



AIRBOSS OF AMERICA CORP.  
2017 THIRD QUARTER  
INTERIM REPORT

## Management's Discussion and Analysis of Financial Condition and Results of Operations

The following Management's Discussion and Analysis ("MD&A") of Financial Condition and Results of Operations of AirBoss of America Corp. ("AirBoss" or the "Company") has been prepared as of November 8, 2017 and should be read in conjunction with the Unaudited Condensed Consolidated Interim Financial Statements and Notes for the three and nine month periods ended September 30, 2017 and the MD&A and Audited Consolidated Financial Statements and Notes for the year ended December 31, 2016. The Condensed Consolidated Financial Statements have been prepared in accordance with IAS 34 Interim Financial Reporting. The Audit Committee and Board of Directors have reviewed and approved the contents of this MD&A, the Financial Statements and the third quarter press release. All dollar amounts are shown in thousands of US dollars, except per share amounts, unless otherwise specified. Additional information regarding the Company, including its Annual Information Form, can be found on SEDAR at [www.sedar.com](http://www.sedar.com) and on the Company's website at [www.airbossofamerica.com](http://www.airbossofamerica.com).

### FORWARD-LOOKING STATEMENTS

*Certain statements contained or incorporated by reference herein, including those that express management's expectations or estimates of future developments or AirBoss' future performance, constitute "forward-looking statements" within the meaning of applicable securities laws, and can generally be identified by words such as "will", "may", "could", "expects", "believes", "anticipates", "forecasts", "plans", "intends" or similar expressions. These statements are not historical facts but instead represent management's expectations, estimates and projections regarding future events and performance.*

*Forward-looking statements are necessarily based upon a number of opinions, estimates and assumptions that, while considered reasonable by management at the time the statements are made, are inherently subject to significant business, economic and competitive risks, uncertainties and contingencies. AirBoss cautions that such forward-looking statements involve known and unknown contingencies, uncertainties and other risks that may cause AirBoss' actual financial results, performance or achievements to be materially different from its estimated future results, performance or achievements expressed or implied by those forward-looking statements. Numerous factors could cause actual results to differ materially from those in the forward-looking statements, including without limitation: impact of general economic conditions; its dependence on key customers; cyclical trends in the tire and automotive, construction, mining and retail industries; sufficient availability of raw materials at economical costs; weather conditions affecting raw materials, production and sales; AirBoss' ability to maintain existing customers or develop new customers in light of increased competition; AirBoss' ability to successfully integrate acquisitions of other businesses and/or companies or to realize on the anticipated benefits thereof; changes in accounting policies and methods, including uncertainties associated with critical accounting assumptions and estimates; changes in the value of the Canadian dollar relative to the US dollar; changes in tax laws and potential litigation; ability to obtain financing on acceptable terms; environmental damage caused by it and non-compliance with environmental laws and regulations; potential product liability and warranty claims and equipment malfunction. This list is not exhaustive of the factors that may affect any of AirBoss' forward-looking statements.*

*All of the forward-looking information in this Interim Report is expressly qualified by these cautionary statements. Investors are cautioned not to put undue reliance on forward-looking statements. All subsequent written and oral forward-looking statements attributable to AirBoss or persons acting on its behalf are expressly qualified in their entirety by this notice. Forward-looking information contained herein is made as of the date of this Interim Report and, whether as a result of new information, future events or otherwise, AirBoss disclaims any intent or obligation to update publicly these forward-looking statements except as required by applicable laws. Risks and uncertainties about AirBoss' business are more fully discussed under the heading "Risk Factors" in our most recent Annual Information Form and are otherwise disclosed in our filings with securities regulatory authorities which are available on SEDAR at [www.sedar.com](http://www.sedar.com).*

**Q3 2017 Highlights****(In US dollars)**

- Quarterly dividend paid of C\$0.07 per common share
- Basic and diluted EPS of \$0.12 per common share
- Appoints Chief Operating Officer

**Selected Financial Information***In thousands of US dollars, except share data*

	Three months ended September 30		Nine months ended September 30	
	(unaudited)		(unaudited)	
	2017	2016	2017	2016
<b>Financial results:</b>				
Net sales	<b>71,837</b>	66,666	<b>215,641</b>	204,588
Net income	<b>2,804</b>	3,115	<b>8,860</b>	12,421
Net income per share (US\$)				
– Basic	<b>0.12</b>	0.13	<b>0.38</b>	0.54
– Diluted	<b>0.12</b>	0.13	<b>0.38</b>	0.53
EBITDA <sup>1</sup>	<b>6,376</b>	7,270	<b>20,807</b>	25,334
Net cash provided by operating activities	<b>1,162</b>	6,311	<b>2,495</b>	18,804
Dividends declared per share (C\$)	<b>0.07</b>	0.065	<b>0.21</b>	0.19
Capital expenditures	<b>1,590</b>	1,359	<b>4,975</b>	4,550
<b>Financial position:</b>	<b>September 30, 2017</b>			<b>December 31, 2016</b>
Total assets	<b>231,571</b>			225,118
Term loan and other debt	<b>70,560</b>			73,206
Shareholders' equity	<b>114,629</b>			109,283
Outstanding shares (#) *	<b>23,088,156</b>			23,074,183
	<i>* at November 8, 2017</i>			

**<sup>1</sup>Non-IFRS Financial Measures**

This MD&A is based on reported income in accordance with International Financial Reporting Standards ("IFRS") and on the following non-IFRS financial measures:

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EBITDA Earnings before interest income, interest expense, income taxes and depreciation and amortization

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EBITDA is a non-IFRS financial measure directly derived from the consolidated financial statements but does not have a standardized meaning prescribed by IFRS and is not necessarily comparable to a similar measure presented by other issuers. The Company discloses EBITDA, a financial measurement used by interested parties and investors to monitor the ability of an issuer to generate cash from operations for debt service, financing working capital and capital expenditures and paying dividends. EBITDA is not a measure of performance under IFRS and should not be considered in isolation or as a substitute for net income under IFRS.

A reconciliation of net income to EBITDA is presented below:

## RESULTS OF OPERATIONS – Third quarter ended September 30, 2017 compared to 2016

<i>In thousands of US dollars</i>	Three months ended September 30 (unaudited)		Nine months ended September 30 (unaudited)	
	2017	2016	2017	2016
<b>EBITDA:</b>				
Net Income	<b>2,804</b>	3,115	<b>8,860</b>	12,421
Finance costs	<b>582</b>	670	<b>2,095</b>	2,177
Depreciation and amortization, including loss on disposal	<b>2,643</b>	2,560	<b>8,036</b>	7,678
Income tax expense	<b>347</b>	925	<b>1,816</b>	3,058
<b>EBITDA</b>	<b>6,376</b>	7,270	<b>20,807</b>	25,334

## REPORTING SEGMENT CHANGES

Beginning with the first quarter of 2017, the Company realigned the organizational and governance structures of its business lines to align them more closely with the nature of the Company's operations. Such realignment gave rise to changes in how the Company presents information for financial reporting and management decision-making purposes and resulted in a change in the Company's reporting segments. The industrial products business is now combined with rubber compounding to form a new Rubber Solutions reporting segment and the automotive and defense businesses were combined to form a new Engineered Products reporting segment. All segmented financial information in this MD&A for the third quarter of 2016 and 2017 reflect this new reporting segment structure.

## NET SALES

Consolidated net sales increased by 7.8% and 5.4% for the three and nine month periods ended September 30, 2017, respectively. At the Engineered Products segment, for both the three and nine month periods ended September 30, 2017, net sales were higher than the comparable period last year in the defense business and lower in automotive.

Three months ended September 30 <i>In thousands of US dollars</i>		Rubber Solutions	Engineered Products	Total
Net Sales	<b>2017</b>	<b>30,793</b>	<b>41,044</b>	<b>71,837</b>
	2016	25,806	40,860	66,666
Increase (decrease) \$		4,987	184	5,171
Increase (decrease) %		19.3	0.5	7.8

Nine months ended September 30 <i>In thousands of US dollars</i>		Rubber Solutions	Engineered Products	Total
Net Sales	<b>2017</b>	<b>94,178</b>	<b>121,463</b>	<b>215,641</b>
	2016	79,394	125,194	204,588
Increase (decrease) \$		14,784	(3,731)	11,053
Increase (decrease) %		18.6	(3.0)	5.4

## Rubber Solutions

For the three month period ended September 30, 2017, net sales for Rubber Solutions increased 19.3%, to \$30,793, from \$25,806 in the comparable period in the prior year. The increase in net sales was due to an increase of approximately 33.3% in raw material costs that resulted in price increases to customers. Volume for the quarter was relatively flat to the comparable quarter in 2016. The net sales increase was reflected in several sectors, with particular strength in off the road ("OTR"), mining and track sectors, which were partly offset by softness in the chemical sector.

Tolling volumes (measured in pounds shipped) for the three month period ended September 30, 2017 increased by 2.6% compared to the same period in 2016. The increase was in niche tolling applications, and was partly offset by a decrease in conventional tolling volumes. Volume for the non-tolling portion of the business decreased marginally, by 1.1%, compared to the same period in 2016.

Net sales in Rubber Solutions for the nine month period ended September 30, 2017 increased 18.6%, to \$94,178, from \$79,394 in 2016. The increase in net sales was a result of a 5.2% increase in overall volume and an increase of approximately 19.1% in raw material costs that resulted in price increases to customers. The increase in net sales over the comparable nine month period was in the OTR, infrastructure, track, oil & gas, and mining sectors, which was partly offset by softness in the chemical sector.

Tolling volumes for the nine month period ended September 30, 2017 decreased by 9.5% compared to 2016. The decrease was in conventional tolling applications, and was partly offset by an increase in niche tolling volumes. Non-tolling volume increased 7.5%, compared to 2016, for the nine month period ended September 30, 2017.

