



**From:** Héroux-Devtek Inc.  
Gilles Labbé  
President and Chief Executive Officer  
Tel.: (450) 679-3330

**Contact:** Héroux-Devtek Inc.  
Stéphane Arsenault  
Chief Financial Officer  
Tel.: (450) 679-3330

**MaisonBrison**  
Martin Goulet, CFA  
Tel.: (514) 731-0000

**PRESS RELEASE  
FOR IMMEDIATE RELEASE**

## HÉROUX-DEVTEK REPORTS FISCAL 2014 THIRD QUARTER RESULTS

- Sales from continuing operations of \$61.4 million, versus \$61.7 million last year
- Adjusted EBITDA from continuing operations of \$8.3 million, or 13.5% of sales, up from \$7.7 million, or 12.4% of sales, last year
- Earnings per share from continuing operations of \$0.12, excluding acquisition-related costs net of taxes, versus \$0.10 last year
- Strategic acquisition of APPH subsequent to the end of the quarter
- Pro forma funded backlog of \$448 million

**Longueuil, Québec, February 7, 2014** — Héroux-Devtek Inc. (TSX: HRX), (“Héroux-Devtek” or the “Corporation”), a leading Canadian manufacturer of aerospace products, today reported its results for the third quarter of fiscal 2014 ended December 31, 2013. Unless otherwise indicated, all amounts are in Canadian dollars. Net income from discontinued operations for the three- and nine-month periods ended December 31, 2012 includes the results of substantially all of the Corporation’s Aerostructure and Industrial Products operations sold to Precision Castparts Corp. (NYSE: PCP) on August 31, 2012 and the gain from the sale of discontinued operations.

“Héroux-Devtek generated a higher operating profitability during the third quarter as a result of a more favourable product mix compared with last year. As witnessed since the beginning of the current fiscal year, the strength of the large commercial aircraft market continues to be the main revenue driver, while the military aerospace market remains affected by U.S. budgetary constraints,” said Gilles Labbé, President and CEO of Héroux-Devtek.

<b>FINANCIAL HIGHLIGHTS</b> (in thousands of dollars, except per share data)	<b>Quarters ended December 31,</b>		<b>Nine months ended December 31,</b>	
	<b>2013</b>	<b>2012</b>	<b>2013</b>	<b>2012</b>
Sales from continuing operations	<b>61,448</b>	61,742	<b>180,822</b>	183,206
Adjusted <sup>1</sup> EBITDA from continuing operations	<b>8,286</b>	7,672	<b>22,551</b>	22,932
Net income from continuing operations	<b>2,608</b>	3,216	<b>8,006</b>	8,807
Per share – diluted (\$)	<b>0.08</b>	0.10	<b>0.25</b>	0.29
Adjusted <sup>1</sup> per share – diluted (\$)	<b>0.12</b>	0.10	<b>0.29</b>	0.29
Net income from discontinued operations	-	1,289	-	114,547
Net income	<b>2,608</b>	4,505	<b>8,006</b>	123,354
Per share – diluted (\$)	<b>0.08</b>	0.14	<b>0.25</b>	3.99
Adjusted <sup>1</sup> per share – diluted (\$)	<b>0.12</b>	0.14	<b>0.29</b>	3.99
Weighted-average shares outstanding (diluted, in ‘000s)	<b>31,707</b>	31,339	<b>31,691</b>	30,887

<sup>1</sup> Excluding acquisition-related costs

Consolidated sales from continuing operations amounted to \$61.4 million, stable compared with \$61.7 million in the third quarter of fiscal 2013. Sales to the commercial aerospace market increased 3.2% to \$28.5 million resulting from new actuator business and production rate increase on the B-777 program, partially offset by lower volume to the regional jet market. Sales to the military

aerospace market declined 3.4% to \$33.0 million due to a slowdown in repair and overhaul activity, lower spare parts requirements, mainly on the B-2 and F-15 programs, and reduced electronic enclosure and cabinet sales at Magtron resulting from lower customer demand. These factors were partially offset by new business with Boeing on the CH-47 Chinook helicopter program. Lower military sales also reflect a weak U.S. military market due to reduced base defense budget funding and sequestration.

Fluctuations in the value of the Canadian currency versus the US currency increased third-quarter sales by \$0.2 million but had a negative effect of \$0.8 million, or 1.3% of sales, on gross profit compared with last year's third quarter. The impact of currency movements on the Corporation's gross profit is influenced by the use of forward foreign exchange sales contracts and the natural hedging from the purchase of materials made in U.S. dollars.

Gross profit reached \$10.0 million, or 16.3% of sales, up from \$9.4 million, or 15.1% of sales, last year. This increase reflects a favourable military aftermarket product mix, partially offset by a higher under-absorption of manufacturing overhead costs resulting from reduced repair and overhaul activity and lower spare parts volume. Excluding acquisition-related costs of \$1.1 million before income taxes, equivalent to \$0.04 per diluted share net of income taxes, adjusted EBITDA from continuing operations totalled \$8.3 million, or 13.5% of sales, compared with \$7.7 million, or 12.4% of sales, last year.

Net income from continuing operations was \$2.6 million, or \$0.08 per diluted share, in the third quarter of fiscal 2014, versus \$3.2 million, or \$0.10 per diluted share, in the third quarter of fiscal 2013. Excluding acquisition-related costs net of taxes, earnings per share stood at \$0.12 per diluted share in the third quarter of fiscal 2014.

## **FINANCIAL POSITION**

As at December 31, 2013, Héroux-Devtek's balance sheet was healthy with cash and cash equivalents of \$98.2 million, or \$3.11 per share. At that same date, total debt was \$69.7 million, including \$23.4 million drawn against the Corporation's authorized Credit Facility of \$150.0 million, but excluding net deferred financing costs. As a result, the Corporation's net cash position stood at \$28.6 million as at December 31, 2013.

## **NINE MONTHS RESULTS**

For the first nine months of fiscal 2014, consolidated sales from continuing operations reached \$180.8 million, versus \$183.2 million a year earlier. Currency variations increased sales by \$0.4 million, but reduced gross profit by \$1.2 million in the first nine months of fiscal 2014. Excluding acquisition-related costs of \$1.4 million before income taxes, equivalent to \$0.04 per diluted share net of income taxes, adjusted EBITDA from continuing operations stood at \$22.6 million, or 12.5% of sales, compared with \$22.9 million, or 12.5% of sales, a year earlier.

