

QUARTERLY REPORT

For the Twelve Months Ended August 31, 2014

FINANCIAL HIGHLIGHTS

(in thousand of dollars except per share amounts)

Years ended August 31,						
OPERATING RESULTS	2013	2012	2011	2010	2009	
	IFRS	IFRS	IFRS	CGAAP	CGAAP	
	(Restated)					
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	

NET EARNINGS (in million \$)





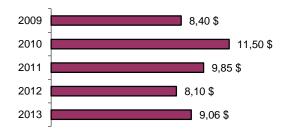


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MESSAGE TO THE SHAREHOLDERS

The completion of Q4 on August 31st is traditionally our year-end. This year however as advised previously we are changing our year-end to November 30th.

Q4's strong results however, made up for what was another slow winter and the slow sales in our Quebec market during the election campaign.

Our results in our Toronto branch were exceptional over the summer led by our flooring and manufacturerbased hardwood lumber business. Our results in the branches out West showed again improvement over the previous year. U.S. sales were outstanding recovering to pre-2008 levels particularly driven by our hardwood lumber offering. Quebec and Atlantic sales continued to be weaker especially in the area of treated lumber in Quebec.

Unlike previous years, we continued to carry substantial inventories into September for the fall requirements where we had sometimes lacked stock due to the August 31st year-end.

Business to the above date continues relatively strong and all efforts will be expended to produce a strong Q5 bridge period.

As your C.E.O. for the past 25 years, I will be retiring on November 30th and your board is presently evaluating suitable internal and external candidates to assume my responsibilities.

I thank all shareholders, employees, suppliers, and customers for their support over these many years.

Sincerely,

Richard Goodfellow President and CEO October 9, 2014

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Claude Garcia Chairman

MANAGEMENT'S DISCUSSION AND ANALYSIS

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 October 9, 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 twelve months ended August 31, 2014 compared to the twelve months ended August 31, 2013. The interim unaudited consolidated financial statements ended August 31, 2014 and August 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 <u>www.sedar.com</u>.

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.

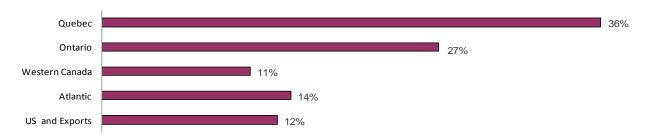
BUSINESS OVERVIEW

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 TWELVE MONTHS ENDED AUGUST 31, 2014

- Net income increased to \$6.6 million compared to \$5.3 million last year
- Earnings per share increased from \$0.62 to \$0.78
- Consolidated sales increased from \$483.5 million to \$486.0 million
- Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid) increased from \$9.7 million to \$12.2 million.
- Average Bank indebtedness increased from \$46.5 million to \$51.2 million
- Inventory average increased from \$85.0 million to \$97.3 million



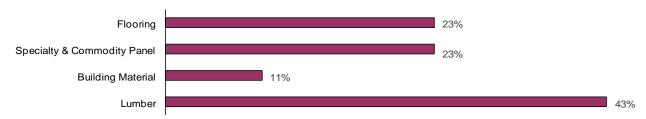
Geographical Distribution of Sales for the Twelve months ended August 31, 2014

Sales in Canada during the first twelve months of fiscal 2014 declined 4% 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 0.6% to 190,600 units on average (Source: CMHC) for the twelve months ended August 31, 2014 compared to 191,800 units in the corresponding period a year ago. Market prices of panel products during the first twelve 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 twelve months ended August 31, 2014 decreased 16% compared to the corresponding period last year. Quebec sales dropped 11% 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 8% mainly due to the introduction of the Trus Joist® product line and strong core lumber sales. Atlantic Sales decreased 8% 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 11% 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 twelve months ended August 31, 2014 increased 41% 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 33% compared to last year. The North Eastern states housing market maintained its increasing pace over the same period last year and according to the US Census Bureau, housing starts increased 18% for the twelve months ended August 31, 2014 compared to the same period a year ago. The average USD/CAD exchange rate for the first twelve months of fiscal 2014 was up 6.6 % (1.0777 vs 1.0108 last year). Finally, Export sales increased 21% during the first twelve 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 twelve months of fiscal 2014. Flooring sales decreased 1% 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 12% 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 10% compared to the corresponding period last year. Building Materials sales increased 10% compared to the corresponding period last year. Building market and overstock in the addition of roofing shingles and new composite decking products generating growth compared to the first twelve 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.





