimizing the amount of exposure the Company has to any one customer. Additionally, the Company has a system of credit management to mitigate the risk of losses due to insolvency or bankruptcy of its customers. It also utilizes credit insurance for foreign accounts to reduce the potential for credit losses in foreign countries. Finally, the Company has adopted a credit policy that defines the credit conditions to be met by its customers and specific credit limit for each customer is established and regularly revised. Accounts receivable over 60 days past their due date and not impaired represents 0.8% (1.4% on May 31, 2013) of total receivables at May 31, 2014. Receivable days outstanding averaged 59 days (64 days last year). Based on historical payment behaviour and current credit information and experience available, the Company believes that, apart from the above, no impairment allowance is necessary in respect of trade receivables not past due or past due. The Company does not have long term contracts with any of its customers. Distribution agreements are usually awarded annually and can be revoked. Only one major customer exceeds the 10% of total

company sales threshold. Total sales consisting primarily of various wood products for that customer represent approximately $34.5 million or 10.2% of total sales during the nine months ended May 31, 2014 compared to $42.8 million or 12.4% in the corresponding period last year The loss of any major customer could have a material effect on the Company's results, operations and financial position. The carrying amounts of financial assets represent the maximum credit exposure.

RELATED PARTY TRANSACTIONS

The Related Party Transactions remains substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report.

CRITICAL ACCOUNTING ESTIMATES

The critical accounting estimates remain substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report.

SIGNIFICANT ACCOUNTING POLICIES

The Company's significant accounting policies are described in Note 3 to the consolidated financial statements for the year ended August 31, 2013.

CHANGES IN ACCOUNTING POLICIES

The changes in accounting policies remain substantially unchanged from those included in its 2013 Annual report with the exception of the following;

International Accounting Standards ("IAS") 19 Employee Benefit
Amendments to IAS 19, Employee Benefits include the elimination of the option to defer the recognition of gains and losses, enhancing the guidance around measurement of plan assets and defined benefit obligations, streamlining the presentation of charges in assets and liabilities arising from defined benefit plans and the introduction of enhanced disclosures for defined benefit plans. The amendments are effective for annual periods beginning on or after January 1, 2013. The Company implemented this standard retrospectively in the first quarter of the current fiscal year ending November 30, 2014 (see SUBSEQUENT EVENT). The Impact arising from the adoption of the amendments to IAS 19R is summarized as follows;

Condensed Consolidated Balance Sheets
(in thousands of dollars)

	As at May 31, 2013		
	As presented	**Restatements**	**As restated**
Pension Asset	666	(666)	-
Pension Liability	-	9,377	9,377
Deferred Tax Asset	-	167	167
Deferred Income Tax	2,514	(2,514)	-
Retained Earnings	107,053	(6,513)	100,540

Statement of Comprehensive Income
(in thousands of dollars)

	For the Nine months ended May 31, 2013		
	As presented	**Restatements**	**As restated**
Income Before Taxes	3,248	-	3,248
Income Taxes	942	-	942
Net Income	2,306	-	2,306
Other Comprehensive Income	-	-	-

Condensed Consolidated Balance Sheets
(in thousands of dollars)

	As at August 31, 2013		
	As presented	**Restatements**	**As restated**
Pension Asset	1,981	(940)	1,041
Pension Liability	972	694	1,666
Deferred Income Tax	2,834	(441)	2,393
Retained Earnings	109,177	(1,191)	107,986

Statement of Comprehensive Income
(in thousands of dollars)

	For the fiscal year ended August 31, 2013		
	As presented	**Restatements**	**As restated**
Income Before Taxes	7,314	(7)	7,307
Income Taxes	2,030	(2)	2,028
Net Income	5,284	(5)	5,279
Other Comprehensive Income	-	6,176	6,176

IMPACT OF ACCOUNTING PRONOUNCEMENTS NOT YET IMPLEMENTED

The accounting pronouncements not yet implemented remain substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report.