Net income from continuing operations totalled \$8.0 million, or \$0.25 per diluted share, versus \$8.8 million, or \$0.29 per diluted share, in the prior year. Excluding acquisition-related costs net of taxes, earnings per share stood at \$0.29 per diluted share in the first nine months of fiscal 2014.

## **RECENT EVENT**

Subsequent to the end of the quarter, Héroux-Devtek announced the acquisition of U.K.-based APPH Limited and U.S.-based APPH Wichita, Inc. (together "APPH"). APPH is an integrated provider of landing gear and hydraulic systems and assemblies for original equipment manufacturer ("OEM") and aftermarket applications. Héroux-Devtek is acquiring four plants in the United Kingdom and one plant in Wichita, Kansas. These plants have a combined workforce of approximately 400 employees, including a design engineering department staffed with 40 professionals. For the 12-month period ended December 31, 2013, APPH generated revenues of approximately US\$77 million and an adjusted EBITDA of approximately US\$12.5 million. The purchase price, net of about US\$4 million of cash acquired, is approximately US\$124 million. The transaction is being financed with the Corporation's available cash and existing credit facilities.

## **OUTLOOK**

Conditions remain favourable in the commercial aerospace market. Large commercial aircraft manufacturers achieved record deliveries in calendar 2013 and, reflecting robust new orders, their backlogs remain strong, representing eight years of production at current rates. In the business jet market, key indicators indicate a recovery to be sustained over the next few years driven by a better economy and the introduction of several new aircraft, including three models for which Héroux-Devtek is currently developing the landing gear. The military aerospace market is expected to remain difficult. Although a recent U.S. budgetary agreement may partially alleviate cutbacks imposed by sequestration, conditions remain challenging and the situation could affect the Corporation beyond the current fiscal year, despite having a diversified military portfolio, balanced between new component manufacturing and aftermarket products and services, that should lessen this impact.

As at December 31, 2013, Héroux-Devtek's funded (firm orders) backlog stood at \$368 million, versus \$361 million at the beginning of the fiscal year and remains well diversified. This variation reflects initial orders for the long-term contract to supply complete landing gear systems for the B-777 program, partially offset by a lower backlog on certain military programs. On a pro forma basis, the backlog reaches \$448 million.

"Looking ahead, the fourth quarter has historically been our strongest period and this fiscal year should be no exception, but we anticipate that consolidated sales for the fiscal year ending March 31, 2014 will be slightly lower than last year, excluding the impact of the APPH acquisition. For the next fiscal year ending March 31, 2015, Héroux-Devtek will continue to benefit from the sustained strength of the commercial aerospace market and will increasingly gain from the contribution of its design and development programs. These factors should offset persistent weakness in the military aerospace sector, resulting in sales that are expected to remain relatively stable, excluding the impact of the APPH acquisition. More importantly, the significant and immediate strategic benefits stemming from the acquisition of APPH will strengthen our competitive position in the global landing gear market and create further value for our shareholders," concluded Mr. Labbé.

#### **CONFERENCE CALL**

Héroux-Devtek Inc. will hold a conference call to discuss these results on Friday, February 7, 2014 at 10:00 AM Eastern Time. Interested parties can join the call by dialling (514) 807-9895 (Montreal or overseas) or 1-888-231-8191 (elsewhere in North America). The conference call can also be accessed via live webcast at Héroux-Devtek's website, [www.herouxdevtek.com](http://www.herouxdevtek.com), [www.newswire.ca](http://www.newswire.ca) or [www.q1234.com](http://www.q1234.com).

If you are unable to call in at this time, you may access a tape recording of the meeting by calling 1-855-859-2056 and entering the passcode 34682841 on your phone. This tape recording will be available on Friday, February 7, 2014 as of 1:00 PM Eastern Time until 11:59 PM Eastern Time on Friday, February 14, 2014.

#### **PROFILE**

Héroux-Devtek Inc. (TSX: HRX) is a Canadian company specializing in the design, development, manufacture and repair and overhaul of landing gear systems and components for the Aerospace market. The Corporation is the third largest landing gear company worldwide, supplying both the commercial and military sectors of the Aerospace market with new landing gear systems and components, as well as aftermarket products and services. The Corporation also manufactures electronic enclosures, heat exchangers and cabinets for suppliers of airborne radar, electro-optic systems and aircraft controls through its Magtron operations. On a pro forma basis, approximately 75% of the Corporation's sales are outside Canada, including 50% in the United States. The Corporation's head office is located in Longueuil, Québec with facilities in the Greater Montreal area (Longueuil, Laval and St-Hubert); Kitchener and Toronto, Ontario; Springfield and Cleveland, Ohio; Wichita Kansas; and Runcorn, Nottingham and Bolton, United Kingdom.

#### **FORWARD-LOOKING STATEMENTS**

Except for historical information provided herein, this press release may contain information and statements of a forward-looking nature concerning the future performance of the Corporation. These statements are based on suppositions and uncertainties as well as on management's best possible evaluation of future events. Such factors may include, without excluding other considerations, fluctuations in quarterly results, evolution in customer demand for the Corporation's products and services, the impact of price pressures exerted by competitors, and general market trends or economic changes. As a result, readers are advised that actual results may differ from expected results.

#### **NON-IFRS MEASURES**

Earnings before interest, taxes, depreciation and amortization ("EBITDA") and adjusted EBITDA are financial measures not prescribed by International Financial Reporting Standards ("IFRS") and are not likely to be comparable to similar measures presented by other issuers. Management considers these to be useful information to assist investors in evaluating the Corporation's profitability, liquidity and ability to generate funds to finance its operations.

-30-

**Note to readers:** Complete unaudited interim condensed consolidated financial statements and Management's Discussion & Analysis are available on Héroux-Devtek's website at [www.herouxdevtek.com](http://www.herouxdevtek.com).



**INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

**For the quarter ended December 31, 2013**

**Notice of Disclosure of Non-Auditor Review of Interim Condensed Consolidated Financial Statements for the quarters ended December 31, 2013 and 2012.**

---

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if the external auditors have not performed a review of the financial statements, the financial statements must be accompanied by a notice indicating that they have not been reviewed by the external auditors.

The accompanying unaudited interim condensed consolidated financial statements of the Corporation for the quarters ended December 31, 2013 and 2012, have been prepared in accordance with the International Accounting Standard 34, Interim Financial Reporting and are the responsibility of the Corporation's management.

The Corporation's external auditors, Ernst & Young LLP, have not performed a review of these interim condensed consolidated financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of financial statements by the external auditors of an entity.

February 6, 2014.