Cost of Goods Sold

Cost of goods sold for the first twelve months of fiscal 2014 was \$394.3 million compared to \$393.6 million for the corresponding period a year ago. Cost of purchased goods increased 0.2% compared to last year reflecting the increased levels of sales activities and the higher prices of lumber. Total freight and logistics cost decreased 1.5% compared to the same period a year ago. As a percentage of sales, total freight costs decreased 0.2% compared to last year. Average gas and diesel purchased prices during the first twelve months increased approximately 4% compared to the corresponding period a year ago. Gross profits increased 0.3% during the first twelve months ended August 31, 2014 compared to last year while gross margins increased from 18.6% to 18.9% due to increased value-added lumber in our product mix.

Selling, Administrative and General Expenses

Selling, Administrative and General Expenses for the first twelve months ended August 31, 2014 were \$80.3 million compared to \$80.7 million for the corresponding period last year. Selling, Administrative and General Expenses decreased 0.5% compared to the first twelve months last year due to reduced operations staff levels, lower bad debts and cost control measures on variable costs.

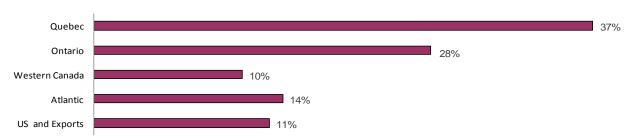
Net Financial Cost

Net financial costs for the first twelve months ended August 31, 2014 were \$2.2 million (\$1.9 million for the same period last year). The Canadian prime rate remained unchanged at 3.00% and the average US prime rate remained also unchanged compared to last year at 3.25%. Average bank indebtedness increased to \$51.2 million compared to \$46.5 for the corresponding period last year. Average inventory was \$97.3 million compared to \$85.0 million for the same period last year.

HIGHLIGHTS FOR THE THREE MONTHS ENDED AUGUST 31, 2014

- Net earnings increased from \$3.0 million last year to \$3.7 million
- Earnings per share increased from \$0.35 to \$0.43.
- Consolidated sales increased from \$137.8 million last year to \$146.3 million.
- Cash flow from operations (excluding non-cash working capital, income tax paid and interest paid) increased from \$4.8 million to \$6.5 million
- Average Bank indebtedness increased from \$54.7 million to \$72.7 million
- Inventory average increased from \$86.0 million to \$107.2 million

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



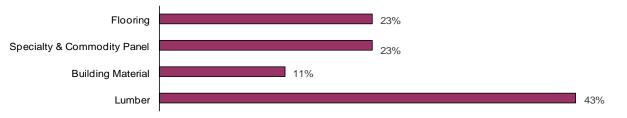
Geographical Distribution of Sales for the Fourth Quarter ended August 31, 2014

Sales in Canada during the fourth quarter of fiscal 2014 increased 5% compared to the same period a year ago mainly due to strong performance from our Ontario branch and growth in value-added lumber products. Total monthly average new housing starts in Canada increased 1.8% at 196,800 units on average (Source: CMHC) for the three months ended August 31, 2014. Market prices of panel products during the fourth quarter traded at approximately the same price level compared to the same period a year ago. As such, the Random Lengths Structural Panel Composite Price Index average during the three months ended August 31, 2014 increased slightly (+1%) compared to the corresponding period last year. Quebec sales increased 2% due to strong flooring sales and value-added product mix. Sales in Ontario increased 13% mainly due to strong traditional value-added lumber sales, the introduction of Trus Joist® product line and strong hardwood sales. Atlantic region sales decreased 1% 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 12% with growth in most product lines except panel due to lower market prices.

Sales in the United States for the fourth quarter ended August 31, 2014 increased 34% on a converted basis compared to the same period last year due to strong demand industrial projects and growth in hardwood lumber sales. On a non-converted basis, US denominated sales increased 29% compared to last year. The North Eastern states housing market continued its progression during the fourth quarter and according to the US Census Bureau, housing starts increased 20% compared to the same quarter a year ago. The average USD/CAD exchange rate for the fourth quarter of fiscal 2014 increased 4.4% to 1.0832 compared to 1.0376 last year. Finally, Export sales decreased 11% during the fourth quarter of fiscal 2014 compared to the same period a year ago mainly due to lower shipments to the Asian market.