DISCLOSURE OF OUTSTANDING SHARE DATA

At May 31, 2014, there were 8,506,554 common shares issued (same last year). The Company has authorized an unlimited number of common shares to be issued, without par value. On February 16, 2012, the Company announced that it had received the required regulatory approvals to reinstate its program to acquire common shares listed on the Toronto Stock Exchange (the "TSX") for the period between February 20, 2012 and February 19, 2013 at the latest. During the first nine months of fiscal 2014, the Company did not redeem any shares (1,800 shares in the corresponding period last year at an average price of $7.80 per share for a total consideration of $14 thousand). The excess of the total consideration paid over the carrying amount of the shares, in the amount of $12 thousand was applied against retained earnings. Shares repurchased were then cancelled. The Company did not renew its Normal Course Issuer Bid as at February 19, 2013. At July 10, 2014, there were 8,506,554 common shares outstanding.

SUBSEQUENT EVENT

The Company announced on June 13, 2014 that Richard Goodfellow, President and Chief Executive Officer of Goodfellow Inc., had decided to retire on November 30, 2014. The Board of Directors have retained the services of J. Robert Swidler and Associates to advise in the choice of a new Company leader. This firm will evaluate both internal and external candidates. The Board of Directors of Goodfellow Inc. expects to make an announcement by November 30, 2014.

OUTLOOK

During Fiscal 2013-2014, Management will focus on growing sales while maintaining margin discipline and keep looking for growth opportunity to increase its market share by introducing and researching new product venture. Our focus on value-added product lines will continue to be at the forefront of our core strategy. Management is committed to keep operating costs in line with the variability of the economic situation. CMHC is forecasting the housing starts to remain mostly unchanged in calendar 2014. The annualized average housing starts are expected to moderate to 181,100 units in 2014 (Source: CMHC Q2-2014). Home sales are expected to rise moderately in line with economic conditions over the forecast horizon. The acquisition of our Drummondville plant at the end of February 2014 will secure our production capacity to face future growth in traditional core lumber business for years to come. The Company's strong balance sheet and low debt leverage enables us to take advantage of purchasing or investing opportunities such challenging economic conditions bring while maintaining our profitability in all products and regional areas. In the United States, the housing market has gradually picked up some momentum in the past 12 months which should indicate some progress ahead. We remain cautiously optimistic.

CERTIFICATION

Disclosure Controls and Procedures

The Company’s management is responsible for establishing and maintaining appropriate control systems, procedures and information systems, thereby ensuring that the information it discloses is reliable and complete. The Company applies financial information disclosure rules and takes the necessary actions to comply with new accounting standards once they come into force. The Company also applies the standards set by the capital markets regulatory authorities. The Chief Executive Officer and the Chief Financial Officer together with Management, after evaluating the effectiveness of the Company’s internal control systems, procedures and information systems as of May 31, 2014 concluded that the Company’s internal control systems, procedures and information systems were effective. The evaluation was performed in accordance with the Committee of Sponsoring Organizations of the Treadway Commission (COSO 1992) control framework adopted by the Company.

Internal Control over Financial Reporting

The Chief Executive Officer and the Chief Financial Officer are responsible for establishing and maintaining appropriate internal controls over financial reporting (ICFR) to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS, The Chief Executive Officer and the Chief Financial Officer together with Management, after evaluating the effectiveness of the Company’s internal control over financial reporting as of May 31, 2014 concluded that the Company’s internal control over financial reporting was effective.

Delson, July 10, 2014

Richard Goodfellow
President and C.E.O.

Pierre Lemoine, CPA, CMA
Vice President and C.F.O.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102 "Continuous Disclosure Obligations", if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The Company's independent auditors, KPMG LLP., has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

The accompanying unaudited interim financial statements of the company have been prepared by and are the responsibility of the Company's management.