**CONSOLIDATED BALANCE SHEETS**

As at December 31, 2013 and March 31, 2013  
(In thousands of Canadian dollars) (Unaudited)

	Notes	December 31, 2013	March 31, 2013
<b>Assets</b>	12		
<b>Current assets</b>			
Cash and cash equivalents	9	\$ 98,219	\$ 101,256
Accounts receivable		38,852	46,550
Income tax receivable		471	858
Inventories		102,968	100,817
Derivative financial instruments	10	249	2,935
Other current assets	11	15,913	12,577
		256,672	264,993
<b>Property, plant and equipment, net</b>	5	76,956	78,186
<b>Finite-life intangible assets, net</b>	5	32,559	26,472
<b>Derivative financial instruments</b>	10	—	284
<b>Deferred income tax assets</b>		1,812	—
<b>Goodwill</b>		19,430	19,180
<b>Total assets</b>		\$ 387,429	\$ 389,115
<b>Liabilities and shareholders' equity</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities		\$ 39,007	\$ 44,302
Accounts payable - other		996	2,378
Provisions		8,634	8,901
Progress billings		7,001	10,211
Income tax payable		64	2,549
Derivative financial instruments	10	2,539	1,655
Current portion of long-term debt	12	3,456	3,808
		61,697	73,804
<b>Long-term debt</b>	12	65,214	59,149
<b>Provisions</b>		4,713	5,071
<b>Progress billings</b>		923	2,068
<b>Derivative financial instruments</b>	10	1,865	909
<b>Deferred income tax liabilities</b>		11,383	12,425
<b>Other liabilities – Pension and other retirement benefit plans</b>		6,022	13,036
		151,817	166,462
<b>Shareholders' equity</b>			
Issued capital	13	25,565	25,365
Contributed surplus		1,305	1,222
Accumulated other comprehensive income	14	3,748	2,647
Retained earnings		204,994	193,419
		235,612	222,653
		\$ 387,429	\$ 389,115

Discontinued operations, Commitments, Contingencies and Subsequent events (notes 4, 16, 17 and 19)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

**CONSOLIDATED STATEMENTS OF INCOME**

For the periods ended December 31, 2013 and 2012

(In thousands of Canadian dollars, except per share data) (Unaudited)

	Notes	Quarters ended December 31,		Nine months ended December 31,	
		2013	2012	2013	2012
			(Restated - note 3)		(Restated - note 3)
Continuing operations	4				
Sales		\$ 61,448	\$ 61,742	\$ 180,822	\$ 183,206
Cost of sales	5, 6	51,438	52,392	153,789	155,477
Gross profit		10,010	9,350	27,033	27,729
Selling and administrative expenses	5, 6	4,745	4,640	13,932	14,103
Acquisition-related costs	6, 18	1,116	—	1,380	—
Operating income		4,149	4,710	11,721	13,626
Financial expenses	7	917	621	2,603	2,816
Income before income tax expense from continuing operations		3,232	4,089	9,118	10,810
Income tax expense		624	873	1,112	2,003
Net income from continuing operations		2,608	3,216	8,006	8,807
Discontinued operations	4	—	1,289	—	114,547
Net income		\$ 2,608	\$ 4,505	\$ 8,006	\$ 123,354
Earnings per share from continuing operations – basic	8	\$ 0.08	\$ 0.10	\$ 0.25	\$ 0.29
Earnings per share from continuing operations – diluted	8	\$ 0.08	\$ 0.10	\$ 0.25	\$ 0.29
Earnings per share – basic	8	\$ 0.08	\$ 0.14	\$ 0.25	\$ 4.01
Earnings per share – diluted	8	\$ 0.08	\$ 0.14	\$ 0.25	\$ 3.99

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

For the periods ended December 31, 2013 and 2012

(In thousands of Canadian dollars) (Unaudited)

For the quarters ended December 31,

	Notes	2013	2012
	14		(Restated - note 3)
Other comprehensive income from continuing operations:			
Items that may be reclassified to net income			
Gain arising from translating the financial statements of foreign operations	\$	3,532	\$ 1,948
Cash flow hedges:			
Net losses on valuation of derivative financial instruments		(3,230)	(177)
Net (gains) losses on derivative financial instruments transferred to net income		219	(2,720)
Deferred income taxes		800	769
		(2,211)	(2,128)
Losses on hedge of net investments in U.S. operations		(732)	(257)
Deferred income taxes		96	33
		(636)	(224)
Items that are never reclassified to net income			
Defined benefit pension plans:			
Actuarial gains		732	197
Net change in asset limit and minimum funding requirements		520	—
Deferred income taxes		(334)	(52)
		918	145
Other comprehensive income (loss) from continuing operations		1,603	(259)
Other comprehensive income (loss)	\$	1,603	\$ (259)
Comprehensive income			
Continuing operations:			
Net income	\$	2,608	\$ 3,216
Other comprehensive income (loss)		1,603	(259)
Comprehensive income from continuing operations		4,211	2,957
Discontinued operations:			
Net income	4	—	1,289
Comprehensive income from discontinued operations		—	1,289
Comprehensive income	\$	4,211	\$ 4,246

The accompanying notes are an integral part of these interim condensed consolidated financial statements.



**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

For the periods ended December 31, 2013 and 2012

(In thousands of Canadian dollars) (Unaudited)

For the nine-month periods ended December 31,

	Notes	2013	2012
	14		(Restated - note 3)
Other comprehensive income from continuing operations:			
Items that may be reclassified to net income			
Gain arising from translating the financial statements of foreign operations	\$	5,021	\$ 1,054
Cash flow hedges:			
Net gains (losses) on valuation of derivative financial instruments		(3,820)	3,303
Net gains on derivative financial instruments transferred to net income		(273)	(6,791)
Deferred income taxes		1,084	918
		(3,009)	(2,570)
Gains (losses) on hedge of net investments in U.S. operations		(1,047)	106
Deferred income taxes		136	(13)
		(911)	93
Items that are never reclassified to net income			
Defined benefit pension plans:			
Actuarial gains (losses)		4,874	(2,490)
Deferred income taxes		(1,305)	664
		3,569	(1,826)
Other comprehensive income (loss) from continuing operations		4,670	(3,249)
Discontinued operations	4	—	2,181
Other comprehensive income (loss)	\$	4,670	\$ (1,068)
Comprehensive income			
Continuing operations:			
Net income	\$	8,006	\$ 8,807
Other comprehensive income (loss)		4,670	(3,249)
Comprehensive income from continuing operations		12,676	5,558
Discontinued operations:			
Net income	4	—	114,547
Other comprehensive income	4	—	2,181
Comprehensive income from discontinued operations		—	116,728
Comprehensive income	\$	12,676	\$ 122,286