These previously discussed factors impacted to various degrees our sales mix for the fourth quarter of fiscal 2014. Flooring sales increased 4% compared to the corresponding period last year. The flooring sales increase was mainly due to the strong demand in Quebec and in Western Canada. Specialty and Commodity Panel sales increased 3% compared to the corresponding period last year. Demand for panel products was impacted by increasing market prices for commodity plywood (Random Lengths Structural Panel Composite Price Index average up 1%) compared to the same period last year. Building Materials sales increased 18% 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 increased 6% compared to the corresponding period last year. Lumber sales were impacted by the strong performance of our hardwood lumber product line and the new distribution of structural beams in Ontario. This growth was mitigated by the reduced demand for Treated wood and commodity spruce products.

Product Distribution of Sales for the Fourth Quarter ended August 31, 2014



Cost of Goods Sold

Cost of goods sold for the fourth quarter of fiscal 2014 was \$119.2 million compared to \$112.3 million for the corresponding period a year ago. Cost of purchased goods increased 6% compared to last year reflecting the increased sales activities and higher freight costs on in-bound inventory from Asia during the fourth quarter. Total freight and logistics cost increased 16% compared to the same period a year ago. As a percentage of sales, total freight costs increased 0.7% compared to last year. Average gas and diesel purchased prices during the fourth quarter increased approximately 2% compared to the fourth quarter a year ago. Gross profits remained level with last year at 18.5% during the fourth quarter ended August 31, 2014.

Selling, Administrative and General Expenses

Selling, Administrative and General Expenses for the fourth quarter ended August 31, 2014 were \$21.2 million (\$20.9 million as last year). Selling, Administrative and General Expenses increased due to higher provisions related to compensation and professional fees.

Net Financial Cost

Net financial costs for the fourth quarter of fiscal 2014 were \$0.7 million (\$0.6 million a year ago). The Canadian prime rate remained unchanged at 3.00% and the average US prime rate also remained unchanged compared to last year at 3.25%. Average bank indebtedness was \$72.7 million compared to \$54.7 million for the corresponding period last year. Average inventory was \$107.2 million compared to \$86.0 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)

(in mousands of donais, except earnings per snare)	Nov -2013	Feb-2014	May-2014	Aug-2014
Sales	\$110,366	\$95,355	\$134,035	\$146,289
Net Earnings	\$ 1,166	\$ (277)	\$ 2,078	\$ 3,665
Earnings per share Basic and Diluted	\$ 0.14	\$(0.04)	\$ 0.25	\$ 0.43
	Nov -2012	Feb -2013	May -2013	Aug -2013 (revised)
Sales	\$ 112,047	\$ 95,429	\$138,195	\$137,814
Net Earnings	\$ 739	\$ (918)	\$ 2,485	\$ 2,973
Earnings per share Basic and Diluted	\$ 0.09	\$ (0.11)	\$ 0.29	\$ 0.35

STATEMENT OF FINANCIAL POSITION

Total Assets

Total assets at August 31, 2014 increased from \$187.2 million a year ago to \$217.7 million. Cash and cash equivalents at August 31, 2014 closed at \$0.4 million (\$0.2 million last year). Trade and other receivable at August 31, 2014 closed at \$76.6 million compared to \$72.8 million last year reflecting the higher sales during the fourth quarter and higher allowance for bad debts provision. Inventories at August 31, 2014 closed at \$98.1 million compared to \$74.3 million last year reflecting the increased commitment toward value-added lumber products and less disruption with the change of our year-end. Prepaid expenses at August 31, 2014 closed at \$3.8 million (\$3.4 million last year) reflecting increased levels of imported goods. Defined benefit plan assets closed at \$1.5 million at August 31, 2014 compared to \$1.0 million a year ago (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES).