GOODFELLOW INC.
Consolidated Statements of Comprehensive Income
(in thousands of dollars, except per share amounts)
Unaudited

	Nine months ended May 31		**Three months ended May 31**	
	2014	2013	**2014**	2013
	$	$	**$**	$
Sales	**339,756**	345,671	**134,035**	138,195
Expenses				
Cost of goods sold	**275,045**	281,242	**109,310**	112,687
Selling, administrative and general expenses	**59,104**	59,818	**21,231**	21,454
Net financial costs	**1,428**	1,363	**567**	554
	335,577	342,423	**131,108**	134,695
Earnings before income taxes	**4,179**	3,248	**2,927**	3,500
Income taxes	**1,212**	942	**849**	1,015
Net earnings, being comprehensive income	**2,967**	2,306	**2,078**	2,485
Earnings per share				
Basic and diluted	**0.35**	0.27	**0.25**	0.29

GOODFELLOW INC.
Consolidated Statements of Financial Position
(in thousands of dollars)
Unaudited

	May 31 2014	May 31 2013 (Restated)	August 31 2013 (Restated)
	$	**$**	**$**
Assets			
Current Assets			
Cash and cash equivalents	**394**	278	197
Trade and other receivables	**86,380**	95,491	72,838
Income taxes receivable	**-**	-	-
Inventories	**102,153**	91,054	74,255
Prepaid expenses	**5,014**	5,774	3,433
Total Current Assets	**193,941**	192,597	150,723
Non-Current Assets			
Property, plant and equipment	**37,807**	35,823	35,422
Defined benefit plan asset	**1,531**	-	1,041
Deferred tax asset	**-**	167	-
Total Non-Current Assets	**39,338**	35,990	36,463
	233,279	228,587	187,186
Liabilities			
Current liabilities			
Bank indebtedness	**76,326**	75,997	34,169
Trade and other payables	**32,522**	31,638	29,457
Income taxes payable	**359**	292	742
Current portion of long term debt	**216**	-	38
Total Current Liabilities	**109,423**	107,927	64,406
Non-Current Liabilities			
Provisions	**1,502**	1,441	1,471
Long Term Debt	**769**	150	112
Deferred income taxes	**2,393**	-	2,393
Defined benefit plan obligation	**788**	9,377	1,666
Total Non-Current Liabilities	**5,452**	10,968	5,642
	114,875	118,895	70,048
Shareholders' equity			
Share capital	**9,152**	9,152	9,152
Retained earnings	**109,252**	100,540	107,986
	118,404	109,692	117,138
	233,279	228,587	187,186

GOODFELLOW INC.
Consolidated Statements of Cash Flows
(in thousands of dollars)
Unaudited

	Nine months ended May 31		Three months ended May 31	
	2014	2013	**2014**	2013
	$	$	**$**	$
Cash Flows Used in Operating Activities				
Net Earnings	**2,967**	2,306	**2,078**	2,485
Adjustments for :				
Depreciation	**2,042**	2,049	**765**	701
Accretion expense on environmental provision	**31**	(1)	**11**	(16)
Gain on disposal of fixed assets	**(5)**	-	**-**	-
Income tax expense	**1,212**	942	**849**	1,015
Interest expense	**841**	775	**397**	364
Funding in excess of pension plan expense	**(1,367)**	(1,177)	**(362)**	(308)
	5,721	4,894	**3,738**	4,241
Changes in non-cash working capital items	**(39,853)**	(39,403)	**(34,442)**	(34,343)
Interest paid	**(945)**	(822)	**(417)**	(362)
Income taxes paid	**(1,596)**	(671)	**(453)**	(211)
	(42,394)	(40,896)	**(35,312)**	(34,916)
Cash Flows From (Used In) Financing Activities				
(Decrease) Increase in bank loans	**(3,800)**	1,000	**(9,800)**	(7,000)
Increase in banker's acceptances	**42,000**	33,000	**40,000**	37,000
Long term debt	**835**	150	**(74)**	-
Redemption of shares	**-**	(14)	**-**	-
Dividends paid	**(1,701)**	(1,275)	**-**	-
	37,334	32,861	**30,126**	30,000
Cash Flows Used In Investing Activities				
Acquisition of property, plant and equipment	**(4,431)**	(2,128)	**(477)**	(271)
Proceeds on disposal of capital assets	**10**	-	**-**	-
	(4,421)	(2,128)	**(477)**	(271)
Net cash outflow	**(3,760)**	(5,269)	**(1,925)**	(946)
Cash position, beginning of year	**(4,972)**	(8,450)	**(6,807)**	(12,773)
Cash position, end of year	**(8,732)**	(13,719)	**(8,732)**	(13,719)
Cash position is comprised of :				
Cash and cash equivalents	**394**	278	**394**	278
Bank overdraft	**(9,126)**	(13,997)	**(9,126)**	(13,997)
	(8,732)	(13,719)	**(8,732)**	(13,719)