## MD&A (cont'd)

### RESULTS OF OPERATIONS – Third quarter ended September 30, 2017 compared to 2016

#### Engineered Products

Net sales in the Engineered Products segment for the three and nine month periods ended September 30, 2017 increased by 0.5%, to \$41,044, and decreased by 3.0% to \$121,463, respectively, from the comparable periods in the prior year. Increased net sales in the defense business were offset by decreases in the automotive business from the comparable periods in 2016.

Net sales in the automotive business decreased by 3.4% and 6.7% for the three and nine months ended September 30, 2017, respectively, compared to the same periods in the prior year. The decreases on a comparable basis were largely in the bushings and boot product lines, where certain customer specification changes in the first half of 2017, including changing components to plastics, resulted in reduced net sales for certain parts. In addition, the previously disclosed completion of a large muffler hanger program in the second half of 2016 further contributed to the decrease when compared to 2016. These lower net sales were partly offset by increased demand in dampers and induction bonding applications.

Net sales in the defense business increased 21.6% in the third quarter of 2017 over last year, particularly in the extreme cold weather boot ("ECW") and shelter product lines. For the nine month period ended September 30, 2017, net sales increased 21.5% compared to the comparable period last year, with increases in ECW, shelters, bunny boots, and gloves. These higher net sales were partly offset by a decrease in over-boots, following the completion of a contract with final shipments in the first quarter of 2016 and in the powered air purifying respirators ("PAPRs") product line.

#### GROSS PROFIT

For the quarter ended September 30, 2017, consolidated gross profit decreased \$1,384, to \$10,094, compared to the same period in 2016. As a percentage of net sales, gross profit decreased from 17.2% to 14.1%.

For the nine months ended September 30, 2017, consolidated gross profit decreased \$4,757, to \$32,958, compared to the same period in 2016. As a percentage of net sales, gross profit for the period decreased from 18.4% to 15.3%.

For both the three and nine month periods ended September 30, 2017, the decreases compared to 2016 were due to the drop in net sales in the automotive business at Engineered Products and the impact of higher raw material costs in the Rubber Solutions segment.

Three months ended September 30		Rubber Solutions	Engineered Products	Total
<i>In thousands of US dollars</i>				
Gross Profit	<b>2017</b>	<b>3,316</b>	<b>6,778</b>	<b>10,094</b>
	2016	4,793	6,685	11,478
Increase (decrease) \$		(1,477)	93	(1,384)
% of net sales	<b>2017</b>	<b>10.8</b>	<b>16.5</b>	<b>14.1</b>
	2016	18.6	16.4	17.2

Nine months ended September 30		Rubber Solutions	Engineered Products	Total
<i>In thousands of US dollars</i>				
Gross Profit	<b>2017</b>	<b>14,565</b>	<b>18,393</b>	<b>32,958</b>
	2016	15,661	22,054	37,715
Increase (decrease) \$		(1,096)	(3,661)	(4,757)
% of net sales	<b>2017</b>	<b>15.5</b>	<b>15.1</b>	<b>15.3</b>
	2016	19.7	17.6	18.4

#### Rubber Solutions

Gross profit at Rubber Solutions for the three and nine month periods ended September 30, 2017 decreased to \$3,316 (from \$4,793) and \$14,565 (from \$15,661), respectively, from the comparable periods last year. The decreases were largely due to higher raw material costs (which resulted in raised prices), increased raw material price volatility (which impacted the Company's timing and ability to fully align input cost increases and customer price increases) and, in some cases, availability of certain specialty raw materials. For the year to date period, the decrease was partly offset by rectification of the negative productivity impacts experienced in the first half of 2016 that related to the 2015 transfer of production from Vermont to Acton Vale, Quebec.

As a percentage of net sales, gross profit in the third quarter was 10.8%, down from 18.6% in the comparable period in 2016. For the nine month period ended September 30, 2017, gross profit as a percentage of sales was 15.5%, down from 19.7% in 2016. For both the three month and nine month periods ended September 30, 2017, the declines compared to last year, were largely due to the impact of higher raw material costs and raw material price volatility as discussed above.

## RESULTS OF OPERATIONS – Third quarter ended September 30, 2017 compared to 2016

**Engineered Products**

Gross profit in the Engineered Products segment for the three month period ended September 30, 2017 was \$6,778 (16.5% of net sales) up \$93 from \$6,685 (16.4% of net sales) in 2016. The increase in gross profit and gross profit as a percentage of sales at Engineered Products compared to 2016 was due to higher net sales in the defense business, as discussed above, that were partly offset by lower net sales in the automotive business.

For the nine month period ended September 30, 2017, gross profit was \$18,393 (15.1% of net sales), down \$3,661 from \$22,054 (17.6% of net sales) last year. The decline in gross profit and gross profit as a percentage of sales at Engineered Products, compared to 2016, resulted from the decrease in net sales in the automotive business, as discussed above, which more than offset the increased net sales in the defense business.

**OPERATING EXPENSES**

Consolidated operating expenses for the three month period ended September 30, 2017 decreased by \$407, primarily due to a larger unrealized foreign exchange gain booked in the third quarter of 2017, compared to 2016.

For the nine month period ended September 30, 2017, consolidated operating expenses increased by \$128 over the comparable period in 2016. The increase was primarily due to higher compensation and administration costs that were partly offset by lower research and development costs, which are now in development stage and have been capitalized, and a higher unrealized foreign exchange gain in 2017 compared to 2016.

Three months ended September 30 <i>In thousands of US dollars</i>		Rubber Solutions	Engineered Products	Unallocated Corporate Costs	Total
Operating Expenses	<b>2017</b>	<b>1,847</b>	<b>4,136</b>	<b>378</b>	<b>6,361</b>
	2016	1,855	4,163	750	6,768
Increase (decrease) \$		(8)	(27)	(372)	(407)
% of net sales	<b>2017</b>	<b>6.0</b>	<b>10.1</b>	<b>N/A</b>	<b>8.9</b>
	2016	7.2	10.2	N/A	10.2
<hr/>					
Nine months ended September 30 <i>In thousands of US dollars</i>		Rubber Solutions	Engineered Products	Unallocated Corporate Costs	Total
Operating Expenses	<b>2017</b>	<b>5,854</b>	<b>12,116</b>	<b>2,217</b>	<b>20,187</b>
	2016	5,774	12,406	1,879	20,059
Increase (decrease) \$		80	(290)	338	128
% of net sales	<b>2017</b>	<b>6.2</b>	<b>10.0</b>	<b>N/A</b>	<b>9.4</b>
	2016	7.3	9.9	N/A	9.8

**Rubber Solutions**

Operating expenses at Rubber Solutions for the three month period ended September 30, 2017 were relatively flat compared to 2016. For the nine month period ended September 30, 2017, operating expenses increased \$80 over the comparable period in 2016, related to increased administration costs.

**Engineered Products**

At Engineered Products, operating expenses for the three month period ended September 30, 2017 were relatively flat compared to 2016.

For the nine month periods ended September 30, 2017, operating costs at Engineered Products decreased \$290 over the comparable period last year, due to lower compensation expenses as a result of rightsizing efforts in the defense business. In addition, costs associated with research and development initiatives, now in the development stage, were capitalized. These were partly offset in the automotive business due to higher recruiting costs, associated with senior leadership positions, and certain receivables collected in 2016 that had been previously written off.

**Unallocated Corporate Costs**

Unallocated corporate costs decreased by \$372 in the third quarter compared to 2016, primarily due to a \$464 higher unrealized foreign exchange gain which was partly offset by higher administration costs.

For the nine month period ended September 30, 2017, unallocated corporate costs increased by \$338, primarily due to increased compensation and administration costs of \$490 which were partly offset by a \$222 increase in unrealized foreign exchange gain compared to 2016.

## MD&A (cont'd)

### RESULTS OF OPERATIONS – Third quarter ended September 30, 2017 compared to 2016

#### FINANCE COST

Three months ended September 30 <i>In thousands of US dollars</i>	Rubber Solutions	Engineered Products	Unallocated Corporate Costs	Total	
Finance cost	<b>2017</b>	<b>1,193</b>	<b>—</b>	<b>(611)</b>	<b>582</b>
	2016	1,193	—	(523)	670
Increase (decrease) \$		—	—	(88)	(88)
% of net sales	<b>2017</b>	<b>3.9</b>	<b>0.0</b>	<b>N/A</b>	<b>0.8</b>
	2016	4.6	0.0	N/A	1.0

  

Nine months ended September 30 <i>In thousands of US dollars</i>	Rubber Solutions	Engineered Products	Unallocated Corporate Costs	Total	
Finance cost	<b>2017</b>	<b>3,539</b>	<b>—</b>	<b>(1,444)</b>	<b>2,095</b>
	2016	3,550	—	(1,373)	2,177
Increase (decrease) \$		(11)	—	(71)	(82)
% of net sales	<b>2017</b>	<b>3.8</b>	<b>0.0</b>	<b>N/A</b>	<b>1.0</b>
	2016	4.5	0.0	N/A	1.1

Finance costs in the third quarter of 2017 were \$582 (2016: \$670), and \$2,095 (2016: \$2,177) for the nine month period ended September 30, 2017, reflecting continued reduction of term loan balances which were partly offset by increasing interest rates.

#### INCOME TAX EXPENSE

The Company recorded an income tax expense of \$347 in the three month period ended September 30, 2017 (2016: \$925) for an effective income tax rate of 11.0% (22.9% in 2016). The lower effective income tax rate in 2017 included certain book to return adjustments following the filing of 2016 US tax returns which resulted in a refund.

The Company recorded an income tax expense of \$1,816 in the nine month period ended September 30, 2017 (2016: \$3,058) for an effective income tax rate of 17.0% (19.8% in 2016).

The Company conducts business in the US and in Canada. Each jurisdiction is subject to different tax rates and the Company's effective tax rate varies depending on the mix and volume of business in each jurisdiction, as well as the impact of incentives, effect of permanent differences and the resolution of prior period tax assessments.