Property, Plant and equipment

Property, plant and equipment at August 31, 2014 closed at \$37.3 million compared to \$35.4 million a year ago. Capital expenditures during the first twelve months of fiscal 2014 amounted to \$4.7 million (\$2.4 million for the corresponding period a year ago). Property, plant and equipment

capitalized during the first twelve months ended August 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 the first twelve months of fiscal 2014 amounted to \$10 thousand (\$68 thousand for the corresponding period a year ago). Depreciation of Property, Plant and Equipment during the first twelve months of fiscal 2014 was \$2.8 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 August 31, 2014 closed at \$97.3 million (\$70.0 million last year). Bank indebtedness closed at \$60.4 million compared to \$34.2 million last year. Trade and other payables closed on August 31, 2014 at \$29.8 million compared to \$29.5 million a year ago. Trade and other payables reflect higher accruals for goods in transit and increased compensation provisions. Income tax payable at August 31, 2014 closed at \$1.4 million compared to \$0.7 million last year. Provision at August 31, 2014 closed at \$1.5 million (\$ same as last year). Long term debt closed at \$0.7 million (\$112 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 August 31, 2014 closed at \$2.4 million (same as a year ago. See reconciliation under heading CHANGES IN ACCOUNTING POLICIES). Defined benefit plan obligations closed at \$0.8 million at August 31, 2014 compared to \$1.7 million a year ago resulting from the change in accounting policies on September 1, 2013 (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES). Note that the mneasurement date of the plans assets and obligations have been changed to November 30 in order to match with our new year-end.

Shareholders' Equity

Total Shareholders' Equity at August 31, 2014 increased to \$120.4 million from \$117.1 million last year (see reconciliation under heading CHANGES IN ACCOUNTING POLICIES). The Company generated a return on equity of 5.5% during the first twelve months of fiscal 2014 compared to 4.5 % for the corresponding period a year ago. Market share price closed at \$9.57 per share on August 31, 2014 (\$9.06 last year). Share book value at August 31, 2014 was \$14.15 per share (\$13.77 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 twelve 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 twelve months of fiscal 2014 amounted to \$3.4 million or \$0.40 per share compared to \$3.0 million or \$0.35 per share paid in the corresponding period last year. An adjustment of \$6.2 million was made to Shareholder's Equity in August 2013 to reflect the IAS 19 impact of the elimination of 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 measurement of the plans assets and obligations was changed to November 30 to match with our new year-end.

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 August 31, 2014, the Company was using \$56 million of its facility compared to \$29 million a year ago. The loans are secured by a first ranking security on the universality of the movable property of the Company. At August 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 (excluding non-cash working capital) for the first twelve months of fiscal 2014 increased to \$12.2 million from \$9.7 million for the same period last year. Financing activities during the first twelve months of fiscal 2014 increased \$24.4 million compared to a decrease of \$1.8 million for the same period last year. Financing activities reflects the increased cash flow requirements linked with the increased inventory commitment during the twelve months of fiscal 2014 and the 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 twelve months of fiscal 2014 increased \$27.0 million compared to \$1.0 million during the first twelve months of fiscal 2014 compared to \$3.0 million or \$0.35 per share paid in the corresponding period last year. Investing activities during the first twelve months of fiscal 2014 were \$4.7 million (\$2.4 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 twelve months ended August 31, 2014, the Company achieved the following results regarding its capital management objectives:

	As at August 31,	As at August 31,
Capital management	2014	2013
Debt-to-capitalization ratio	32.3 %	19.9 %
Return on shareholders' equity	5.5 %	4.5 %
Current ratio	1.9	2.3
Debt service coverage	1.6	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 August 31, 2014, its total debt to capitalization ratio stood at 32.3% compared to 19.9% 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 August 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 – 3	4 –5	After
		1 year	Years	Years	5 years
Operating Leases	16,850	1,236	7,373	3,430	4,811
Purchase obligations	209	209	-	-	-
Total Contractual Obligations	17,059	1,445	7,373	3,430	4,811

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 \$50.2 million or 10.3% of total sales during the twelve months ended August 31, 2014 compared to \$60.0 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 August 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	60,434	60,434	60,434	-	-
Trade and other payables	29,782	29,782	29,782	-	-
Long Term Debt	934	934	108	110	716
Total Financial Liabilities	91,150	91,150	90,324	110	716

Currency Risk

As at August 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	636	257	14
Trade and other receivables	10,351	404	-
Trade and other payables	(3,603)	(98)	(207)
Long term debt	(744)	-	-
Total exposure	6,640	563	(193)
CAD exchange rate at August 31, 2014	1.0873	1.8052	1.4287
Impact on Net Income based on a fluctuation of 5%	256	36	(10)

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 1.8% (1.5% on August 31, 2013) of total receivables at August 31, 2014. 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 \$50.2 million or 10.3% of total sales during the twelve months ended August 31, 2014 compared to \$60.0 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	t August 31, 2013	\$
	As presented	Restatements	As restated
	1	(2.10)	
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 y	ear ended Augus	st 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	-	6,175	6,175

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 August 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 twelve 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 October 9, 2014, there were 8,506,554 common shares outstanding.