GOODFELLOW INC.
Consolidated Statements of Change in Shareholders' Equity
For The Nine Months Ended May 31, 2014 and 2013
(in thousands of dollar)
Unaudited

	Share Capital	Retained Earnings	Total
	$	$	$
Balance as at August 31, 2012	9,154	99,521	108,675
Net earnings	-	2,306	2,306
Transactions with owners, recorded directly in shareholders' equity			
Dividends	-	(1,275)	(1,275)
Redemption of Shares	(2)	(12)	(14)
Balance as at May 31, 2013	9,152	100,540	109,692
Balance as at August 31, 2013	**9,152**	**107,986**	**117,138**
Net earnings	**-**	**2,967**	**2,967**
Transactions with owners, recorded directly in shareholders' equity			
Dividends	**-**	**(1,701)**	**(1,701)**
Balance as at May 31, 2014	**9,152**	**109,252**	**118,404**

1. Status and nature of activities

Goodfellow inc. (hereafter the "Company"), incorporated under the *Canada Business Corporations Act*, carries on various business activities related to remanufacturing and distribution of lumber and wood products. The Company's head office and primary place of business is located at 225 Goodfellow Street in Delson (Quebec), Canada, J5B 1V5.

The condensed interim consolidated financial statements of the Company as at and for the nine months ended May 31, 2014 includes the accounts of the Company and its wholly-owned subsidiaries.

2. Basis of preparation

These interim consolidated financial statements have been prepared in compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). These interim consolidated financial statements should be read in conjunction with the audited consolidated statements for the year ended August 31, 2013, as set out in the 2013 annual report.

The financial statements were authorized for issue by the Board of Directors on July 10, 2014.

These financial statements are available on the SEDAR website at www.sedar.com and on the Company's website at www.goodfellowinc.com.

3. Significant accounting policies

The Company's significant accounting policies are described in Note 3 contained in its 2013 Annual Report.

International Accounting Standards ("IAS") 19 Employee Benefit
Amendments to IAS 19, Employee Benefits include the elimination of the option to defer the recognition of gains and losses, enhancing the guidance around measurement of plan assets and defined benefit obligations, streamlining the presentation of charges in assets and liabilities arising from defined benefit plans and the introduction of enhanced disclosures for defined benefit plans. The amendments are effective for annual periods beginning on or after January 1, 2013. The Company implemented this standard retrospectively in the first quarter of the current fiscal year ending November 30, 2014. The Impact arising from the adoption of the amendments to IAS 19 is summarized as follows;

Condensed Consolidated Balance Sheets
(in thousands of dollars)

	As at May 31, 2013		
	As presented	**Restatements**	**As restated**
Pension Asset	666	(666)	-
Pension Liability	-	9,377	9,377
Deferred Tax Asset	-	167	167
Deferred Income Tax	2,514	(2,514)	-
Retained Earnings	107,053	(6,513)	100,540

Statement of Comprehensive Income
(in thousands of dollars)

	For the Nine months ended May 31, 2013		
	As presented	**Restatements**	**As restated**
Income Before Taxes	3,248	-	3,248
Income Taxes	942	-	942
Net Income	2,306	-	2,306
Other Comprehensive Income	-	-	-

Condensed Consolidated Balance Sheets
(in thousands of dollars)

	As at August 31, 2013		
	As presented	**Restatements**	**As restated**
Pension Asset	1,981	(940)	1,041
Pension Liability	972	694	1,666
Deferred Income Tax	2,834	(441)	2,393
Retained Earnings	109,177	(1,191)	107,986

3. Significant accounting policies (continued)

Statement of Comprehensive Income
(in thousands of dollars)

	For the fiscal year ended August 31, 2013		
	As presented	**Restatements**	**As restated**
Income Before Taxes	7,314	(7)	7,307
Income Taxes	2,030	(2)	2,028
Net Income	5,284	(5)	5,279
Other Comprehensive Income	-	6,176	6,176

Impact of accounting pronouncements not yet implemented
The accounting pronouncements not yet implemented remain substantially unchanged from those included in the Company's Annual MD&A contained in its 2013 Annual report.