#### NET INCOME AND EARNINGS PER SHARE

Net income totaled \$2,804 for the three month period ended September 30, 2017, compared to \$3,115 in 2016. The basic net earnings per share in the quarter was \$0.12 (2016 - \$0.13) and fully diluted net earnings in the quarter was \$0.12 (2016 - \$0.13). The decrease in net income and earnings per share for the three month period ended September 30, 2017, compared to 2016, was due to lower consolidated gross profit, as discussed above, which was partly offset by lower operating expenses.

Net income totaled \$8,860 for the nine month period ended September 30, 2017, compared to \$12,421 in 2016. The basic net earnings per share in the quarter was \$0.38 (2016 - \$0.54) and fully diluted net earnings in the quarter was \$0.38 (2016 - \$0.53). For the nine month period ended September 30, 2017, the decrease in net income and earnings per share was due to lower consolidated gross profit, as discussed above, and higher operating expenses, compared to 2016.

## QUARTERLY INFORMATION

<i>In thousands of US dollars</i>		Net income per share		
Quarter Ended	Net Sales	Net Income	Basic	Diluted
<b>2017</b>				
<b>September 30, 2017</b>	<b>71,837</b>	<b>2,804</b>	<b>0.12</b>	<b>0.12</b>
June 30, 2017	73,877	3,180	0.14	0.14
March 31, 2017	69,927	2,875	0.12	0.12
<b>2016</b>				
December 31, 2016	63,040	1,401	0.06	0.06
September 30, 2016	66,666	3,115	0.13	0.13
June 30, 2016	67,455	4,965	0.22	0.21
March 30, 2016	70,467	4,341	0.19	0.19
<b>2015</b>				
December 31, 2015	73,576	3,688	0.16	0.16

**Items impacting comparability of quarters**

- There were no items impacting comparability during the first, second and third quarter of 2017.
- The fourth quarter of 2016 was impacted by the write-off of the convertible promissory note in other assets of \$275 and \$48 of restructuring costs.
- The third quarter of 2016 was impacted by \$34 of restructuring costs.
- The second quarter of 2016 was impacted by \$121 of restructuring costs.
- The first quarter of 2016 was impacted by \$94 of restructuring costs.
- The fourth quarter of 2015 was impacted by acquisition costs related to IRT of \$66 and restructuring costs of \$383.

**Recast reporting segment information**

Beginning with fiscal 2017, the Company has made changes to its segmented financial reporting to reflect adjustments made in the organizational and governance structures of certain business units, which realign the business units more closely with the nature of the Company's operations. As announced on May 2nd, 2017, the Company discloses information for two reporting segments in addition to the corporate segment: Rubber Solutions and Engineered Products.

The Rubber Solutions segment consists of the former rubber compounding segment plus the Company's industrial products business line (previously included in the Engineered Products segment). The reorganized Engineered Products segment combines the defense business with the automotive products business that was previously a separate reporting segment. The structure of these two new business segments better reflects the Company's strategic focus on increasing and diversifying its portfolio of finished rubber products, while maintaining market leadership as a rubber-based solutions provider.

Information about reportable segments Three months ended March 31	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
	2016	2015	2016	2015	2016	2015	2016	2015
<i>In thousands of US dollars</i>								
Segment net sales	<b>34,041</b>	45,022	<b>42,836</b>	38,895	—	—	<b>76,877</b>	83,917
Inter-segment sales	<b>(6,368)</b>	(7,045)	<b>(42)</b>	(16)	—	—	<b>(6,410)</b>	(7,061)
External net sales	<b>27,673</b>	37,977	<b>42,794</b>	38,879	—	—	<b>70,467</b>	76,856
Depreciation and amortization includes loss on disposal of property, plant and equipment	<b>1,263</b>	1,313	<b>1,300</b>	848	<b>12</b>	8	<b>2,575</b>	2,169
Finance cost	<b>1,154</b>	683	<b>(1)</b>	(1)	<b>(279)</b>	(172)	<b>874</b>	510
Reportable segment profit before income tax	<b>2,236</b>	2,592	<b>3,533</b>	3,445	<b>12</b>	(1,658)	<b>5,781</b>	4,379
Income tax expense / (recovery)	<b>1,163</b>	1,594	<b>661</b>	289	<b>(384)</b>	(684)	<b>1,440</b>	1,199
Net Income (loss)	<b>1,073</b>	998	<b>2,872</b>	3,156	<b>396</b>	(974)	<b>4,341</b>	3,180
Reportable segment assets <sup>1</sup>	<b>82,701</b>	86,829	<b>126,981</b>	91,383	<b>7,084</b>	5,364	<b>216,766</b>	183,576
Reportable segment liabilities <sup>1</sup>	<b>16,798</b>	18,867	<b>13,590</b>	13,896	<b>83,500</b>	58,540	<b>113,888</b>	91,303
Capital expenditures <sup>1</sup>	<b>1,452</b>	548	<b>1,218</b>	595	<b>27</b>	84	<b>2,697</b>	1,227

<sup>1</sup> Comparative figures as at March 31, 2015.



## MD&A (cont'd)

Information about reportable segments Three months ended June 30	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
	2016	2015	2016	2015	2016	2015	2016	2015
<i>In thousands of US dollars</i>								
Segment net sales	<b>31,675</b>	42,231	<b>41,685</b>	41,496	—	—	<b>73,360</b>	83,727
Inter-segment sales	<b>(5,760)</b>	(6,661)	<b>(145)</b>	(102)	—	—	<b>(5,905)</b>	(6,763)
External net sales	<b>25,915</b>	35,570	<b>41,540</b>	41,394	—	—	<b>67,455</b>	76,964
Depreciation and amortization includes loss on disposal of property, plant and equipment	<b>1,211</b>	1,290	<b>1,321</b>	832	<b>11</b>	9	<b>2,543</b>	2,131
Finance cost	<b>1,204</b>	676	<b>(1)</b>	—	<b>(570)</b>	(270)	<b>633</b>	406
Reportable segment profit before income tax	<b>2,356</b>	4,076	<b>3,595</b>	4,224	<b>(293)</b>	(4,993)	<b>5,658</b>	3,307
Income tax expense / (recovery)	<b>1,056</b>	2,218	<b>135</b>	213	<b>(498)</b>	(1,502)	<b>693</b>	929
Net Income (loss)	<b>1,300</b>	1,858	<b>3,460</b>	4,011	<b>205</b>	(3,491)	<b>4,965</b>	2,378
Reportable segment assets <sup>1</sup>	<b>77,085</b>	85,734	<b>124,971</b>	89,980	<b>15,276</b>	15,131	<b>217,332</b>	190,845
Reportable segment liabilities <sup>1</sup>	<b>14,705</b>	21,712	<b>13,069</b>	14,139	<b>82,733</b>	61,260	<b>110,507</b>	97,111
Capital expenditures <sup>1</sup>	<b>(509)</b>	834	<b>1,002</b>	1,026	—	7	<b>494</b>	1,867

<sup>1</sup> Comparative figures as at June 30, 2015.

Information about reportable segments Three months ended September 30	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
	2016	2015	2016	2015	2016	2015	2016	2015
<i>In thousands of US dollars</i>								
Segment net sales	<b>31,592</b>	38,218	<b>40,889</b>	46,647	—	—	<b>72,481</b>	84,865
Inter-segment sales	<b>(5,786)</b>	(6,295)	<b>(29)</b>	(1,057)	—	—	<b>(5,815)</b>	(7,352)
External net sales	<b>25,806</b>	31,923	<b>40,860</b>	45,590	—	—	<b>66,666</b>	77,513
Depreciation and amortization includes loss on disposal of property, plant and equipment	<b>1,225</b>	1,310	<b>1,325</b>	1,351	<b>10</b>	9	<b>2,560</b>	2,670
Finance cost	<b>1,193</b>	1,055	—	14	<b>(523)</b>	(513)	<b>670</b>	556
Reportable segment profit before income tax	<b>1,744</b>	2,324	<b>2,521</b>	3,664	<b>(225)</b>	(811)	<b>4,040</b>	5,177
Income tax expense / (recovery)	<b>(558)</b>	758	<b>1,769</b>	622	<b>(286)</b>	(239)	<b>925</b>	1,141
Net Income (loss)	<b>2,302</b>	1,566	<b>752</b>	3,042	<b>61</b>	(572)	<b>3,115</b>	4,036
Reportable segment assets <sup>1</sup>	<b>79,189</b>	81,162	<b>123,159</b>	130,586	<b>18,439</b>	11,886	<b>220,787</b>	223,634
Reportable segment liabilities <sup>1</sup>	<b>16,597</b>	19,567	<b>14,162</b>	17,126	<b>81,128</b>	90,208	<b>111,887</b>	126,901
Capital expenditures <sup>1</sup>	<b>863</b>	1,496	<b>496</b>	517	—	5	<b>1,359</b>	2,018

<sup>1</sup> Comparative figures as at September 30, 2015.

Information about reportable segments Three months ended December 31	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
<i>In thousands of US dollars</i>	2016	2015	2016	2015	2016	2015	2016	2015
Segment net sales	30,210	33,226	38,462	46,955	—	—	68,672	80,181
Inter-segment sales	(5,566)	(6,032)	(66)	(573)	—	—	(5,632)	(6,605)
External net sales	24,644	27,194	38,396	46,382	—	—	63,040	73,576
Depreciation and amortization includes loss on disposal of property, plant and equipment	1,304	1,297	1,351	1,317	10	11	2,665	2,625
Finance cost	1,194	1,176	(1)	3	(540)	(355)	653	824
Reportable segment profit before income tax	1,326	1,748	34	3,034	(367)	413	993	5,195
Income tax expense / (recovery)	227	1,752	(127)	269	(508)	(514)	(408)	1,507
Net Income (loss)	1,099	(4)	161	2,765	141	927	1,401	3,688
Reportable segment assets <sup>1</sup>	84,933	78,444	120,422	127,003	19,763	12,292	225,118	217,739
Reportable segment liabilities <sup>1</sup>	20,085	19,592	15,467	14,643	80,283	83,970	115,835	118,205
Capital expenditures <sup>1</sup>	1,230	3,281	595	1,562	27	76	1,852	4,919

<sup>1</sup> Comparative figures as at December 31, 2015.