SUBSEQUENT EVENT

No Subsequent Event to report.

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 184,800 units in 2014 (Source: CMHC Q3-2014). 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 August 31, 2014 concluded that the Company's internal control 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 August 31, 2014 concluded that the Company's internal control over financial reporting was effective.

Delson, October 9, 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

	Twelve months ended August 31		Three m	onths
			ended August 31	
	2014	2013	2014	2013
	\$	\$	\$	\$
Sales	486,045	483,485	146,289	137,814
Expenses				
Cost of goods sold	394,262	393,560	119,217	112,318
Selling, administrative and general expenses	80,274	80,675	21,170	20,857
Net financial costs	2,168	1,943	740	580
	476,704	476,178	141,127	133,755
Earnings before income taxes	9,341	7,307	5,162	4,059
Income taxes	2,709	2,028	1,497	1,086
Net earnings, being comprehensive income	6,632	5,279	3,665	2,973
Earnings per share				
Basic and diluted	0.78	0.62	0.43	0.35

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

	August 31 2014	August 31 2013
	2014	(Restated)
	\$	\$
Assets		
Current Assets		
Cash and cash equivalents	433	197
Trade and other receivables	76,559	72,838
Inventories	98,083	74,255
Prepaid expenses	3,774	3,433
Total Current Assets	178,849	150,723
Non-Current Assets		
Property, plant and equipment	37,299	35,422
Defined benefit plan asset	1,520	1,041
Total Non-Current Assets	38,819	36,463
	217,668	187,186
Liabilities		
Current liabilities		
Bank indebtedness	60,434	34,169
Trade and other payables	29,782	29,457
Income taxes payable	1,410	742
Current portion of long term debt	218	38
Total Current Liabilities	91,844	64,406
Non-Current Liabilities		
Provisions	1,513	1,471
Long Term Debt	716	112
Deferred income taxes	2,393	2,393
Defined benefit plan obligation	834	1,666
Total Non-Current Liabilities	5,456	5,642
	97,300	70,048
Shareholders' equity		
Share capital	9,152	9,152
Retained earnings	111,216	107,986
	120,368	117,138
	217,668	187,186

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

	Twelve months		Three months	
	ended Au	0	ended Augu	
	<u>2014</u> \$	2013 \$	<u>2014</u> \$	2013 \$
	Ψ	Ψ	Ψ	Ψ
Cash Flows Used in Operating Activities				
Net Earnings	6,632	5,279	3,665	2,973
Adjustments for :				
Depreciation	2,819	2,758	777	709
Accretion expense on environmental provision	43	29	12	30
Deffered Income tax	-	320	-	320
Gain on disposal of fixed assets	(5)	(65)	-	(65)
Income tax expense	2,709	1,708	1,497	766
Interest expense	1,340	1,165	499	390
Funding in excess of pension plan expense	(1,311)	(1,513)	56	(336)
	12,227	9,681	6,506	4,787
Changes in non-cash working capital items	(27,503)	265	12,350	39,668
	(1,403)			(313)
Interest paid		(1,135)	(458)	
Income taxes paid	(2,041) (30,947)	(989) (1,859)	(445) 11,447	(318)
Cash Flows From (Used In) Financing Activities (Decrease) Increase in bank loans	(6,000)	2,000	(2,200)	1,000
Increase (decrease) in banker's acceptances	33,000	(1,000)	(9,000)	(34,000
Long term debt	784	150	(51)	
Redemption of shares	-	(14)	-	-
Dividends paid	(3,402)	(2,977)	(1,701)	(1,702)
<u> </u>	24,382	(1,841)	(12,952)	(34,702)
Cash Flows Used In Investing Activities				
Acquisition of property, plant and equipment	(4,701)	(2,571)	(270)	(443)
Proceeds on disposal of capital assets	10	(2,371)	(270)	68
roceeds on disposar of capital assets	10	68		00
	(4,691)	(2,503)	(270)	(375)
Net cash outflow	971	3,478	4,731	8,747
Cash position, beginning of year	(4,972)	(8,450)	,	-
	. , ,		(8,732)	(13,719)
Cash position, end of year	(4,001)	(4,972)	(4,001)	(4,972)
Cash position is comprised of :				
Cash and cash equivalents	433	197	433	197
Bank overdraft	(4,434)	(5,169)	(4,434)	(5,169)
	(4,001)	(4,972)	(4,001)	(4,972)