4. Additional information on comprehensive income

	Nine months Ended May 31		**Three months Ended May 31**	
	2014	2013	**2014**	2013
	$	$	**$**	$
Employee benefits expense recognized in net earnings	**39,576**	39,247	**14,390**	14,138
Write-down of inventories included in cost of goods sold	**(27)**	280	**(82)**	136
Depreciation included in cost of goods sold	**796**	690	**331**	233
Depreciation and amortization included in selling, administrative and general expenses	**1,246**	1,359	**434**	468
Expense related to minimum operating lease payments recognized in net earnings	**3,612**	3,941	**1,137**	1,317
Foreign exchange gains	**145**	3	**215**	74

5. Bank Indebtedness

	May 31 2014	May 31 2013	Aug 31 2013
	$	$	$
Bank Loans	**7,200**	10,000	11,000
Banker's Acceptances	**60,000**	52,000	18,000
Bank overdraft	**9,126**	13,997	5,169
	76,326	75,997	34,169

The Company has entered into an agreement with two Canadian financial institutions for credit facilities totalling $90 million renewable in May 2015. Funds advanced under these credit facilities bear interest at the prime rate plus a premium and are secured by first ranking security on the universality of the movable property of the Company. At May 31, 2014, the Company is in compliance with all covenants.

6. Trade and other receivables

	May 31 2014	May 31 2013	Aug 31 2013
	$	$	$
Trade receivables	**86,275**	95,077	72,603
Allowance for doubtful accounts	**(432)**	(258)	(207)
	85,843	94,819	72,396
Other receivables	**537**	672	442
	86,380	95,491	72,838

(tabular amounts are in thousands of dollars, except per share amounts) (Unaudited)

7. Share Capital

a) Authorized

An unlimited number of common shares, without par value

	May 31 2014	May 31 2013	August 31 2013
Number of shares outstanding at the beginning of the year	**8,506,554**	8,508,354	8,508,354
Redemption of shares	**-**	(1,800)	(1,800)
Number of shares outstanding at the end of the year	**8,506,554**	8,506,554	8,506,554

On February 16, 2012, the company announced that it had received the required regulatory approvals to reinstate its program to acquire Common Shares listed on the Toronto Stock Exchange (the "TSX") for the period between February 20, 2012 and February 19, 2013 at the latest. No shares were redeemed in the nine months ended May 31, 2014. During the nine months ended May 31, 2013, the Company repurchased 1,800 common shares at an average price of $7.80 per share. Shares repurchased were then cancelled. The Company cancelled the program on February 19, 2013.

b) Earnings per share

	Nine Months Ended May 28		**Three Months Ended May 28**	
	2014	2013	**2014**	2013
	$	$	**$**	$
Basic and diluted	**0.35**	0.27	**0.25**	0.29

8. Seasonal Pattern

The Company's business follows a seasonal pattern, with merchandise sales traditionally higher in the third and fourth quarter as compared to the other quarterly periods. As a result, a higher share of total earnings is typically earned in the third and fourth quarter. This business seasonality results in performance, for the three months ended May 31, 2014 which is not necessarily indicative of performance for the balance of the year.

9. Post-Employment Benefits

Employee future benefits expenses relating to the company's defined benefit plans for the nine months ended May 31, 2014 were $170,775 compared to $470,550 for the nine months ended May 31, 2013.

10. Economic Dependence

Only one major customer exceeds the 10% of total company sales threshold. Total sales consisting primarily of various wood products for that customer represent approximately $34.5 million or 10.2% of total sales during the nine months ended May 31, 2014 compared to $42.8 million or 12.4% in the corresponding period last year.

