

# FOR IMMEDIATE RELEASE VIA THE CANADIAN CUSTOM DISCLOSURE NETWORK

#### **NEWS RELEASE**

#### MAGELLAN AEROSPACE CORPORATION ANNOUNCES FINANCIAL RESULTS

**Toronto, Ontario – May 17, 2010** – Magellan Aerospace Corporation ("Magellan" of the "Corporation") released its financial results for the first quarter of 2010. All amounts are expressed in Canadian Dollars unless otherwise indicated. The results are summarized as follows:

Three months ended March 31 Expressed in thousands of dollars, except per share amounts	2010	2009	Change
Revenues	\$ 177,902	\$ 179,288	(0.8)%
Gross Profit	\$ 20,428	\$ 21,704	(5.9)%
Net Income	\$ 3,096	\$ 7,923	(60.9)%
Net Income per share – Diluted	\$ 0.06	\$ 0.41	(85.4)%

This news release contains certain forward-looking statements that reflect the current views and/or expectations of the Corporation with respect to its performance, business and future events. Such statements are subject to a number of risks, uncertainties and assumptions, which may cause actual results to be materially different from those expressed or implied. The Corporation assumes no future obligation to update these forward-looking statements.

The Corporation has included certain measures in this news release, including EBITDA, the terms for which are not defined under Canadian generally accepted accounting principles. The Corporation defines EBITDA as earnings before interest, taxes, depreciation and amortization and non-cash charges. The Corporation has included these measures, including EBITDA, because it believes this information is used by certain investors to assess financial performance and EBITDA is a useful supplemental measure as it provides an indication of the results generated by the Corporation's principal business activities prior to consideration of how these activities are financed and how the results are taxed in various jurisdictions. Although the Corporation believes these measures are used by certain investors (and the Corporation has included them for this reason), these measures may not be comparable to similarly titled measures used by other companies.



#### **Overview**

In the first quarter of 2010, the Corporation, at the revenue line, continued the steady performance demonstrated in 2009, diminished by significant foreign exchange impacts of weakened U.S. dollar and British Pound values when compared to the Canadian dollar. Revenue generation and gross profits were slightly less in the first quarter of 2010 than those generated in the first quarter of 2009. The results in the first quarter of 2010 were impacted by increased efficiencies in production, continued demand in all subsectors of the aerospace market, except business aircraft, and improved cost controls across the Corporation.

Major international projects to field new aircraft and engines in both the civil and defence aircraft and defence products demonstrated critical progress, during the first quarter of 2010, towards full scale production. The Boeing 787 program followed up its first flight in the fourth quarter of 2009 with successful tests of critical safety elements of the aircraft, and has accomplished a series of steps toward certification of the aircraft in accordance with its planned dates in 2010. The Airbus 350XWB program has made progress towards finalizing design, configuration, and production plans to meet scheduled first flights in 2011. The F-35 Joint Strike Fighter program has demonstrated a number of key successes in its test flying, and has established a revised low rate initial production plan that will bring the program to full scale production only 13 months beyond original planning dates. Several military helicopter programs are in full production of upgraded variants or new aircraft. The Corporation has secured participation on each of these programs that will provide accelerating production rates over the next few years. In addition, the Corporation has specific repair, overhaul or spare parts participation in both civil and defence sectors.

The Corporation continues to achieve increased efficiencies as new technology, equipment, and knowledge is generated across all operating sites. Operations are progressing towards the manufacturing and support of higher level core products, and moving out non-core work to local and emerging market sites. Business development continues to tighten the focus of capturing activities to increase the level of core activity within the operating sites, and the value-added delivery to the Corporation's key customers.

For additional information, please refer to the "Management's Discussion and Analysis" section of the Annual Report available on www.sedar.com.