## LIQUIDITY AND CAPITAL RESOURCES

### Overview

The Company expects to fund its remaining 2017 operating cash requirements, including required working capital investments, capital expenditures and scheduled debt repayments from cash on hand, cash flow from operations and its committed borrowing facilities. The Company's operating revolving loan facility provides financing up to \$60 million (2016: \$60 million). No amount was drawn against this facility at September 30, 2017.

For the nine month period ended September 30, 2017, \$2,495 of cash was provided by operations, (2016: \$18,804), \$4,970 (2016: \$2,990) was used in investing activities and \$6,578 (2016: \$6,351) was used in financing activities. Cash and cash equivalents decreased by \$9,148 from \$27,971 to \$18,823 adjusted for the effect of exchange rate fluctuations on cash held.

### Operating activities

For the nine months ended September 30, 2017, cash provided by operating activities decreased \$16,309 compared to the same period in 2016. The decrease was due to lower net income of \$3,561, lower non-cash expenses of \$1,117 offset by higher cash used for working capital of \$10,150.

Cash used for working capital for the nine months ended September 30, 2017 increased to \$13,818 (2016: \$3,668) as a result of the following factors:

- Accounts receivable increased by \$8,455, of which \$8,936 related to trade receivables and was partly offset by \$481 for income taxes receivable. Of the increase in trade receivables, \$6,694 was attributable to Rubber Solutions and \$2,270 to Engineered Products due to increased net sales;
- Inventory increased by \$7,918; \$3,086 of which was at Rubber Solutions due to rising raw material costs, and \$4,832 of which was at Engineered Products to support higher demand in the defense business;
- Prepaid expenses increased by \$532 predominantly for vendor deposits on long lead time materials for filter productions in the defense business;
- Accounts payable increased by \$3,660 principally due to higher raw material purchases and expenses and partly offset by the payment of the pension liability to an executive; and
- Other provisions decreased by \$573 predominantly as a result of the exercise of vested restricted stock units.

### Investing Activities

#### Property, Plant and Equipment

For the nine month period ended September 30, 2017, the following investments were made in the segment:

- Rubber Solutions invested \$429 to improve the buildings at its Kitchener and Acton Vale facilities and \$1,945 in property, plant and equipment. Of this, \$386 was invested in growth initiatives and the remaining spend was to replace existing property, plant and equipment; and
- Engineered Products invested \$1,550 to purchase machinery and equipment to replace existing capital.

### Financing activities

The Company's current credit facility is comprised of a \$60,000 revolving facility, a term loan of \$75,000 (consolidating the two prior outstanding acquisition financing loans with interest at LIBOR plus applicable margins from 175 to 275 basis points, depending on covenants), a term loan of approximately C\$5,000 and an accordion feature of up to an additional \$50,000 of availability, upon the satisfaction of customary conditions for such features. The maturity dates of the revolving credit facility and the US\$ term loan are December 2020, while the maturity date of the C\$ term loan is October 2018.

Deferred financing fees, less accumulated amortization have been deducted against the term loan for presentation purposes. The amortization period of deferred financing fees is 5 years and reported as finance costs.

## MD&A (cont'd)

During the quarter, the required principal repayments of \$1,001 (2016: \$1,002) were made pursuant to the term loans under the credit facility.

The Company paid dividends of \$1,246 during the quarter (2016: \$1,158).

### Government assistance

During the third quarter of 2017, the Company recognized grants of \$25 (2016: \$14) to support certain initiatives which were offset against expenses; year-to-date \$75 (2016: \$105).

Scientific research and investment tax credits of \$41 (2016: \$36) were recognized in the quarter, research and development costs were reduced accordingly; year-to-date \$140 (2016: \$98).

### Dividends

A quarterly dividend of \$0.07 per share was declared on August 8, 2017 and paid on October 13, 2017. Total annual dividends declared during 2016 were \$0.255 per common share.

### Outstanding shares

As at November 8, 2017 the Company had 23,088,156 common shares outstanding.

## TRANSACTIONS WITH RELATED PARTIES

Included in the operating lease commitments was a rental agreement for corporate office space between the Company and a company controlled by the Chairman of the Company. The monthly lease rate approximates fair market rental value. During the third quarter of 2017, the Company paid rent for the corporate office of \$36 (2016: \$34); year-to-date \$114 (2016: \$102).

During the third quarter of 2017, the Company paid fees for the use of a facility in South Carolina of approximately \$7 (2016: \$6); year-to-date \$17 (2016: \$17) to a company in which the Chairman is an officer.

In the third quarter of 2017, the Company paid rent of \$293 (2016: \$293); year-to-date \$878 (2016: \$878) to a company controlled by the former President of the automotive business. The monthly lease rate approximated fair market rental value.

In April 2014, the Company invested \$550 in the form of a convertible promissory note in a company of which the former Deputy Chairman of the Company is the chairman. This note can be converted to an equity interest under the following conditions: (1) if the company has completed "qualified financing" raising \$1 million in gross proceeds (excluding the Company's loan); (2) if no "qualified financing" takes place prior to the maturity date, the Company has the option to convert into common stock within 60 days prior to the maturity date of the note. In 2017, the Company agreed to amend the terms of the promissory and extend the maturity date to November 11, 2017, at which time the principal and accrued interest (at 15%) on the note will be due and payable unless the note is converted or the loan is prepaid at an earlier date.

During 2016, a full provision was recorded against the convertible promissory note and any accrued interest. No interest was recorded on the statement of income for 2016 and 2017.

During 2014, the Company provided share purchase loans of CAD \$1,000 each to both the President and former Chief Financial Officer to purchase common shares of the Company. The share purchase loans are due upon the earlier of the disposition date of all or proportionate to any part of the pledged securities or November 24, 2019. During 2016, the outstanding share purchase loan of \$764 (CAD \$1,000) was repaid in full by the former Chief Financial Officer. Also during 2016, the Company provided share purchase loans of CAD \$250 each (in aggregate \$372) to the new Chief Financial Officer and Senior Executive Vice President, Corporate. These loans are due upon the earlier of the disposition date of all or proportionate to any part of the pledged securities or December 20, 2021. All share purchase loans bear interest at 1% annually with full recourse and interest is due and payable semi-annually. In total, 143,000 shares of the Company having a fair value of \$1,334 were pledged as collateral on these three loans. At September 30, 2017, the promissory notes of \$1,206 were included in other assets. During the quarter, interest of \$nil (2016: \$nil) was paid.

## SIGNIFICANT ACCOUNTING POLICIES

The accounting policies are provided in Note 3 to the annual consolidated financial statements for the year ended December 31, 2016 and have been applied consistently to all periods presented in these condensed consolidated financial statements.

The accounting policies have been applied consistently by entities within the group.

The Company has conducted an assessment of the potential areas impacted by the adoption of IFRS 15, "Revenue from Contracts with Customers" on its consolidated financial statements. Under the proposed requirements, the customized nature of some of its products and contractual provisions in respect of its customer contracts that provide it with an enforceable right to payment, may require it to recognize revenue prior to the product being shipped to the customer.

The Company is assessing pricing provisions contained in certain of its customer contracts. Pricing provisions contained in some customer contracts represent variable consideration which may provide the customer with a material right, potentially resulting in a different allocation of the transaction price than under current guidance.

In addition, the Company is evaluating how the new guidance may impact the accounting for customer tooling and pre-production costs.

The impact this guidance may have on the financial statements continues to be evaluated and will be disclosed prior to implementation in 2018.

## DISCLOSURE CONTROLS AND PROCEDURES

As of September 30, 2017, an evaluation was carried out under the supervision of and with the participation of the Company's management, including our CEO and CFO, of the effectiveness of our disclosure controls and procedures. Based on that evaluation, our CEO and CFO concluded that the design and operation of our disclosure controls and procedures were effective as of September 30, 2017, the end of the period covered by management's discussion and analysis, to ensure that material information relating to the Company and its consolidated subsidiaries would be made known to them by officers within those entities.

The Company's CEO and its CFO are responsible for establishing and maintaining the Company's disclosure controls and procedures. The Disclosure Committee, composed of senior managers of the Company, assists the CEO and CFO in evaluating the information and appropriateness of material subject to public disclosure.

## CHANGES IN INTERNAL CONTROLS OVER FINANCIAL REPORTING

During the most recent quarter, there have been no changes in the Company's policies and procedures and other processes that comprise its internal control over financial reporting, that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

## FINANCIAL INSTRUMENTS

### Foreign exchange hedge

At September 30, 2017, the Company had contracts to sell US \$11,677 in 2017 and 2018 for CAD \$15,100. The fair value of these contracts, representing an unrealized gain of \$423 is recorded in the statement of financial position included in trade and other receivables, including derivatives and changes in fair value recorded on the statement of income as other income.

At December 31, 2016, the Company had contracts to sell US \$8,937 in 2017 for CAD \$12,000. The fair value of these contracts, representing an unrealized gain of \$58 is recorded in the statement of financial position included in trade and other receivables, including derivatives and changes in fair value recorded on the statement of income as other income.

### Interest rate swap

During the first quarter of 2017, the Company entered into an interest rate swap agreement for a notional amount of \$33.5 million. Swap interest is calculated and settled on a monthly basis based on the difference between the floating rate of USD LIBOR and the fixed rate of 1.69%. The swap agreement matures on December 10, 2020. This agreement was entered into as the previous interest rate swap entered into in 2014, for a notional amount of \$22.5 million exchanging a floating rate of USD LIBOR for a fixed rate of 0.98%, expired on February 27, 2017.

During the third quarter of 2017, the interest expense of the swap agreements was \$39 and \$39 was paid; (2016: \$28 and \$29 was paid); year-to-date \$131 and \$131 was paid (2016: \$91 and \$94 was paid).

For the quarter ended September 30, 2017, the fair value of this agreement, representing a gain of \$21, was recorded on the statement of financial position included in loans and borrowings and changes in fair value are recorded on the statement of income as finance costs.