11. Trade and other payables

	May 31 2014	May 31 2013	August 31 2013
	$	$	$
Trade payables and accruals	**25,602**	24,199	20,198
Payroll related liabilities	**6,172**	5,868	5,694
Sales taxes payables	**748**	1,571	3,565
	32,522	31,638	29,457

12. Financial Instruments

Financing and Liquidity Risk

The Company makes use of short term financing with two chartered Canadian banks (TD and BMO). Should a significant decrease in cash and cash equivalents occur, the Company could make use of these facilities. The following are the contractual maturities of financial liabilities as at May 31, 2014:

12. Financial Instruments (continued)

Financial Liabilities					
	Carrying Amount	Contractual cash flows	0 to 6 Months	6 to 12 Months	12 to 36 months
Bank indebtedness	76,326	76,326	76,326	-	-
Trade and other payables	32,522	32,522	32,522	-	-
Long Term Debt	985	985	108	108	769
Total Financial Liabilities	**109,833**	**109,833**	**108,956**	**108**	**769**

Currency Risk

The Company enters into forward exchange contracts to hedge certain trade payables and from time to time future purchase commitments denominated in U.S. dollars, Euros and Pound sterling. Certain valuation risks exist depending on the performance of the Canadian dollar compared to the U.S. dollar, Euro and the Pound sterling. The Company through diversification of its customer base and product offering, coupled with developments of its markets, reduces global risks related to certain business segments. During the first nine months ended May 31, 2014, the Company did not use foreign exchange contracts. Consequently, at May 31, 2014 there were no outstanding foreign exchange contracts. Fluctuation in the Canadian dollar of 5% in relation to foreign currencies would have no material effect on the Company's net earnings due to price flexibility related to the inventory management and market specialization. As at May 31, 2014, the Company had the following currency exposure on;

Financial assets and liabilities measured at amortized costs (in thousands of dollars)	**USD**	**GBP**	**Euro**
Cash and cash equivalents	372	330	6
Trade and other receivables	7,618	282	-
Trade and other payables	(8,325)	(40)	(163)
Long term debt	(782)	-	-
Total exposure	**(1,117)**	**572**	**(157)**
CAD exchange rate at May 31, 2014	1.0842	1.8173	1.4779
Impact on Net Income based on a fluctuation of 5%	**(43)**	**37**	**(8)**

13. Commitments and Contingent liabilities

Commitments

As at May 31, 2014, the minimum future rentals payable under long-term operating leases, for offices, warehouses, vehicles, yards, and equipment are as follows:

	$
Not later than 1 year	4,839
More than 1 year, but less than 5 years	7,427
Later than 5 years	4,092
	16,358

Contingent liabilities

The Company is party to claims which are being contested during the ordinary course of business and relate primarily to damaged goods, quality issues or transportation related issues. The amount of claims currently being contested and/or addressed is approximately $200,000. Management believes that the resolution of these claims will not have a material adverse effect on the Company's financial condition, income or cash flows.

14. Changes in Non-Cash Working Capital Items

	Nine Months ended May 31		**Three Months ended May 31**	
	2014	2013	**2014**	2013
	$	$	**$**	$
Trade and other receivables	**(13,542)**	(12,409)	**(29,729)**	(36,654)
Inventories	**(27,898)**	(27,319)	**(6,704)**	(5,186)
Prepaid expenses	**(1,487)**	(2,223)	**(1,815)**	(2,090)
Trade and other payables	**3,074**	2,548	**3,806**	9,587
	(39,853)	(39,403)	**(34,442)**	(34,343)

(tabular amounts are in thousands of dollars, except per share amounts) (Unaudited)

15. Capital Management

For the nine months ended May 31, 2014, the Company achieved the following results regarding its capital management objectives:

Capital management	**As at May 31, 2014**	As at May 31, 2013
Debt-to-capitalization ratio	**36.7%**	34.8%
Return on shareholders' equity	**3.3%**	2.8%
Current ratio	**1.8**	1.8
Debt service coverage	**1.5**	1.7

16. Comparative information

Certain prior period information has been reclassified to conform with the current period presentation.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Claude Garcia */**
Chairman of the Board

G. Douglas Goodfellow **
Secretary of the Board
Goodfellow Inc.

Richard Goodfellow **
President & Chief Executive Officer.
Goodfellow Inc.

