

**Mike Waites – President and CEO**  
**Finning International Inc.**

---

**Remarks - Annual General Meeting - May 8, 2013**  
*(check against delivery)*

Thanks Doug.

Good afternoon everyone, and thank you for attending our annual general meeting. This year marks Finning's 80<sup>th</sup> anniversary. Eighty years! That's quite an accomplishment and one that speaks to the staying power of this company. Earl B. Finning made the move to start the company in 1933 at the height of the Great Depression. Starting with six employees and a commitment to "service what we sell," he established a tradition of providing legendary service, meeting challenges with resilience, and seizing opportunities to grow our business.

Today we are the world's largest Caterpillar dealer. We have over 15,000 employees in Canada, South America and the UK and Ireland. We achieved record revenues and earnings in 2012. And I believe we are better positioned than ever to continue driving value for our customers and our shareholders.

Over the next few minutes, I'd like to elaborate on this theme with a look at the attributes that give Finning its resiliency, and talk about how we've built on our strengths to drive value. Dave Smith, our CFO, will review our financial results, including our results for the first quarter of 2013, which we just released this afternoon. Juan Carlos Villegas, our Chief Operating Officer, will follow with our regional outlook including our initiatives to advance operational excellence. Finally, I'll return to wrap up.

Before we go any further, let me take a moment to introduce the members of Finning's executive team who are with us today. In addition to Dave and Juan Carlos, we have:

- Rebecca Schalm, our chief human resources officer;

And our dealership principals:

- Marcello Marchese, of Finning South America,
- Neil Dickinson, of Finning UK and Ireland, and
- Andy Fraser, who leads Finning Canada.

I'd also like to welcome our shareholders and employees who have joined us in person, as well as everyone who is following our webcast.

I believe Finning's resiliency lies in a combination of strengths. It's in the unique value proposition we provide to our customers. It's in our continuous investment in service. And, it's supported by our exceptional employees and their strong commitment to the success of the company and our customers. There's no question that Finning has a unique value proposition.

The combination of Caterpillar's quality products and Finning's exceptional service, gives us a sustainable competitive advantage. Our strategy has been to strengthen that advantage. We're investing in our ability to

provide integrated solutions and specialized service to our customers. And we're strengthening our leadership in areas and sectors with high-growth potential. Our 2012 acquisition of the Bucyrus business is a good example. By adding this world class line of mining shovels and drills, we've enhanced our position as the supplier of choice to mining customers. We can now meet their entire surface and underground mining needs with the broadest line of products in the industry. Simply stated, Bucyrus has increased our value proposition. Of course, our ability to maximize equipment uptime is a huge part of Finning's value proposition and one that's becoming more important all the time.

Our ability to provide comprehensive service, including large component repair and equipment rebuilds, means customers can maintain fleet productivity. This positions us as an essential partner to our customers, and it strengthens our own resiliency as we can generate a strong, recurring revenue stream across economic cycles. One of our primary objectives has been to grow this part of our business and we're proud of the success we've had.

We've achieved a remarkable 11% compound annual growth rate in product support revenue over the past ten years. In 2012, product support reached \$2.8 billion, or 43% of our revenues. And we're well-positioned to keep growing this part of our business. In Canada, we've selectively invested in our service infrastructure over the last several years. This includes investments in component remanufacturing, our Centre of Excellence and Tracker Parts Distribution Centre. Last year, we invested \$110 million to complete a new 16-bay service facility in Northern Alberta. This world class repair and maintenance facility began operating at the end of last year. Once fully operational, it will employ about 400 employees to capture the significant product support opportunity in the oil sands. It will also serve as a regional training centre for heavy equipment technicians. In South America, our investments include a Truck Shop and Parts Distribution Centre, two Component Rebuild Centres and a new Truck Body Fabrication facility in Chile.

Facility investments are just one piece of our strategy. Ultimately, service is driven by people, and our employees continually demonstrate their ownership of the business and our customers. We support this culture by investing in and fostering a workplace where every employee can perform to their full potential. This starts with a commitment to world-class safety performance. In 2012, we were recognized for our leadership in this area with the Sir George Earle Trophy, one of the UK's most prestigious health and safety awards. But we have still more to do. Last month, a serious injury took the life of Francisco Palominos, one of our employees in Chile. We are deeply saddened by this event. And we are doubly committed to ensuring that safety is the first priority every minute of every day in all of our operations. Training is a key component of both our safety initiatives and our commitment to a high performance culture. It is what enables employees to perform to their potential.

We invest heavily through initiatives like Caterpillar's Think BIG equipment technician program, and formalized programs with local schools to support skills development in regions where we operate. In Chile, we are nearing completion of a new technical training centre to support us in maintaining the highest skilled employees in the industry. Another area we pay close attention to is employee engagement. Every year, we conduct Employee Opinion Surveys to monitor engagement levels. We then develop and implement appropriate action plans based

on the results. In 2012, 86% of our employees participated and our engagement levels remain very high. We are in the top 10% of companies when it comes to safety and rank amongst the top 25% in values, workgroup effectiveness and accountability. We saw the results of our team's commitment in our 2012 results.

And to tell you more about that, I'll now call on Dave Smith to provide our financial review.

---

## **Conclusion**

---

Thanks Juan Carlos.

In closing, I'd like to say a few words about Finning's future. I believe Finning is strategically positioned to continue driving value.

- We operate in diverse industries and geographies, including some of the most resource-rich territories in the world.
- We offer integrated solutions and an innovative product portfolio in partnership with Caterpillar, a company that sets the gold standard in the equipment industry.
- We have a vast service infrastructure and unrivalled technical expertise to capitalize on our strong product support opportunities.
- We are driving operational excellence to achieve our EBIT margin expansion target
- Most importantly we have the commitment and dedication of the industry's best people.

I believe that as we mark our 80<sup>th</sup> anniversary, we are well positioned for even greater success in the next chapter in our history. I'm confident that under Scott's leadership and with the support of a strong management team and outstanding group of global employees, the future for Finning is bright.

With that, I'd like to close with some acknowledgements. To our Finning employees worldwide, thank you for bringing your commitment and your passion to the business. It is you who drive value for our customers and our shareholders each and every day. To our Board of Directors, thank you for your support. I also want to acknowledge Caterpillar for their critical role in our success...they are a superb partner. Finally, I thank you, our shareholders for your continued confidence. It is your investment that has enabled Finning to grow and prosper all these years.

In closing, it has truly been an honour to be part of this great company and, I will leave with full confidence in Finning's continued success and bright future.

With that, I will now turn the meeting back to Doug.