For the period ended December 31, 2016, the fair value of the previous swap agreement, representing a loss of \$11, was recorded on the statement of financial position included in loans and borrowings and changes in fair value are recorded on the statement of income as finance costs.

The Company has entered into this interest rate swap agreement in order to fix the interest rate on a portion of its term loan and does not intend to hold for trading or speculation purposes.

## OUTLOOK

The current environment experienced at Rubber Solutions is expected to continue for the remainder of the year, due to ongoing price competition and material cost volatility, although we expect volume to remain similar to the third quarter. To mitigate this pressure, we are reviewing our purchasing and pricing strategies with a view to being more proactive in the marketplace. In addition, the success we have experienced to date in diversifying our customer base and product offerings has resulted in an expanded range of compounds, with widely varying volume demands, to an increasing number of diverse customers. This evolution in our Rubber Solutions business has required us to focus on identifying and making adjustments to our processes, from product development to commercialization and full-scale production, to maximize efficiencies and optimize capacity utilization. These efforts will be led by our recently appointed COO and President of Rubber Solutions, Chris Bitsakakis. We look forward to leveraging Mr. Bitsakakis' manufacturing expertise and experience in the implementation of our identified process improvement opportunities.

Within Engineered Products, the recently strengthened management team in the automotive business continues to identify and implement process improvements, which are beginning to stabilize profitability in the business. Our new business development and engineering leaders are developing proactive strategies to attain new multi-year programs to replace programs that have expired or are near the end of their platform life. These activities are necessarily focusing on platforms that start production in 2018/2019 or later and will likely not have a significant impact on the near term. As a result, we expect net sales in the automotive business in the fourth quarter to be at similar levels to the year-to-date. In our defense business, the year-to-date has seen significant improvements in sales and profitability and, based on anticipated activity in the fourth quarter, we expect the full year 2017 to be the strongest year the defense business has had in several years. Levels of potential tendering activity worldwide, as well as the rate of inquiries we continue to receive, point to continued momentum into early 2018.

Based on current trends, management expects that consolidated net sales and gross profit in the fourth quarter will show an improvement over Q4 2016, which will help reduce the negative gap in 2017 profitability compared to 2016, on a full year basis. Management will intensify its focus on stabilizing and improving gross profit margins across the businesses in order to more fully realize the benefits of the trend of increasing net sales.

November 8, 2017



**Gren Schoch**  
Chairman and Chief Executive Officer



**Daniel Gagnon**  
Chief Financial Officer

## Notice of Disclosure of Non-Auditor Review of Interim Financial Statements

For the three and nine month periods ended September 30, 2017 and September 30, 2016.

Pursuant to Ontario Securities Legislations' National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, the interim financial statements must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements of the Company for the interim periods ended September 30, 2017 and September 30, 2016 have been prepared in accordance with IAS 34 Interim Financial reporting and are the responsibility of the Company's management.

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

Dated this November 8, 2017

## Condensed Consolidated Statement of Financial Position

Unaudited

<i>In thousands of US dollars</i>	<i>Note</i>	<b>September 30, 2017</b>	December 31, 2016
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents		18,823	27,971
Trade and other receivables, including derivatives	4	52,021	42,430
Prepaid expenses		4,451	3,902
Inventories	5	40,298	32,380
Current income taxes receivable	12	1,621	1,177
<b>Total current assets</b>		<b>117,214</b>	107,860
<b>Non-current assets</b>			
Property, plant and equipment		59,810	61,360
Intangible assets		52,888	54,333
Other assets	6	1,659	1,565
<b>Total non-current assets</b>		<b>114,357</b>	117,258
<b>Total assets</b>		<b>231,571</b>	225,118
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Loans and borrowings	7	5,371	4,009
Trade and other payables, including derivatives		37,805	32,699
Employee benefits	14	—	1,223
Provisions	9	1,331	26
<b>Total current liabilities</b>		<b>44,507</b>	37,957
<b>Non-current liabilities</b>			
Loans and borrowings	7	65,189	69,197
Employee benefits	14	536	507
Provisions	9	620	1,755
Deferred income tax liabilities	12	6,090	6,419
<b>Total non-current liabilities</b>		<b>72,435</b>	77,878
<b>Total liabilities</b>		<b>116,942</b>	115,835
<b>EQUITY</b>			
Share capital	10	37,838	37,826
Contributed surplus	10	2,075	1,899
Retained earnings		74,716	69,558
<b>Total equity</b>		<b>114,629</b>	109,283
<b>Total liabilities and equity</b>		<b>231,571</b>	225,118

The notes on pages 18 to 27 are an integral part of these condensed consolidated financial statements.

On behalf of the Board



**P.G. Schoch**  
Director



**Robert L. McLeish**  
Director

## Condensed Consolidated Statement of Profit and Comprehensive Income

Unaudited

For the three and nine month periods ended September 30 <i>In thousands of US dollars</i>	Note	Three month		Nine month	
		2017	2016	2017	2016
Net Sales		71,837	66,666	215,641	204,588
Cost of sales		(61,743)	(55,188)	(182,683)	(166,873)
<b>Gross profit</b>		<b>10,094</b>	<b>11,478</b>	<b>32,958</b>	<b>37,715</b>
General and administrative expenses		(5,205)	(4,691)	(15,464)	(14,145)
Selling and marketing expenses		(1,201)	(1,415)	(3,750)	(4,329)
Research and development expenses	13	(585)	(669)	(1,708)	(2,067)
Other income		630	7	735	482
<b>Operating Expenses</b>		<b>(6,361)</b>	<b>(6,768)</b>	<b>(20,187)</b>	<b>(20,059)</b>
<b>Results from operating activities</b>		<b>3,733</b>	<b>4,710</b>	<b>12,771</b>	<b>17,656</b>
Finance costs	7,14	(582)	(670)	(2,095)	(2,177)
<b>Profit before income tax</b>		<b>3,151</b>	<b>4,040</b>	<b>10,676</b>	<b>15,479</b>
Income tax expense	12	(347)	(925)	(1,816)	(3,058)
<b>Profit and total comprehensive income for the period</b>		<b>2,804</b>	<b>3,115</b>	<b>8,860</b>	<b>12,421</b>
Earnings per share					
Basic	11	0.12	0.13	0.38	0.54
Diluted	11	0.12	0.13	0.38	0.53

The notes on pages 18 to 27 are an integral part of these condensed consolidated financial statements.



## Condensed Consolidated Statement of Changes in Equity

Unaudited

<i>In thousands of US dollars</i>	Attributable to equity holders of the Company			
	Share Capital	Contributed Surplus	Retained Earnings	Total
Balance at January 1, 2016	37,681	1,691	60,162	99,534
Profit and total comprehensive income for the period	—	—	12,421	12,421
<b>Contributions by and distributions to owners</b>				
Stock options expensed	—	311	—	311
Share options exercised	67	(200)	—	(133)
Share awards vested	78	—	—	78
Dividends to equity holders	—	—	(3,311)	(3,311)
Total contributions by and distributions to owners	145	111	(3,311)	(3,055)
Balance at September 30, 2016	37,826	1,802	69,272	108,900
Balance at January 1, 2017	37,826	1,899	69,558	109,283
Profit and total comprehensive income for the period	—	—	8,860	8,860
<b>Contributions by and distributions to owners</b>				
Stock options expensed	—	236	—	236
Share options exercised	12	(60)	—	(48)
Dividends to equity holders	—	—	(3,702)	(3,702)
Total contributions by and distributions to owners	12	176	(3,702)	(3,514)
Balance at September 30, 2017	37,838	2,075	74,716	114,629

The notes on pages 18 to 27 are an integral part of these condensed consolidated financial statements.

## Condensed Consolidated Statement of Cash Flows

Unaudited

For the nine month period ended September 30 In thousands of US dollars	Note	2017	2016
<b>Cash flows from operating activities</b>			
Profit for the nine month period ended September 30		8,860	12,421
<b>Adjustments for:</b>			
Depreciation		5,540	5,112
Amortization of intangible assets		2,496	2,559
Finance costs	7, 14	2,095	2,177
Unrealized foreign exchange gains		(104)	213
Share-based payment expense	10	856	739
SRED tax credits		(140)	(223)
Current income tax expense	12	2,166	3,067
Deferred income tax expense	12	(350)	(9)
Post-retirement benefits expense	14	9	(24)
Other		(115)	(41)
		<b>21,313</b>	<b>25,991</b>
Change in inventories		(7,918)	3,513
Change in trade and other receivables		(8,455)	(1,557)
Change in prepaid assets		(532)	(789)
Change in trade and other payables		3,660	(4,835)
Change in provisions		(573)	—
Net change in non-cash or working capital balances		<b>(13,818)</b>	<b>(3,668)</b>
Interest paid		(2,049)	(1,710)
Income tax paid		(2,951)	(1,809)
<b>Net cash provided by operating activities</b>		<b>2,495</b>	<b>18,804</b>
<b>Cash flows from investing activities</b>			
Proceeds from sale of property, plant and equipment		—	64
Acquisition of property, plant and equipment		(3,924)	(4,529)
Acquisition of intangible assets		(1,051)	(21)
Repayment of share repurchase loans		—	764
Interest received on share purchase loan		5	8
Final adjustment on purchase price allocation		—	724
<b>Net cash used in investing activities</b>		<b>(4,970)</b>	<b>(2,990)</b>
<b>Cash flows from financing activities</b>			
Repayment of borrowings		(3,001)	(2,995)
Tax paid on exercise of share options		—	(133)
Dividends paid	10	(3,577)	(3,223)
<b>Net cash used in financing activities</b>		<b>(6,578)</b>	<b>(6,351)</b>
<b>Net decrease in cash and cash equivalents</b>		<b>(9,053)</b>	<b>9,463</b>
Cash and cash equivalents at January 1		27,971	11,961
Effect of exchange rate fluctuations on cash held		(95)	(20)
<b>Cash and cash equivalents at September 30</b>		<b>18,823</b>	<b>21,404</b>

The notes on pages 18 to 27 are an integral part of these condensed consolidated financial statements.