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

## CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the periods ended December 31, 2013 and 2012

(In thousands of Canadian dollars) (Unaudited)

For the nine-month period ended December 31, 2013

	Notes	Issued capital	Contributed surplus	Accumulated other comprehensive income	Retained earnings	Shareholders' equity
<b>Balance as at March 31, 2013</b>		\$ 25,365	\$ 1,222	\$ 2,647	\$ 193,419	\$ 222,653
Common shares issued under the Stock purchase and ownership incentive plan	13	200	—	—	—	200
Stock-based compensation expense	13	—	83	—	—	83
Net income		—	—	—	8,006	8,006
Other comprehensive income		—	—	1,101	3,569	4,670
<b>Balance as at December 31, 2013</b>		\$ 25,565	\$ 1,305	\$ 3,748	\$ 204,994	\$ 235,612

For the nine-month period ended December 31, 2012

	Notes	Issued capital	Contributed surplus	Accumulated other comprehensive income (loss)	Retained earnings	Shareholders' equity
<b>Balance as at March 31, 2012</b>		\$ 102,202	\$ 3,059	\$ 2,515	\$ 136,191	\$ 243,967
Common shares:	13					
Issued under the Stock option plan		8,003	(1,946)	—	—	6,057
Cancelled under the Stock option plan		—	(258)	—	—	(258)
Issued under the Stock purchase and ownership incentive plan		210	—	—	—	210
Stock-based compensation expense	13	—	253	—	—	253
Special distribution to shareholders	4	(85,152)	—	—	(72,536)	(157,688)
Net income <sup>(1)</sup>		—	—	—	123,354	123,354
Other comprehensive income (loss) <sup>(1)</sup>		—	—	758	(1,826)	(1,068)
<b>Balance as at December 31, 2012</b>		\$ 25,263	\$ 1,108	\$ 3,273	\$ 185,183	\$ 214,827

<sup>(1)</sup> Restated - note 3

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
For the periods ended December 31, 2013 and 2012  
(In thousands of Canadian dollars) (Unaudited)

	Notes	Quarters ended December 31,		Nine months ended December 31,	
		2013	2012	2013	2012
<b>Cash and cash equivalents provided by (used for):</b>			(Restated - note 3)		(Restated - note 3)
<b>Operating activities</b>					
Net income from continuing operations		\$ 2,608	\$ 3,216	\$ 8,006	\$ 8,807
Items not requiring an outlay of cash:					
Amortization expense	6	3,021	2,962	9,450	9,306
Deferred income taxes		(1,591)	125	(2,759)	(654)
Gain on sale of property, plant and equipment		—	(25)	(40)	(122)
Non-cash financial expenses	7	651	660	1,806	2,406
Stock-based compensation expense	13	20	60	83	253
Cash flows from continuing operations		4,709	6,998	16,546	19,996
Net change in non-cash items related to continuing operations	15	(1,104)	437	(6,402)	(8,490)
<b>Cash flows related to operating activities from continuing operations</b>		<b>3,605</b>	<b>7,435</b>	<b>10,144</b>	<b>11,506</b>
Cash flows related to operating activities from discontinued operations		—	—	(1,641)	8,273
<b>Cash flows related to operating activities</b>		<b>3,605</b>	<b>7,435</b>	<b>8,503</b>	<b>19,779</b>
<b>Investing activities</b>					
Additions to property, plant and equipment		(5,422)	(3,081)	(11,853)	(9,232)
Net increase in finite-life intangible assets		(1,173)	(2,340)	(6,437)	(4,841)
Proceeds on disposal of property, plant and equipment		—	45	47	137
Net proceeds from sale of discontinued operations	4	—	(48,319)	—	224,477
Cash flows related to investing activities of discontinued operations		—	—	—	(4,294)
<b>Cash flows related to investing activities</b>		<b>(6,595)</b>	<b>(53,695)</b>	<b>(18,243)</b>	<b>206,247</b>
<b>Financing activities</b>					
Increase in long-term debt	12	6,294	1,224	6,294	1,224
Repayment of long-term debt	4	(390)	(3,079)	(3,437)	(43,517)
Issuance of common shares	13	67	4,388	200	6,267
Special distribution to shareholders	4	—	(157,688)	—	(157,688)
Cash flows related to financing activities of discontinued operations		—	—	—	(3,208)
<b>Cash flows related to financing activities</b>		<b>5,971</b>	<b>(155,155)</b>	<b>3,057</b>	<b>(196,922)</b>
<b>Effect of changes in exchange rates on cash and cash equivalents</b>		<b>2,560</b>	<b>1,580</b>	<b>3,646</b>	<b>280</b>
<b>Change in cash and cash equivalents during the periods</b>		<b>5,541</b>	<b>(199,835)</b>	<b>(3,037)</b>	<b>29,384</b>
<b>Cash and cash equivalents at beginning of periods</b>		<b>92,678</b>	<b>291,226</b>	<b>101,256</b>	<b>62,007</b>
<b>Cash and cash equivalents at end of periods</b>		<b>\$ 98,219</b>	<b>\$ 91,391</b>	<b>\$ 98,219</b>	<b>\$ 91,391</b>
<b>Interest and taxes reflected in operating activities:</b>					
Interest paid for continuing operations		\$ 396	\$ 343	\$ 1,147	\$ 1,020
Interest received from continuing operations		\$ 128	\$ 382	\$ 349	\$ 610
Income taxes paid for continuing operations		\$ 69	\$ 204	\$ 1,199	\$ 4,922
Interest paid for discontinued operations		\$ —	\$ 466	\$ —	\$ 1,721
Income taxes paid for discontinued operations		\$ —	\$ 49,145	\$ 1,641	\$ 49,577

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the periods ended December 31, 2013 and 2012

(In thousands of Canadian dollars, except per share data) (Unaudited)

### Note 1. Nature of activities and corporate information

Héroux-Devtek Inc. is incorporated under the laws of Québec. Its head office is domiciled at Complexe St-Charles, 1111 St-Charles Street West, suite 658, East Tower, Longueuil (Québec), Canada. Héroux-Devtek Inc. and its subsidiaries (the "Corporation") specialize in the design, development, manufacture, repair and overhaul of aircraft landing gear, hydraulic flight control actuators and fracture-critical components. It also includes the manufacture of electronic enclosures, heat exchangers and cabinets for airborne radar, electro-optic systems and aircraft controls through its Magtron operations (see note 4 – Discontinued operations).

