



## PRESS RELEASE

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FOR IMMEDIATE RELEASE

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# HÉROUX-DEVTEK ANNOUNCES A \$16.2 MILLION TREASURY PRIVATE PLACEMENT OF SUBSCRIPTION RECEIPTS TO FINANCE THE ACQUISITION OF PROGRESSIVE INCORPORATED,

NOT FOR DISTRIBUTION TO THE UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

**Longueuil, Québec, February 24, 2004** – Héroux-Devtek Inc. (TSX: HRX), a leading Canadian manufacturer of aerospace and industrial products, today announced that it has entered into a bought deal agreement with National Bank Financial Inc. and GMP Securities Ltd. as co-lead managers (“Underwriters”) to issue by way of private placement 2,975,000 subscription receipts of the Company at a price of \$4.90 per subscription receipts, each representing the right to receive one common share of the Company, resulting in a net cash consideration of approximately Cdn\$13.6 million. The closing of the subscription receipt offering is expected to occur on March 11, 2004. Also, Héroux-Devtek President and CEO and Principal Shareholder, Gilles Labbé, has agreed to purchase 525,000 subscription receipts, through a concurrent private placement on the same terms as the underwritten bought deal.

The subscription receipts are exchangeable on a one-for-one basis for common shares of the Company on the closing of the acquisition of Progressive Incorporated, announced today, and are subject to customary regulatory and stock exchange approvals. The net proceeds of the offering combined with the renewal of its existing Syndicated Evergreen Revolving Operating and Term Credit Facilities for up to \$100.0 million, on a secured basis, and its current liquidity will fully fund the acquisition of Progressive Incorporated,.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any, nor shall there be any sale, of the Subscription Receipts in the United States. The Subscription Receipts have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States absent registration or an applicable exemption from the registration requirements.

### Profile

**Héroux-Devtek Inc.** is a Canadian company specialized in the design, development, manufacture and repair of aerospace and industrial products. The Company's head office is located in Longueuil, Québec. Héroux-Devtek operates eight business units grouped under four divisions: the Landing Gear Division, the Aerostructure Division, the Gas Turbine Components Division and the Logistics and Defence Division. Approximately 75% of the Company's sales are outside Canada, mainly in the United States. Héroux-Devtek's shares trade on the Toronto Stock Exchange under the symbol HRX.

### Forward-looking statement

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 Company. 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 Company'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.