## Notes to Condensed Consolidated Financial Statements ("CFS")

**For the three and nine month periods ended September 30, 2017 and September 30, 2016***(Amounts in thousands of US dollars, except per share amounts, unless otherwise specified)***NOTE 1 REPORTING ENTITY**

AirBoss of America Corp. ("the Company") is a public company listed on the Toronto Stock Exchange, incorporated and domiciled in Ontario. The address of the Company's registered office is 16441 Yonge Street, Newmarket, Ontario, Canada. The condensed consolidated financial statements of the Company as at and for the three and nine month periods ended September 30, 2017 comprise the Company and its subsidiaries (together referred to as the "Group" and separately as "Group entities"). The Group has operations in Canada and the US and is involved primarily in the manufacture of high quality rubber-based products to resource, military, automotive and industrial markets (see Note 15).

**NOTE 2 BASIS OF PREPARATION****Statement of compliance**

The condensed consolidated interim financial statements should be read in conjunction with the Company's 2016 audited annual consolidated financial statements and accompanying notes.

The condensed consolidated financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting.

The condensed consolidated financial statements were authorized for issue by the Board of Directors on November 8, 2017.

**NOTE 3 SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies are provided in Note 3 to the annual consolidated financial statements for the year ended December 31, 2016 and have been applied consistently to all periods presented in these condensed consolidated financial statements.

The accounting policies have been applied consistently by entities within the group.

The Company has conducted an assessment of the potential areas impacted by the adoption of IFRS 15, "Revenue from Contracts with Customers" on its consolidated financial statements. Under the proposed requirements, the customized nature of some of its products and contractual provisions in respect of its customer contracts that provide it with an enforceable right to payment, may require it to recognize revenue prior to the product being shipped to the customer.

The Company is assessing pricing provisions contained in certain of its customer contracts. Pricing provisions contained in some customer contracts represent variable consideration which may provide the customer with a material right, potentially resulting in a different allocation of the transaction price than under current guidance.

In addition, the Company is evaluating how the new guidance may impact the accounting for customer tooling and pre-production costs.

The impact this guidance may have on the financial statements continues to be evaluated and will be disclosed prior to implementation in 2018.

**NOTE 4 TRADE AND OTHER RECEIVABLES**

<i>In thousands of US dollars</i>	<b>September 30, 2017</b>	December 31, 2016
Trade receivables	<b>51,133</b>	41,636
Less: allowance for doubtful accounts	<b>(235)</b>	(95)
	<b>50,898</b>	41,541
Other receivables	<b>1,123</b>	889
	<b>52,021</b>	42,430

**Impairment losses**

The aging of trade receivables at the reporting date was:

<i>In thousands of US dollars</i>	<b>September 30, 2017</b>		December 31, 2016	
	<b>Gross</b>	<b>Impairment</b>	Gross	Impairment
Within terms	<b>40,649</b>	—	31,597	—
Past due 0-30 days	<b>8,264</b>	—	8,761	—
Past due 31-120 days	<b>2,220</b>	<b>(235)</b>	1,278	(95)
	<b>51,133</b>	<b>(235)</b>	41,636	(95)

The continuity of the allowance for doubtful accounts was:

<i>In thousands of US dollars</i>	September 30, 2017	December 31, 2016
Balance at January 1	(95)	(734)
Impairment loss recognized	—	(115)
Collected	1	256
Revised estimate/write-off	(141)	498
Balance	(235)	(95)

#### NOTE 5 INVENTORIES

<i>In thousands of US dollars</i>	September 30, 2017	December 31, 2016
Raw materials and consumables	29,605	22,524
Work in progress	3,591	2,601
Finished goods	7,667	6,706
Inventory in transit	1,615	1,735
	42,478	33,566
Provisions	(2,180)	(1,186)
	40,298	32,380

An inventory charge of \$994 (2016: \$172) was included in cost of sales for the increase in provisions. In Q3 2016, \$600 of additional charges were also taken following the completion of a periodic inventory physical count.

#### NOTE 6 OTHER ASSETS

<i>In thousands of US dollars</i>	Convertible promissory note	Share purchase loan	10% equity investment	Other	Total
Balance at January 1, 2016	275	1,447	313	130	2,165
Accrued interest	—	12	—	—	12
Interest paid	—	(12)	—	—	(12)
Repayment of loan	—	(763)	—	—	(763)
New loan issuances	—	372	—	—	372
Write-down to fair value of convertible promissory note	(275)	—	—	—	(275)
Effect of movements in exchange rates	—	63	—	3	66
Balance at December 31, 2016	—	1,119	313	133	1,565
Accrued interest	—	9	—	—	9
Interest paid	—	(7)	—	—	(7)
Effect of movements in exchange rates	—	85	—	7	92
Balance at September 30, 2017	—	1,206	313	140	1,659

#### NOTE 7 LOANS AND BORROWINGS

The Company is not in default under, nor has it breached any terms of, its syndicated credit agreement relating to its revolving and term loan credit facilities.

During the third quarter of 2017, the Company accrued \$458 and paid \$517 interest expense on term loans under its syndicated credit facilities; year-to-date \$1,752 and \$2,049, respectively.

### NOTE 8 DERIVATIVES NOT MEETING HEDGE ACCOUNTING CRITERIA

#### Foreign exchange hedge

At September 30, 2017, the Company had contracts to sell US \$11,677 in 2017 and 2018 for CAD \$15,100. The fair value of these contracts, representing an unrealized gain of \$423 is recorded in the statement of financial position included in trade and other receivables, including derivatives and changes in fair value recorded on the statement of income as other income.

At December 31, 2016, the Company had contracts to sell US \$8,937 in 2017 for CAD \$12,000. The fair value of these contracts, representing an unrealized gain of \$58 is recorded in the statement of financial position included in trade and other receivables, including derivatives and changes in fair value recorded on the statement of income as other income.

#### Interest rate swap

During the first quarter of 2017, the Company entered into an interest rate swap agreement for a notional amount of \$33.5 million. Swap interest is calculated and settled on a monthly basis based on the difference between the floating rate of USD LIBOR and the fixed rate of 1.69%. The swap agreement matures on December 10, 2020. This agreement was entered into as the previous interest rate swap entered into in 2014, for a notional amount of \$22.5 million exchanging a floating rate of USD LIBOR for a fixed rate of 0.98%, expired on February 27, 2017.

During the third quarter of 2017, the interest expense of the swap agreements was \$39 and \$39 was paid; (2016: \$28 and \$29 was paid); year-to-date \$131 and \$131 was paid (2016: \$91 and \$94 was paid).

For the quarter ended September 30, 2017, the fair value of this agreement, representing a gain of \$21, was recorded on the statement of financial position included in loans and borrowings and changes in fair value are recorded on the statement of income as finance costs.

For the period ended December 31, 2016, the fair value of the previous swap agreement, representing a loss of \$11, was recorded on the statement of financial position included in loans and borrowings and changes in fair value are recorded on the statement of income as finance costs.

The Company has entered into this interest rate swap agreement in order to fix the interest rate on a portion of its term loan and does not intend to hold for trading or speculation purposes.

### NOTE 9 PROVISIONS

<i>In thousands of US dollars</i>	Site restoration	Restricted stock units	Performance awards and Deferred stock units	Lease incentives	Total
Balance at January 1, 2016	72	1,011	—	278	1,361
Provisions accrued during the period	—	293	108	—	401
Amortization during the year	—	—	—	(13)	(13)
Foreign exchange	2	33	(3)	—	32
Balance at December 31, 2016	74	1,337	105	265	1,781
Provisions accrued during the period	—	411	210	(20)	601
Payments during the year	—	(549)	—	—	(549)
Foreign Exchange	2	95	21	—	118
Total	76	1,294	336	245	1,951
Less current portion due within one year	—	(1,294)	—	(37)	(1,331)
Non-current balance at September 30, 2017	76	—	336	208	620

No legal provisions are recognized at September 30, 2017 and December 31, 2016.

#### Restricted Stock Units

Pursuant to its 2015 Omnibus Incentive Plan (“Omnibus Plan”) approved by shareholders, the Company issued certain executives an aggregate of 238,500 restricted stock units in 2015 on the terms and conditions set out in the Omnibus Plan. Each restricted stock unit entitles the holder to receive on vesting, at the sole discretion of the Company, either one common share or a cash payment equal to the fair market value of a common share as of the vesting date. The restricted stock units vest three years following the grant date and have no performance requirements.

<i>Restricted stock units</i>	<b>September 30, 2017</b>	December 31, 2016	September 30, 2016
January 1	<b>224,000</b>	238,500	238,500
Forfeitures	—	(14,500)	—
Exercised	<b>(59,000)</b>	—	—
Balance	<b>165,000</b>	224,000	238,500

During the third quarter of 2017 and year-to-date, 1,000 and 59,000 (2016: nil and nil) restricted stock units were vested and exercised for \$11 and \$549 in cash (2016: nil and nil). No new restricted stock units were issued and there were no forfeitures in the third quarter of 2017 and 2016. During the third quarter of 2017, the Company recognized as employee costs \$11 (2016: \$124) related to the plan; year-to-date \$411 (2016: \$284) related to the plan.

#### Performance Awards

The Company has issued certain executives performance awards pursuant to the terms and conditions of the Omnibus Plan. Each performance award entitles the holder to receive on vesting a cash payment equal to the product of (a) the fair market value of a common share as of the vesting date and (b) a performance factor between 0.5 and 2.0, based on the level of achievement of predetermined performance objectives over the vesting period generally. The performance awards vest three years following the grant date.

<i>Performance stock units</i>	<b>September 30, 2017</b>	December 31, 2016	September 30, 2016
January 1	<b>50,680</b>	—	—
New issuances	<b>49,002</b>	52,610	45,860
Forfeitures	<b>(3,911)</b>	(1,930)	—
Balance	<b>95,771</b>	50,680	45,860

During the third quarter of 2017, nil (2016: 4,000) performance awards were issued. During the third quarter of 2017, the Company recognized as employee costs \$35 (2016: \$19) related to the plan; year-to-date \$94 (2016: \$34) related to the plan.