### Note 2. Basis of preparation

The interim condensed consolidated financial statements for the quarter ended December 31, 2013 were prepared in accordance with IAS 34, *Interim Financial Reporting*. Therefore, certain information and disclosures have been omitted or condensed. The same accounting policies and methods of computation were followed in the preparation of these interim condensed consolidated financial statements as were followed in the preparation of the most recent annual audited consolidated financial statements, except for the changes in accounting policies described in note 3. Accordingly, these interim condensed consolidated financial statements for the quarter ended December 31, 2013 should be read together with the annual audited consolidated financial statements and notes thereto included in the Company's Annual Report for the fiscal year ended March 31, 2013.

These interim condensed consolidated financial statements were approved for issue by the Board of Directors of the Corporation on February 6, 2014.

### Note 3. Changes in accounting policies

On April 1, 2013, the Corporation adopted retrospectively the standards below in accordance with required changes from the International Accounting Standard Board. The adoption of these new standards did not have a material impact on prior periods comparative figures.

#### IAS 1 *Financial Statement Presentation*

The amended IAS 1, *Presentation of Financial Statements* was adopted retrospectively effective April 1<sup>st</sup>, 2013. The principal change resulting from the amendments to IAS 1 is the requirement to present separately other comprehensive income items that may be reclassified to income from other comprehensive items that will not be reclassified to income in the consolidated statement of comprehensive income.

#### IFRS 13 *Fair Value Measurements*

The IFRS 13, *Fair Value Measurements* was adopted retrospectively effective April 1<sup>st</sup>, 2013, and is a new and comprehensive standard that sets out a framework for measuring at fair value and that provides guidance on required disclosures about fair value measurements.

#### IAS 19 *Employee Benefits*

The amended IAS 19, *Employee Benefits* was adopted retrospectively effective April 1<sup>st</sup>, 2013. Amongst other changes, the amendments require entities to compute the financing cost component of defined benefit plans by applying the discount rate used to measure post-employment benefit obligations to the net post-employment benefit obligations (usually, the present value of defined benefit obligations less the fair value of plan assets). Also, the net interest cost is now presented in the financial expenses. Furthermore, the amendments to IAS 19 enhance the disclosure requirements for defined benefit plans, providing additional information about the characteristics of defined benefit plans and the risks that entities are exposed to, through participation in those plans. The changes in accounting policy have been accounted for retrospectively in accordance with the transition rules of the amended IAS 19 and the additional required disclosures will be provided in our annual consolidated financial statements for fiscal year 2014.

The impact of the adoption of the amended IAS 19, *Employee Benefits* on the consolidated statement of income and consolidated statement of comprehensive income for the quarter and nine-month period ended December 31, 2012 are as follows:

	Quarter ended	Nine months ended
• Decrease of cost of sales	\$ (18)	\$ (53)
• Increase of financial expenses	126	378
• Decrease of income tax expense	(28)	(87)
• Decrease of net income from continuing operations and net income	(80)	(238)
• Decrease of actuarial losses, net of income taxes	(80)	(238)
• Increase of other comprehensive income from continuing operations and other comprehensive income	80	238

#### Note 4. Discontinued operations and special distribution

On July 16, 2012, the Corporation executed a definitive agreement for the sale of substantially all of its Aerostructure and Industrial product line operations to Precision Castparts Corporation ("PCC"), a public company traded on the New York Stock Exchange ("sale transaction"). The net assets acquired by PCC include the Corporation's Dorval (Quebec), Querétaro (Mexico) and Arlington (Texas) Aerostructure product line manufacturing sites, as well as the Cincinnati (Ohio) Industrial product line manufacturing sites. Prior to the sale transaction, the Aerostructure product line was part of the Corporation's Aerospace segment, while the Industrial product line formed the Industrial segment. Therefore, all of the operations of the businesses sold are excluded from the Corporation's segmented information. Following this sale transaction, the Corporation is operating only in the Aerospace segment and is comprised essentially of the landing gear product line and Magtron operations.

The sale transaction was concluded on August 31, 2012 with gross sale proceeds, including post-closing adjustments, of \$297.8 million paid in cash. Taking into consideration the post-closing adjustments finalized during the last quarter of fiscal year 2013, the net gain amounted to \$111.2 million.

Last year, concurrently to the sale transaction, the Corporation proceeded with a \$16 million reduction of finance lease obligations and the repayment of a \$1 million governmental authorities' loan related to the businesses sold. The Corporation also proceeded with a partial repayment of US\$37.5 million (\$37.0 million) against the Syndicated Banks' Credit Facility ("Credit Facility") and repurchased two of the three interest rate swap agreements in place, representing a total notional amount of US \$30 million, for a total cost of \$1.7 million which was recorded as transaction related costs to the sale transaction.

Following the sale transaction explained above, income and expenses from discontinued operations before August 31, 2012 are reported separately from income and expenses from continuing operations, down to the level of net income in the consolidated statements of income for all quarters of the fiscal year ended March 31, 2013.

Net income related to the discontinued operations for the quarter and nine-month period ended December 31, 2012, are presented as follows:

	Quarter ended	Nine months ended
Sales	\$ —	\$ 58,081
Cost of sales	—	45,423
Gross profit	—	12,658
Selling and administrative expenses	—	3,207
Operating income	—	9,451
Financial expenses	—	1,047
Gain from sale of discontinued operations	1,491	159,177
Income before income tax expense from discontinued operations	1,491	167,581
Income tax expense related to discontinued operations	—	2,272
Income tax expense related to the gain from sale of discontinued operations	202	50,762
Net income from discontinued operations	\$ 1,289	\$ 114,547
Earnings per share from discontinued operations - basic	\$ 0.04	\$ 3.72
Earnings per share from discontinued operations - diluted	\$ 0.04	\$ 3.71

Comprehensive income related to the discontinued operations for the quarter and nine-month period ended December 31, 2012, are presented as follows:

	Quarter ended	Nine months ended
Other comprehensive income:		
Items that may be reclassified to net income		
Gain arising from translating the financial statements of foreign operations	\$ —	\$ 760
Cash flow hedges:		
Net gains on valuation of derivative financial instruments	—	1,355
Deferred income taxes	—	(365)
	—	990
Gains on hedge of net investments in U.S. operations	—	495
Deferred income taxes	—	(64)
	—	431
Other comprehensive income from discontinued operations	—	2,181
Net income from discontinued operations	1,289	114,547
Comprehensive income from discontinued operations	\$ 1,289	\$ 116,728

On November 8, 2012, following the sale transaction, the Board of Directors of the Corporation approved a special cash distribution of \$5.00 per share paid on December 19, 2012 to shareholders of record on November 20, 2012 ("special distribution").