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

	Share	Retained	
	Capital	Earnings	Total
	\$	\$	\$
Balance as at August 31, 2012	9,154	99,521	108,675
Net earnings	-	5,279	5,279
Transactions with owners, recorded directly in shareholders' equity			
Dividends	-	(2,977)	(2,977)
Redemption of Shares	(2)	(12)	(14
Other Comprehensive income		6,175	6,175
Balance as at August 31, 2013	9,152	107,986	117,138
Net earnings	-	6,632	6,632
Transactions with owners, recorded directly in shareholders' equity			
Dividends	-	(3,402)	(3,402)
Balance as at August 31, 2014	9,152	111,216	120,368

Twelve Months Ended August 31, 2014 and August 31, 2013

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

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 twelve months ended August 31, 2014 and August 31, 2013 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 October 9, 2014.

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

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 measurement date for the plan assets and obligations has been changed to November 30 to match our new fiscal year-end. 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 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 y	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	-	6,175	6,175			

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.

Twelve Months Ended August 31, 2014 and August 31, 2013

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

4. Additional information on comprehensive income

	Twelve months Ended August 31			months August 31	
	2014	2013	2014	2013	
	\$	\$	\$	\$	
Employee benefits expense recognized in net earnings	53,188	52,083	13,612	12,836	
Write-down of inventories included in cost of goods sold	88	205	115	(75)	
Depreciation included in cost of goods sold	1,136	926	340	236	
Depreciation and amortization included in selling, administrative and general expenses	1,683	1,832	437	473	
Expense related to minimum operating lease payments recognized in net earnings	4,848	5,147	1,236	1,206	
Foreign exchange gains	236	(19)	91	(22)	
Bank Indebtedness					
			Aug 31	Aug 31	
			2014	2013	
			\$	\$	
Bank Loans			5,000	11,000	
Banker's Acceptances			51,000	18,000	
Bank overdraft			4,434	5,169	

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 August 31, 2014, the Company is in compliance with all covenants.

60,434

34,169

6. Trade and other receivables

August 31	August 31
2014	2013
\$	\$
76,372	72,603
(402)	(207)
75,970	72,396
589	442
76,559	72,838
-	2014 \$ 76,372 (402) 75,970 589

7. Share Capital

5.

a) Authorized

An unlimited number of common shares, without par value

	August 31	August 31
	2014	2013
Number of shares outstanding at the beginning of the year	8,506,554	8,508,354
Redemption of shares	-	(1,800)
Number of shares outstanding at the end of the year	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 twelve months ended August 31, 2014. During the twelve months ended August 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.

Twelve Months Ended August 31, 2014 and August 31, 2013 (tabular amounts are in thousands of dollars, except per share amounts) (Unaudited)

7. Share Capital (continued)

b) Earnings per share

	Twelve	Twelve Months Ended August 31		Three Months	
	Ended A			ugust 31	
	2014	2013	2014	2013	
	\$	\$	\$	\$	
Basic and diluted	0.78	0.62	0.43	0.35	

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 August 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 twelve months ended August 31, 2014 were \$227,700 compared to \$620,000 for the twelve months ended August 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 \$50.2 million or 10.3% of total sales during the twelve months ended August 31, 2014 compared to \$60.0 million or 12.4% in the corresponding period last year.

11. Trade and other payables

	Aug 31 2014	August 31 2013
	\$	\$
Trade payables and accruals	19,748	20,198
Payroll related liabilities	6,505	5,694
Sales taxes payables	3,529	3,565
	29,782	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 August 31, 2014:

Financial Liabilities					
	Carrying Amount	Contractual cash flows	0 to 6 Months	6 to 12 Months	12 to 36 months
Bank indebtedness	60,434	60,434	60,434	-	-
Trade and other payables	29,782	29,782	29,782	-	-
Long Term Debt	934	934	108	110	716
Total Financial Liabilities	91,150	91,150	90,324	110	716

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 twelve months ended August 31, 2014, the Company did not use foreign exchange contracts. Consequently, at August 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 August 31, 2014, the Company had the following currency exposure on;

Twelve Months Ended August 31, 2014 and August 31, 2013 (tabular amounts are in thousands of dollars, except per share amounts) (Unaudited)