#### Deferred Stock Units

The Company has issued deferred stock units ("DSUs") to non-executive directors pursuant to the terms and conditions of the Omnibus Plan. Each vested DSU entitles the holder to receive, on redemption, either: one common share; a cash payment equal to the fair market value of a common share as of the redemption date; or a combination of both cash and common shares, at the sole discretion of the Company. The redemption of a DSU occurs only following the termination of a holder's service as director and will occur on either: (a) a date selected by a recipient following the termination of their services as a director (which can be no earlier than 10 days, and no later than one year, after the service termination date); or (b) a date selected by the Company following the death of the recipient while still serving as director (which can be no later than 90 days following the death of the recipient). Under the terms of compensation for independent directors of the Company approved by the Compensation Committee and Board in 2016, commencing with the second quarter of 2016 and for each subsequent quarter while he or she remains a director, each independent director is to be granted a number of DSUs having a fair market value equal to CAD \$6.25. The fair market value of each DSU is equal to the volume-weighted average trading price of a Common Share on the TSX for the 5 trading days preceding the relevant grant date. In addition to this fixed amount of DSUs, independent directors are able to elect to be paid all or a portion of all other director's fees in DSUs in lieu of cash, using the same calculation of fair market value as for the fixed amount of DSUs, to be granted on a quarterly basis. All DSUs issued to independent directors vest three months following the relevant grant date. The compensation expense is accrued over the vesting period with a corresponding increase in liabilities in the amount which represents the fair value of the amount payable to the independent director in respect of the DSUs.

<i>Deferred stock units</i>	<b>September 30, 2017</b>	December 31, 2016	September 30, 2016
January 1	<b>11,428</b>	—	—
New issuances	<b>13,388</b>	11,428	6,787
Balance	<b>24,816</b>	11,428	6,787

At September 30, 2017, independent directors were granted an aggregate of 24,816 DSUs with a fair value of \$312. During the third quarter of 2016, 3,736 DSUs were issued. During the third quarter of 2017, the Company recognized as employee costs \$23 (2016: \$33) related to DSUs issued under the Omnibus Plan; year-to-date \$116 (2016: \$33) related to the plan.

### NOTE 10 CAPITAL AND OTHER COMPONENTS OF EQUITY

Share Capital and Contributed Surplus  
Issued share capital is as follows:

<i>In thousands of shares</i>	September 30, 2017	December 31, 2016	September 30, 2016
January 1	23,074	23,022	23,022
Exercise of share options	14	46	46
Share awards	—	6	6
Balance	23,088	23,074	23,074

#### Capital and other components of equity

##### Contributed surplus

Contributed surplus is comprised of the difference between the book value per share and the purchase price paid for shares acquired for cancellation by the Company and stock-based compensation of employees and non-employees.

#### Share options outstanding as at September 30

	2017	2016
Share options granted and outstanding	1,028,616	991,400

#### Inputs for measurement of grant date fair values

The grant date fair values of all options were measured based on the Black-Scholes model. Expected volatility is estimated by considering historic average share price volatility. The inputs used in the measurement of the fair values at grant date of the share-based payment plans are the following:

##### Fair value of share options and assumptions

111,400 options were granted in March 2016 and 109,596 options were granted in March 2017. There were no new options granted during the three months period ended September 30, 2017, and there were no other options granted in the year ended 2016.

<i>In Canadian dollars</i>	March 21, 2017	March 30, 2016
Fair value at grant date	\$2.35	\$3.60
Share price at grant date	11.08	15.25
Exercise price	12.26	16.69
Expected volatility (weighted average volatility)	34.2%	34.6%
Option life (expected weighted average life)	5 years	5 years
Expected dividends	2.53%	1.57%
Risk-free interest rate (based on government bonds)	1.18%	0.66%

#### Stock option expense

During the third quarter of 2017, the Company recognized as employee costs \$90 (2016: \$105) relating to option grants in general and administrative expenses of the statement of income; year-to-date \$235 (2016: \$311) relating to option grants in general and administrative expenses of the statement of income.

#### Dividends

Dividends on common shares were paid to shareholders of record quarterly in 2017 and in 2016 as follows:

Shareholder of record at:	2017		2016	
	\$CAD/share	Date Paid	\$CAD/share	Date Paid
September 30, 2017	0.070	October 13, 2017	0.065	October 14, 2016
June 30, 2017	0.070	July 14, 2017	0.065	July 14, 2016
March 31, 2017	0.070	April 14, 2017	0.060	April 14, 2016

The dividend payable at September 30, 2017 was \$1,295 (September 30, 2016: \$1,143).

**NOTE 11 EARNINGS PER SHARE**

The following table sets forth the calculation of basic and diluted earnings per share:

For the three and nine month periods ended September 30 <i>In thousands of US dollars, except share amounts outstanding, per share amounts in US dollars</i>	Three month		Nine month	
	2017	2016	2017	2016
Numerator for basic and diluted earnings per share: Net income	2,804	3,115	8,860	12,421
Denominator for basic and diluted earnings per share:				
Basic weighted average number of shares outstanding	23,088	23,074	23,085	23,062
Dilution effect of stock options	260	337	267	379
Dilution of effect of restricted share units	136	135	126	128
Dilution of effect of deferred stock units	15	3	11	3
Diluted weighted average number of shares outstanding	23,499	23,549	23,489	23,572
Net income per share:				
Basic	0.12	0.13	0.38	0.54
Diluted	0.12	0.13	0.38	0.53

For the three and nine month periods ended September 30, 2017, 170,200 options (2016: 181,400) were excluded from the diluted weighted average number of common shares calculation as their effect would have been anti-dilutive.

The average market value of the Company's shares for the purpose of calculating the dilutive effect of share options was based on quoted market prices for the period during which the options were outstanding.

**NOTE 12 INCOME TAXES**

For the three and nine month periods ended September 30 <i>In thousands of US dollars</i>	Three month		Nine month	
	2017	2016	2017	2016
Current tax expense:				
Current period	657	625	2,198	2,869
Adjustment for prior period	(5)	158	(32)	198
	652	783	2,166	3,067
Deferred tax expense:				
Origination and reversal of temporary differences	(263)	292	(326)	404
Adjustment for prior periods	(42)	(150)	(24)	(413)
	(305)	142	(350)	(9)
Total income tax expense	347	925	1,816	3,058

**NOTE 13 GOVERNMENT ASSISTANCE**

During the third quarter of 2017, the Company recognized grants of \$25 (2016: \$14) to support certain initiatives which were offset against expenses; year-to-date \$75 (2016: \$105).

Scientific research and investment tax credits of \$41 (2016: \$36) were recognized in the quarter, research and development costs were reduced accordingly; year-to-date \$140 (2016: \$98).



### NOTE 14 POST RETIREMENT BENEFITS

September 30 <i>In thousands of US dollars</i>	Executive Supplemental Plan		Other benefit plan	
	2017	2016	2017	2016
The amounts recognized in the income statement are as follows:				
Post-retirement benefits recovery	—	—	(23)	(23)
Interest cost	11	34	14	14
Exchange differences	13	63	38	28
Expense	24	97	29	19

During the first quarter of 2017, in advance of the retirement of the executive covered by the Supplemental Plan, the Company reached an agreement with the executive to convert the defined benefit pension promise provided for under the Supplemental Plan into a notional defined contribution account balance of value that was equal to the December 31, 2016 defined benefit balance sheet liability of \$1,223 effective January 1, 2017. This notional defined contribution account balance was credited with interest at an agreed rate of 3.75% per annum, until it was paid out. On March 31, 2017 the defined contribution amount of \$1,247, which includes interest of \$11 and foreign exchange of \$13, was paid to the executive, eliminating the liability in full.

The current service charge was included in general and administrative expense and the interest cost is included in finance costs and exchange differences in other income (expense) in the income statement.

#### Defined Contribution Plan

The AirBoss group of companies in the United States maintains a 401(k) defined contribution plan for their employees. Total estimated contribution to this plan for 2017 is \$510. For the quarter ended September 30, 2017, the expense for this plan was \$103; year-to-date \$337.

The AirBoss group of companies in Canada maintains registered retirement savings plan defined contribution plans for their employees. Total estimated contribution and expense to these plans for 2017 is \$124; year-to-date \$339.

#### Multi-Employer Pension Plan

AirBoss Flexible Products ("AFP") contributes to the Steel Workers Pension Trust, a multi-employer defined benefit pension plan under the terms of collective-bargaining agreements that cover its union-represented employees in the State of Michigan. The risks of participating in a multi-employer plan are different from participation in a single-employer plan in the following aspects:

- Assets contributed to the multi-employer plan by one employer may be used to provide benefits to employees of other participating employers.
- If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.
- If AFP chooses to stop participating in the multi-employer plan, AFP may be required to pay those plans an amount based on the underfunded status of the plan, referred to as a withdrawal liability.

During the quarter, AFP made contributions of \$69 (2016: \$71); year-to-date \$208 (2016: \$212) to the multi-employer pension plan. The unfunded vested benefit ratio was 68.0% at December 31, 2016 (2015: 45.89%). The Steel Workers Pension Trust was in a net deficit at December 31, 2016 and AFP's portion of the deficit was unknown. The collective bargaining agreements that require contributions to the multi-employer plan are set to expire December 31, 2017. The collective bargaining agreement requires that AFP contributes \$0.40 for each hour worked by eligible employees during the preceding wage month. Total estimated contribution to this plan for the 2017 fiscal year is \$296.

**NOTE 15 SEGMENTED INFORMATION**

IFRS 8, Operating Segments, requires operating segments to be determined based on internal reports that are regularly reviewed by the chief operating decision maker ("CODM") for the purpose of allocating resources to the segment and to assessing its performance. In the first quarter, the Company realigned the organizational and governance structures of its businesses to align them more closely with the nature of the Company's operations. Such realignment gave rise to changes in how the Company presents information for financial reporting and management decision-making purposes and resulted in a change in the Company's reporting segments. Consequently, as of September 30, 2017, the Company's operating segments are organized into the following reportable segments:

- Rubber Solutions. Includes manufacturing and distribution of rubber compounds, semi-finished rubber related products, and distribution of rubber compounding related chemicals.
- Engineered Products. Includes the manufacture and distribution of personal protection and safety products, primarily for CBRN hazards, and the manufacture and distribution of anti-vibration and noise dampening parts.
- Corporate. Includes corporate activities and certain unallocated costs.