The special distribution to shareholders of \$5.00 per share which represented a cash distribution of \$157,495 (based on 31,498,905 common shares outstanding on November 20, 2012) made on December 19, 2012 was composed of and recorded as an issued capital reduction of \$2.70 per share (\$85,047) and of a special cash dividend of \$2.30 per share (\$72,448) recorded against retained earnings. The transaction costs related to this special distribution to shareholders amounted to \$193, net of income taxes, of which \$105 was recorded as a reduction of issued capital and \$88 against retained earnings.

#### **Note 5. Government assistance**

During the quarter ended December 31, 2013, the Corporation recorded as government assistance for continuing operations an amount of \$831 (\$324 in 2012) as a reduction of incurred cost of sales and selling and administrative expenses and an amount of \$1,987 (\$531 in 2012) as a reduction of the related property, plant and equipment or capitalized development costs, presented under finite-life intangible assets.

During the nine-month period ended December 31, 2013, the Corporation recorded as government assistance for continuing operations an amount of \$2,347 (\$1,456 in 2012) as a reduction of incurred cost of sales and selling and administrative expenses and an amount of \$3,501 (\$1,835 in 2012) as a reduction of the related property, plant and equipment or capitalized development costs, presented under finite-life intangible assets.

**Note 6. Cost of sales, selling and administrative expenses and acquisition-related costs**

The main components of these expenses related to continuing operations for the quarters and nine-month periods ended December 31, are as follows:

	Quarters ended December 31,		Nine months ended December 31,	
	2013	2012	2013	2012
		(Restated - note 3)		(Restated - note 3)
Raw materials and purchased parts	\$ 23,450	\$ 23,184	\$ 71,348	\$ 70,444
Employee costs	22,803	23,346	67,645	68,153
Amortization of property, plant and equipment and finite-life intangible assets	3,021	2,962	9,450	9,306
Others	8,025	7,540	20,658	21,677
	<b>\$ 57,299</b>	<b>\$ 57,032</b>	<b>\$ 169,101</b>	<b>\$ 169,580</b>

Foreign exchange gains or losses resulting from the translation of net monetary items denominated in foreign currencies are included in the Corporation's selling and administrative expenses. During the quarter ended December 31, 2013, the foreign exchange gain included in the Corporation's selling and administrative expenses amounted to \$256 (\$127 in 2012) while it represented a gain of \$667 (\$138 in 2012) for the nine-month period ended December 31, 2013.

**Note 7. Financial expenses**

Financial expenses for the quarters and nine-month periods ended December 31, comprise the following:

	Quarters ended December 31,		Nine months ended December 31,	
	2013	2012	2013	2012
		(Restated - note 3)		(Restated - note 3)
Interest expense	\$ 254	\$ 199	\$ 725	\$ 665
Interest accretion on governmental authorities loans	331	361	1,264	1,246
Interest on net defined benefit obligations	114	126	343	378
Amortization of deferred financing costs (note 12)	110	110	330	330
Standby fees	140	144	421	355
Other interest accretion expense and discount rate adjustments	96	63	(131)	452
	<b>1,045</b>	<b>1,003</b>	<b>2,952</b>	<b>3,426</b>
Interest income on cash and cash equivalents	128	382	349	610
	<b>\$ 917</b>	<b>\$ 621</b>	<b>\$ 2,603</b>	<b>\$ 2,816</b>

## Note 8. Earnings per share

The following table sets forth the elements used to compute basic and diluted earnings per share for the quarters and nine-month periods ended December 31:

	Quarters ended December 31,		Nine months ended December 31,	
	2013	2012	2013	2012
Weighted-average number of common shares outstanding	31,534,391	31,182,115	31,525,869	30,753,456
Effect of dilutive stock options of the Corporation	172,296	156,939	165,347	133,602
Weighted-average number of common diluted shares outstanding	31,706,687	31,339,054	31,691,216	30,887,058

The diluted earnings per share calculation does not take into consideration the potential dilutive effect of certain stock options of the Corporation since their impact is anti-dilutive. During the quarter and nine-month period ended December 31, 2013, no stock options of the Corporation's plan (none for the quarter and for the nine-month period in 2012) were excluded from the diluted earnings per share calculation.

## Note 9. Cash and cash equivalents

	December 31, 2013		March 31, 2013	
Cash at banks	\$	88,195	\$	91,236
Short-term deposits		10,024		10,020
	\$	98,219	\$	101,256

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods up to three months and earn interest at the respective short-term deposit rates.

## Note 10. Derivative financial instruments

### Forward foreign exchange contracts

As at December 31, 2013, the Corporation had forward foreign exchange contracts to sell US\$111.7 million at a weighted-average rate of 1.0368 (Canadian dollar over U.S. dollar, "cad/usd"). As at March 31, 2013 and December 31, 2012, these contracts totalled US\$123.5 million at a weighted-average rate of 1.0325 cad/usd and US\$130.0 million at a weighted-average rate of 1.0405 cad/usd, respectively. As at December 31, 2013, these contracts mature at various dates between January 2014 and March 2017, with the majority maturing this and next fiscal years.

### Interest rate swap agreements

As at December 31, 2013, March 31, 2013 and December 31, 2012, the Corporation had entered into one interest rate swap agreement for a notional amount of US\$10 million, which fix the Libor rate at 3.91%, and will mature in December 2015.

In August 2012, following the sale transaction, the Corporation repurchased for a cost of US\$1,695, two interest rate swap agreements for a total notional amount of US\$30 million (see note 4 - Discontinued operations).