Normand Morin */**
Chairman of the Audit Committee

David A. Goodfellow
Director

R. Keith Rattray
Director

Stephen A. Jarislowsky */**
Director
Partner, Jarislowsky Fraser & Co. Ltd

* Member of the Audit Committee
** Member of the Executive Compensation Committee

OFFICERS

Richard Goodfellow
President & Chief Executive Officer

G. Douglas Goodfellow
Secretary of the Board

Pierre Lemoine, CPA, CMA
Vice President &
Chief Financial Officer

Roger Grenier
Vice President,
U.S. Sales

Mary Lohmus
Senior Vice President,
Ontario and Western Canada

Harold Sheepwash
Vice President,
Industrial & Manufactured Products

Rose Ann Loranger
Vice President,
Pine

Luc Pothier
Vice President,
Operations

Robert Perron
Vice President,
Manufacturing Sales

David Warren
Vice President,
Atlantic

Patrick Goodfellow
Vice President,
Hardwood

Gerry McDonald
Vice President,
Quebec

MANAGEMENT COMMITTEE

Richard Goodfellow *
Pierre Lemoine *
Mary Lohmus *
Gerry McDonald

G. Douglas Goodfellow
Robert Perron
Roger Grenier
Luc Pothier

David Warren
Patrick Goodfellow
Harold Sheepwash
Rose Ann Loranger

* Member of the Executive Committee

OTHER INFORMATION

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225 Goodfellow Street
Delson, Quebec J5B 1V5
Tel.: 450-635-6511
Fax : 450-635-3730

Sollicitors
Bernier Beaudry
Quebec, Quebec

Auditors
KPMG LLP
Montreal, Quebec

Transfer Agent
Computershare Investor Services Inc.
Montreal, Quebec

Stock Exchange
Toronto
Trading Symbol: GDL

Wholly-owned Subsidiary
Goodfellow Distribution Inc.

SALES OFFICES AND DISTRIBUTION CENTRES

CANADA

DELSON, QUEBEC
Head Office,
Sales Office,
Distribution Centre
& Manufacturing Facilities
225 Goodfellow Street
Delson, QC J5B 1V5
Tel.: 450-635-6511
Fax: 450-635-3730

CAMPBELLVILLE, ONTARIO
Sales Office,
Distribution Centre
& Manufacturing Facility
P.O. Box 460
9184 Twiss Road
Campbellville, ON L0P 1B0
Tel.: 905-854-5800
Fax: 905-854-6104

QUEBEC CITY, QUEBEC
Sales Office &
Distribution Centre
5100 John-Molson
Quebec, QC G1X 3X4
Tel.: 418-650-5100
Fax: 418-650-0171

DARTMOUTH, NOVA SCOTIA
Sales Office &
Distribution Centre
20 Vidito Drive
Dartmouth, NS B3B 1P5
Tel.: 902-468-2256
Fax: 902-468-9409

MONCTON, NEW BRUNSWICK
Sales Office &
Distribution Centre
660 Edinburgh Drive
Moncton, NB E1E 4C6
Tel.: 506-857-2134
Fax: 506-859-7184

OTTAWA, ONTARIO
Sales Office &
Distribution Centre
3091 Albion Road North
Ottawa, ON K1V 9V9
Tel.: 613-244-3169
Fax: 613-244-0488

CALGARY, ALBERTA
Sales Office,
Distribution Centre
& Manufacturing Facility
Bay 11 - 5375, 50th Street S.E.
Calgary, AB T2C 3W1
Tel.: 403-252-9638
Fax: 403-252-9516

EDMONTON, ALBERTA
Sales Office &
Distribution Centre
11128-158th Street
Edmonton, AB T5M 1Y4
Tel.: 780-469-1299
Fax: 780-469-1717

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