All prior period segment disclosures have been recast to reflect the changes in the Company's reporting segments. Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before income tax, as included in the internal management reports that are reviewed by the Group's CEO/Chairman and President. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Transfer pricing is based on third-party rates.

Inter-company amounts, which represent items purchased from different segments, have been presented within the segment disclosure and are eliminated to arrive at the consolidated amounts.

The Company operates primarily within North America with respect to its rubber compound and automotive products and globally with respect to its rubber protective products and has production facilities in Canada and the United States.

Information about reportable segments Three months ended September 30	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
<i>In thousands of US dollars</i>	2017	2016	2017	2016	2017	2016	2017	2016
Segment net sales	<b>38,289</b>	31,592	<b>41,053</b>	40,889	—	—	<b>79,342</b>	72,481
Inter-segment sales	<b>(7,496)</b>	(5,786)	<b>(9)</b>	(29)	—	—	<b>(7,505)</b>	(5,815)
External net sales	<b>30,793</b>	25,806	<b>41,044</b>	40,860	—	—	<b>71,837</b>	66,666
Depreciation and amortization includes loss on disposal of property, plant and equipment	<b>1,277</b>	1,232	<b>1,360</b>	1,319	<b>11</b>	9	<b>2,648</b>	2,560
Finance cost	<b>1,193</b>	1,193	<b>0</b>	—	<b>(611)</b>	(523)	<b>582</b>	670
Reportable segment profit before income tax	<b>275</b>	1,744	<b>2,615</b>	2,521	<b>261</b>	(225)	<b>3,151</b>	4,040
Income tax expense / (recovery)	<b>109</b>	(558)	<b>585</b>	1,769	<b>(347)</b>	(286)	<b>347</b>	925
Net Income (loss)	<b>166</b>	2,302	<b>2,030</b>	752	<b>608</b>	61	<b>2,804</b>	3,115
Reportable segment assets <sup>1</sup>	<b>95,456</b>	84,933	<b>125,683</b>	120,422	<b>10,432</b>	19,763	<b>231,571</b>	225,118
Reportable segment liabilities <sup>1</sup>	<b>23,083</b>	20,085	<b>17,146</b>	15,467	<b>76,713</b>	80,283	<b>116,942</b>	115,835
Capital expenditures <sup>2</sup>	<b>472</b>	620	<b>767</b>	739	<b>351</b>	—	<b>1,590</b>	1,359

<sup>1</sup> Comparative figures as at December 31, 2016.

<sup>2</sup> Comparative figures as at September 30, 2016.

# AirBoss of America Corp.

## Notes to CFS (cont'd)

Information about reportable segments Nine months ended September 30	Rubber Solutions		Engineered Products		Unallocated Corporate Costs		Total	
	2017	2016	2017	2016	2017	2016	2017	2016
<i>In thousands of US dollars</i>								
Segment net sales	<b>116,051</b>	97,308	<b>121,611</b>	125,410	—	—	<b>237,662</b>	222,718
Inter-segment sales	<b>(21,873)</b>	(17,914)	<b>(148)</b>	(216)	—	—	<b>(22,021)</b>	(18,130)
External net sales	<b>94,178</b>	79,394	<b>121,463</b>	125,194	—	—	<b>215,641</b>	204,588
Depreciation and amortization includes loss on disposal of property, plant and equipment	<b>3,911</b>	3,699	<b>4,095</b>	3,946	<b>30</b>	33	<b>8,036</b>	7,678
Finance cost	<b>3,539</b>	3,550	—	—	<b>(1,444)</b>	(1,373)	<b>2,095</b>	2,177
Reportable segment profit before income tax	<b>5,172</b>	6,336	<b>6,279</b>	9,649	<b>(775)</b>	(506)	<b>10,676</b>	15,479
Income tax expense/(recovery)	<b>1,627</b>	1,661	<b>1,536</b>	2,565	<b>(1,347)</b>	(1,168)	<b>1,816</b>	3,058
Net income (loss)	<b>3,545</b>	4,675	<b>4,743</b>	7,084	<b>572</b>	662	<b>8,860</b>	12,421
Reportable segment assets <sup>1</sup>	<b>95,456</b>	84,933	<b>125,683</b>	120,422	<b>10,432</b>	19,763	<b>231,571</b>	225,118
Reportable segment liabilities <sup>1</sup>	<b>23,083</b>	20,085	<b>17,146</b>	15,467	<b>76,713</b>	80,283	<b>116,942</b>	115,835
Capital expenditures <sup>2</sup>	<b>2,154</b>	1,942	<b>2,277</b>	2,581	<b>544</b>	27	<b>4,975</b>	4,550

<sup>1</sup> Comparative figures as at December 31, 2016.

<sup>2</sup> Comparative figures as at September 30, 2016.

### Geographical segments

The Rubber Solutions and Engineered Products segments operate manufacturing facilities and sales offices in the US and Canada, selling primarily in North American markets.

In presenting information on the basis of geographical segments, segment net sales is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

Non-current assets include property, plant and equipment, software, goodwill, future income taxes and other assets.

<i>In thousands of US dollars</i>	Net Sales		Net Sales		Non-current assets		Non-current assets	
	Three months ended September 30	2016	Nine months ended September 30	2016	September 30	2016	December 31, 2016	
	<b>2017</b>		<b>2017</b>		<b>2017</b>			
Canada	<b>11,009</b>	9,935	<b>35,027</b>	33,512	<b>45,196</b>	44,978		45,612
United States	<b>52,948</b>	48,894	<b>157,196</b>	146,998	<b>69,161</b>	72,790		71,646
Other countries	<b>7,880</b>	7,837	<b>23,418</b>	24,078	—	—		—
	<b>71,837</b>	66,666	<b>215,641</b>	204,588	<b>114,357</b>	117,768		117,258

**Major customers**

Net sales from one customer represent approximately 9% (2016: 9%) of the Group's total net sales. Five customers represented 29% (2016: 32%) of the Company's total net sales.

**Major products**

<i>In thousands of US dollars</i>	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
<b>Rubber Solutions</b>				
Tolling	1,315	1,257	5,383	4,214
Mixing	21,591	18,700	64,650	57,222
Industrial	7,886	5,846	24,144	17,956
	<b>30,792</b>	25,803	<b>94,177</b>	79,392
<b>Engineered Products</b>				
Defense	7,628	6,274	20,302	16,715
Automotive	33,417	34,589	101,162	108,481
	<b>41,045</b>	40,863	<b>121,464</b>	125,196
<b>Total</b>	<b>71,837</b>	66,666	<b>215,641</b>	204,588

**NOTE 16 RELATED PARTIES****Transactions with Related Parties**

Included in the operating lease commitments was a rental agreement for corporate office space between the Company and a company controlled by the Chairman of the Company. The monthly lease rate approximates fair market rental value. During the third quarter of 2017, the Company paid rent for the corporate office of \$36 (2016: \$34); year-to-date \$114 (2016: \$102).

During the third quarter of 2017, the Company paid fees for the use of a facility in South Carolina of approximately \$7 (2016: \$6); year-to-date \$17 (2016: \$17) to a company in which the Chairman is an officer.

In the third quarter of 2017, the Company paid rent of \$293 (2016: \$293); year-to-date \$878 (2016: \$878) to a company controlled by the former President of the automotive business. The monthly lease rate approximated fair market rental value.

In April 2014, the Company invested \$550 in the form of a convertible promissory note in a company of which the former Deputy Chairman of the Company is the chairman. This note can be converted to an equity interest under the following conditions: (1) if the company has completed "qualified financing" raising \$1 million in gross proceeds (excluding the Company's loan); (2) if no "qualified financing" takes place prior to the maturity date, the Company has the option to convert into common stock within 60 days prior to the maturity date of the note. In 2017, the Company agreed to amend the terms of the promissory and extend the maturity date to November 11, 2017, at which time the principal and accrued interest (at 15%) on the note will be due and payable unless the note is converted or the loan is prepaid at an earlier date.

During 2016, a full provision was recorded against the convertible promissory note and any accrued interest. No interest was recorded on the statement of income for 2016 and 2017.

During 2014, the Company provided share purchase loans of CAD \$1,000 each to both the President and former Chief Financial Officer to purchase common shares of the Company. The share purchase loans are due upon the earlier of the disposition date of all or proportionate to any part of the pledged securities or November 24, 2019. During 2016, the outstanding share purchase loan of \$764 (CAD \$1,000) was repaid in full by the former Chief Financial Officer. Also during 2016, the Company provided share purchase loans of CAD \$250 each (in aggregate \$372) to the new Chief Financial Officer and Senior Executive Vice President, Corporate. These loans are due upon the earlier of the disposition date of all or proportionate to any part of the pledged securities or December 20, 2021. All share purchase loans bear interest at 1% annually with full recourse and interest is due and payable semi-annually. In total, 143,000 shares of the Company having a fair value of \$1,334 were pledged as collateral on these three loans. At September 30, 2017, the promissory notes of \$1,206 were included in other assets. During the quarter, interest of \$nil (2016: \$nil) was paid.

### **NOTE 17 RECLASSIFICATION OF COMPARATIVE AMOUNTS**

Certain comparative amounts for the prior period have been reclassified to conform to current period presentations. Such reclassifications had no effect on net income or shareholders' equity.

### Corporate Information

AirBoss of America Corp.  
16441 Yonge Street  
Newmarket, Ontario, Canada L3X 2G8  
Telephone: 905-751-1188  
Facsimile: 905-751-1101

Chairman and CEO:  
P.G. (Gren) Schoch

President:  
Lisa Swartzman

Chief Financial Officer:  
Daniel Gagnon