**Note 11. Other current assets**

	December 31, 2013	March 31, 2013
Investment and other tax credits receivable	\$ 8,344	\$ 9,051
Sales tax receivable	1,082	1,405
Deposits on machinery and equipment (note 16)	3,757	234
Prepaid expenses	2,208	1,540
Others	522	347
	<b>\$ 15,913</b>	<b>\$ 12,577</b>

**Note 12. Long-term debt**

	December 31, 2013	March 31, 2013
Senior Secured Syndicated Revolving Credit Facility ("Credit Facility") of up to \$150,000 - either in Canadian or U.S. currency equivalent, maturing on March 15, 2016, which bears interest at Libor plus 1.875% representing an effective interest rate of 2.1% as at December 31, 2013 and March 31, 2013, secured by all assets of the Corporation and its subsidiaries. The Credit Facility includes an accordion feature to increase the Credit Facility up to \$225 million subject to lenders' consent. As at December 31, 2013 and March 31, 2013, the Corporation used US\$22,000 on the Credit Facility.	\$ 23,399	\$ 22,352
Governmental authorities loans, repayable in variable annual instalments, with various expiry dates until fiscal year 2030.	41,950	36,101
Obligations under finance leases, all bearing fixed interest rates between 3.3% and 6.5% as at December 31, 2013 and March 31, 2013, maturing from January 2016 to July 2019, with amortization periods ranging from five to seven years, secured by the related property, plant and equipment, net of interest of \$339 (\$542 as at March 31, 2013).	4,309	5,420
Promissory note	—	402
Deferred financing costs, net	(988)	(1,318)
	<b>68,670</b>	<b>62,957</b>
Less: current portion	3,456	3,808
	<b>\$ 65,214</b>	<b>\$ 59,149</b>

**Note 13. Issued capital**

For the quarter and nine-month period ended December 31, 2013, variations in common shares issued are as follows:

	Quarter ended December 31, 2013		Nine months ended December 31, 2013	
	Number	Issued capital	Number	Issued capital
<b>Common shares issued and fully paid</b>				
Opening balance	31,529,553	\$ 25,498	31,511,446	\$ 25,365
Issued for cash under the stock purchase and ownership incentive plan	7,709	67	25,816	200
<b>Closing balance</b>	<b>31,537,262</b>	<b>\$ 25,565</b>	<b>31,537,262</b>	<b>\$ 25,565</b>

## Issuance of common shares

During the quarter and nine-month period ended December 31, 2013, the Corporation issued 7,709 and 25,816 common shares respectively, at weighted-average prices of \$8.69 and \$7.74 under the Corporation's stock purchase and ownership incentive plan for total cash considerations of \$67 and \$200.

During the quarter and nine-month period ended December 31, 2012, the Corporation issued 682,490 and 1,056,535 common shares respectively, at weighted-average prices of \$6.43 and \$5.93 for total cash considerations of \$4,388 and \$6,267. This includes 679,005 and 1,032,543 common shares which were issued, following the exercise of stock options for a total cash consideration of \$4,346 and \$6,057. During the quarter and nine-month period ended December 31, 2012, the initial fair value of these stock options, amounting to \$1,443 and \$1,946 respectively was transferred to the issued capital from the contributed surplus of the Corporation. The remainder of 3,485 and 23,992 common shares, respectively, were issued under the Corporation's stock purchase and ownership incentive plan for total cash considerations of \$42 and \$210.

### A. Stock option plan

During the quarters and nine-month periods ended December 31, the number of stock options varied as follows:

	Quarter ended December 31, 2013		Quarter ended December 31, 2012	
	Weighted-average exercise price	Number of stock options	Weighted-average exercise price	Number of stock options
Balance at beginning of quarter	\$3.30	259,101	\$6.82	945,906
Exercised	—	—	6.40	(679,005)
Balance at end of quarter	\$3.30	259,101	\$7.90	266,901

  

	Nine months ended December 31, 2013		Nine months ended December 31, 2012	
	Weighted-average exercise price	Number of stock options	Weighted-average exercise price	Number of stock options
Balance at beginning of period	\$3.30	259,101	\$6.48	1,411,344
Exercised	—	—	5.87	(1,032,543)
Cancelled / forfeited	—	—	8.79	(111,900)
Balance at end of period	\$3.30	259,101	\$7.90	266,901

For the quarter and nine-month period ended December 31, 2013, the stock option expense amounted to \$20 and \$83 respectively (\$60 and \$253 in 2012).

### B. Stock purchase and ownership incentive plan

During the quarter and nine-month period ended December 31, 2013, 7,709 and 25,816 common shares were issued respectively (3,485 and 23,992 respectively in 2012) and 3,162 and 10,591 common shares were attributed to the participating employees (2,431 and 10,835 respectively in 2012), under the stock purchase and ownership incentive plan. For the quarter and nine-month period ended December 31, 2013, the expense related to the attributed common shares amounted to \$31 and \$92 respectively (\$29 and \$105 respectively in 2012).

### C. Stock appreciation right ("SAR") plan

During the quarter and nine-month period ended December 31, 2013, 7,000 and 19,000 SARs were exercised respectively (53,200 and 85,700 respectively in 2012), no SARs were granted (none in 2012) and no SARs were cancelled (5,800 in the second quarter 2012). As at December 31, 2013, on a cumulative basis, 20,000 SARs were still outstanding (39,000 in 2012) at a weighted-average granted value of \$1.60 (\$7.39 in 2012) which expire on various dates in fiscal 2015 and 2016.

For the quarter and nine-month period ended December 31, 2013, SAR expense amounted to \$32 and \$74 respectively (\$2 and \$526 respectively in 2012).

In August 2010, the SAR plan has been replaced by the deferred share unit plan ("DSU") (see below).

### D. DSU plan

As at December 31, 2013, on a cumulative basis, 62,940 DSUs were outstanding (47,871 as at December 31, 2012).

During the quarter and nine-month period ended December 31, 2013, no DSUs were issued (18,243 in the second quarter 2012), no DSUs were cancelled (none in 2012), 12,362 DSUs were exercised, all in the second quarter (8,090 in the second quarter 2012).

For the quarter and nine-month period ended December 31, 2013, DSU expense amounted to \$99 and \$216 respectively (\$40 and \$362 respectively in 2012).