12. Financial Instruments (continued)

Financial assets and liabilities measured at amortized costs (in thousands of dollars)	USD	GBP	Euro
Cash and cash equivalents	636	257	14
Trade and other receivables	10,351	404	-
Trade and other payables	(3,603)	(98)	(207)
Long term debt	(744)	-	-
Total exposure	6,640	563	(193)
CAD exchange rate at August 31, 2014	1.0873	1.8052	1.4287
Impact on Net Income based on a fluctuation of 5%	256	36	(10)

13. Commitments and Contingent liabilities

Commitments

As at August 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	4,830
More than 1 year, but less than 5 years	8,303
Later than 5 years	3,926
	17,059

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

	Twelve Months ended August 31		Three Months ended August 31	
	2014	2013	2014	2013
	\$	\$	\$	\$
Trade and other receivables	(3,721)	10,245	9,821	22,654
Inventories	(23,828)	(10,519)	4,070	16,800
Prepaid expenses	(287)	58	1,200	2,281
Trade and other payables	333	481	(2,741)	(2,067)
	(27,503)	265	12,350	39,668

15. Capital Management

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

Capital management	As at August 31, 2014	As at August 31, 2013
Debt-to-capitalization ratio	32.3%	19.9%
Return on shareholders' equity	5.5%	4.5%
Current ratio	1.9	2.3
Debt service coverage	1.6	1.7

16. Comparative information

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

BOARD OF DIRECTORS

Claude Garcia */** Chairman of the Board

Normand Morin */** *Chairman of the Audit Committee*

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*

Roger Grenier *Vice President, U.S. Sales*

Rose Ann Loranger *Vice President, Pine*

David Warren Vice President, Atlantic **G. Douglas Goodfellow **** Secretary of the Board Goodfellow Inc.

David A. Goodfellow *Director* **Richard Goodfellow** ** President & Chief Executive Officer. Goodfellow Inc.

R. Keith Rattray *Director*

G. Douglas Goodfellow Secretary of the Board

Mary Lohmus Senior Vice President, Ontario and Western Canada

Luc Pothier Vice President, Operations

Patrick Goodfellow *Vice President, Hardwood* **Pierre Lemoine, CPA, CMA** *Vice President & Chief Financial Officer*

Harold Sheepwash Vice President, Industrial & Manufactured Products

Robert Perron Vice President, Manufacturing Sales

Gerry McDonald *Vice President, Quebec*

MANAGEMENT COMMITTEE

Richard Goodfellow * Pierre Lemoine * Mary Lohmus * Gerry McDonald

* Member of the Executive Committee

G. Douglas Goodfellow Robert Perron Roger Grenier Luc Pothier David Warren Patrick Goodfellow Harold Sheepwash Rose Ann Loranger

OTHER INFORMATION

Head Office

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

Transfer Agent Computershare Investor Services Inc. Montreal, Quebec Sollicitors Bernier Beaudry Quebec, Quebec

Stock Exchange Toronto Trading Symbol: GDL Auditors KPMG LLP Montreal, Quebec

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

DARTMOUTH, NOVA SCOTIA

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

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

NEWFOUNDLAND WEST & CENTRAL

Sales Office & Distribution Centre & Manufacturing Facility 4 Wellon Drive Deer Lake, NL A8A 2G5 Tel.: 709-635-2991 Fax: 709-635-3079

NEWFOUNDLAND EAST

31 Cypress Street St. Johns, NL A1H 0H8 Tel.: 709-740-0017 Fax: 709-364-3954

USA MANCHESTER, NEW HAMPSHIRE

Sales Office & Distribution Centre 368 Pepsi Road Manchester, NH 03109 Tel.: 603-623-9811 Fax: 603-623-9484

CAMPBELLVILLE, ONTARIO

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

MONCTON, NEW BRUNSWICK

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

EDMONTON, ALBERTA

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

DELTA, BRITISH COLUMBIA

Sales Office & Distribution Centre 7198 Progress Way Delta, BC V4G 1J2 Tel.: 604-940-9640 Fax: 604-940-9641

QUEBEC CITY, QUEBEC

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

OTTAWA, ONTARIO

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

WINNIPEG, MANITOBA

Sales Office & Distribution Centre 1361 Border Street, Unit #1 Winnipeg, MB R3H 0N1 Tel.: 204-779-3370 Fax: 204-779-3314

Also plants in:

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