### Note 14. Accumulated other comprehensive income

Changes in accumulated other comprehensive income are as follows:

	Exchange differences on translation of foreign operations	Cash flow hedges	Hedge of net investments in U.S. operations	Total
<b>Balance as at September 30, 2013</b>	\$ 4,704	\$ (735)	\$ (906)	\$ 3,063
Other comprehensive income (loss) from continuing operations	3,532	(2,211)	(636)	685
<b>Balance as at December 31, 2013</b>	\$ 8,236	\$ (2,946)	\$ (1,542)	\$ 3,748
<b>Balance as at March 31, 2013</b>	\$ 3,215	\$ 63	\$ (631)	\$ 2,647
Other comprehensive income (loss) from continuing operations	5,021	(3,009)	(911)	1,101
<b>Balance as at December 31, 2013</b>	\$ 8,236	\$ (2,946)	\$ (1,542)	\$ 3,748

	Exchange differences on translation of foreign operations	Cash flow hedges	Hedge of net investments in U.S. operations	Total
<b>Balance as at September 30, 2012</b>	\$ (905)	\$ 4,586	\$ (4)	\$ 3,677
Other comprehensive income (loss) from continuing operations	1,948	(2,128)	(224)	(404)
<b>Balance as at December 31, 2012</b>	\$ 1,043	\$ 2,458	\$ (228)	\$ 3,273
<b>Balance as at March 31, 2012</b>	\$ (771)	\$ 4,038	\$ (752)	\$ 2,515
Other comprehensive income (loss) from continuing operations	1,054	(2,570)	93	(1,423)
Other comprehensive income from discontinued operations (note 4)	760	990	431	2,181
<b>Balance as at December 31, 2012</b>	\$ 1,043	\$ 2,458	\$ (228)	\$ 3,273

**Note 15. Net change in non-cash items related to continuing operations**

For the quarters and nine-month periods ended December 31, the net change in non-cash items related to continuing operations is detailed as follows:

	Quarters ended December 31,		Nine months ended December 31,	
	2013	2012	2013	2012
		(Restated - note 3)		(Restated - note 3)
Accounts receivable	\$ (2,007)	\$ 765	\$ 7,698	\$ 6,115
Income tax receivable	266	—	387	—
Inventories	(1,717)	(691)	(2,151)	(4,262)
Other current assets	(415)	(2,547)	187	(3,523)
Accounts payable and accrued liabilities, accounts payable – other and, other liabilities	2,083	2,766	(7,530)	866
Provisions	(208)	(779)	(625)	(599)
Progress billings	395	620	(4,355)	(3,722)
Income tax payable	(68)	(128)	(844)	(3,048)
Effect of changes in exchange rate <sup>(1)</sup>	567	431	831	(317)
	\$ (1,104)	\$ 437	\$ (6,402)	\$ (8,490)

<sup>(1)</sup> Reflects the total impact of changes in exchange rate during the period on non-cash items listed above for the Corporation's U.S. subsidiaries.

**Note 16. Commitments**

The Corporation has released purchase orders relating to machinery and equipment which have not been delivered yet to the Corporation's facilities. As at December 31, 2013, these outstanding purchase orders amounted to \$10,755 (\$2,391 as at March 31, 2013) for which an amount of \$3,757 (\$234 as at March 31, 2013) in deposits on machinery and equipment were made and are included in the Corporation's other current assets.

**Note 17. Contingencies**

On February 5, 2014, Goodrich Corporation, member of UTAS group, filed a request for arbitration against Devtek Aerospace Inc., a wholly-owned subsidiary of the Corporation, to the ICC International Court of Arbitration concerning a non-compete covenant contained in an agreement between Goodrich Corporation, and Devtek Aerospace Inc. The dispute involves the Corporation's planned activities relating to the manufacturing of pistons in support of a contract with The Boeing Company.

The Corporation disagrees with UTAS' position and firmly believes that it is acting in conformity with its agreements. While the Corporation cannot predict the final outcome of this arbitration, the Corporation intends to defend its position in this matter.

## Note 18. Segment information

### Geographic information

Geographic information related to the continuing operations represents the following:

Quarters ended December 31,	2013			2012		
	Canada	U.S.	Total	Canada	U.S.	Total
Sales	\$ 51,421	\$ 10,027	\$ 61,448	\$ 50,479	\$ 11,263	\$ 61,742
Property, plant and equipment, net	64,454	12,502	76,956	65,126	12,303	77,429
Finite-life intangible assets, net	32,357	202	32,559	25,746	470	26,216
Goodwill	13,838	5,592	19,430	13,838	5,231	19,069
Export sales <sup>(1)</sup>	\$ 29,692			\$ 30,805		

During the quarters ended December 31, 2013 and 2012, 61% and 63% of the Corporation's sales respectively were made to U.S. customers.

Nine months ended December 31,	2013			2012		
	Canada	U.S.	Total	Canada	U.S.	Total
Sales	\$ 150,344	\$ 30,478	\$ 180,822	\$ 147,603	\$ 35,603	\$ 183,206
Property, plant and equipment, net	64,454	12,502	76,956	65,126	12,303	77,429
Finite-life intangible assets, net	32,357	202	32,559	25,746	470	26,216
Goodwill	13,838	5,592	19,430	13,838	5,231	19,069
Export sales <sup>(1)</sup>	\$ 88,932			\$ 91,751		

During the nine-month periods ended December 31, 2013 and 2012, 61% and 64% of the Corporation's sales respectively were made to U.S. customers.

<sup>(1)</sup>Export sales are attributed to countries based on customer location.

## 19. Subsequent events

### Business acquisition

On February 3, 2014, the Corporation signed an agreement to acquire all of the outstanding shares of U.K. - based APPH Limited and U.S. - based APPH Wichita Inc. (collectively "APPH"), from BBA Aviation Plc (LSE : BBA), for a consideration, net of approximately US\$4 million of cash acquired, estimated at US\$124 million. APPH is an integrated provider of landing gear and hydraulic systems and assemblies for original equipment manufacture ("OEM") and aftermarket applications, with annual sales of approximately US\$77 million. This acquisition expands the Corporation's geographical operations into the European market and further increases and diversifies its customer base.

The transaction was financed with the Corporation's available cash for US\$55 million and existing Credit Facility for US\$69 million.

Net assets acquired at December 31, 2013 are estimated at US\$50 million, excluding US\$4 million of cash acquired. Management considers it is impracticable to disclose information about the fair value of the net assets acquired since the findings of the valuation exercise are not yet available.

No revenue or operating profit from APPH was included in the consolidated statement of income as at December 31, 2013.

### Restructuring

Given the substantial demand reduction for military aftermarket products in the United States, on January 16, 2014, the Corporation announced a plan to optimize and consolidate manufacturing capacity, while further enhancing productivity throughout the organization. These initiatives are in line with the Corporation's operating strategy of focusing on specialized centers of excellence.

As a result, the Corporation will proceed with the permanent layoffs of approximately 55 employees at its manufacturing plant located at 710 Thurber Street, in Longueuil. The Corporation will continue to carry out such operations at its other centers of excellence in manufacturing. These measures which will result in a charge of approximately \$5 million before income taxes, will be recognized over the fourth quarter of the fiscal year ended March 31, 2014 and the first half of the 2015 fiscal year in accordance with International Financial Reporting Standards.