#### **Revenues**

Three months anded March 21			
Three months ended March 31 Expressed in thousands of dollars	2010	2009	Change
Canada	\$ 98,784 \$	83,992	17.6%
United States	46,066	54,573	(15.6)%
United Kingdom	33,052	40,723	(18.8)%
Total revenue	177,902	179,288	(0.8)%

Consolidated revenues for the first quarter of 2010 were \$177.9 million, a decrease of \$1.4 million or 0.8% lower than the first quarter of 2009. Volumes in the first quarter of 2010 in Canada increased over those achieved in the first quarter of 2009. Increased revenue in Canada resulted from the recognition of revenue on the Corporation's electric power generation project in Ghana which commenced in the last quarter of 2009. In US dollars, revenues in the United States increased by 1.4% over the first quarter of 2009 primarily due to increased demand in the current quarter over Q1 2009 from some of the Corporation's major customers. Revenues in the United Kingdom, in British Pounds, in the current quarter decreased over revenues in the same period in 2009 by 10.5% as customer demands in the quarter had declined when compared to Q1 2009. The increase in the Canadian dollar against the US dollar and the British Pound , over the exchange rates prevailing in the first quarter of 2009, contributed, on a net basis, to a decrease of \$25.6 million in revenues quarter over quarter.

#### **Gross Profit**

Three months ended March 31			
Expressed in thousands of dollars	2010	2009	Change
Gross profit	\$ <b>20,428</b>	\$ 21,704	(5.9)%
Percentage of revenue	11.5%	12.1 %	

Gross profit of \$20.4 million (11.5% of revenues) was reported for the first quarter of 2010 down from \$21.7 million (12.1% of revenues) during the same period in 2009. Gross profit in the first quarter of 2010 was lower than the first quarter of



2009 as a result of reduced margins achieved from the Canadian operations as the decline in the US dollar in comparison to the Canadian dollar impacted revenues. The decline in both the US dollar and the British Pound against the Canadian dollar, over the exchange rates prevailing in the first quarter of 2009, contributed, on a net basis, to a decrease of \$8.4 million in gross profit in the first quarter of 2010 versus the first quarter of 2009. The Corporation continues its efforts, through process improvements, to achieve efficiencies in production to help mitigate the continuing effects of the strength of the Canadian dollar against the US dollar and the British Pound.

# **Administrative and General Expenses**

Three months ended March 31 Expressed in thousands of dollars	2010	2009
Administrative and general expenses	\$ 9,689	\$ 10,766
Percentage of revenue	5.4%	6.0%

Administrative and general expenses were \$9.7 million (5.4% of revenues) in the first quarter of 2010 compared to \$10.8 million (6.0% of revenues) in the first quarter of 2009.

#### **Other**

Three months ended March 31 Expressed in thousands of dollars	20	10	2009
Foreign exchange loss (gain)	\$ 1,4		(1,973)
(Gain) loss on sale of capital assets  Other	1.4	3) 32	(1,964)

Other expense of \$1.5 million in the first quarter of 2010 consisted of realized and unrealized foreign exchange losses due to the stronger Canadian dollar in comparison to the US dollar. Other income in the first quarter of 2009 resulted largely from a foreign exchange gain of \$2.0 million.

#### **Interest Expense**

Three months ended March 31 Expressed in thousands of dollars	201	0	2009
Interest on bank indebtedness and long-term debt	\$ 3,99	<b>5</b> \$	2,994
Convertible debenture interest	98	6	436
Accretion charge for convertible debt	14	6	68
Discount on sale of accounts receivable	13	3	777
Total interest expense	5,26	0	4,275

Interest expense of \$5.3 million in the first quarter of 2010 was higher than the first quarter of 2009 amount of \$4.3 million. Increased interest on bank indebtedness and long-term debt resulted from higher borrowing spreads incurred and higher levels of long-term debt outstanding during the first quarter of 2010 when compared to the first quarter of 2009. Convertible debenture interest and the accretion charge in relation to the convertible debentures were higher in the first quarter of 2010 than the comparative quarter in 2009 due to a higher principal amount of convertible debentures outstanding. Lower discount expense on the sale of accounts receivable resulted from decreased amounts of accounts receivables sold in the first quarter of 2010 when compared to the same quarter of 2009.

# **Provision for Income Taxes**

Three months ended March 31		
Expressed in thousands of dollars	2010	2009
(Recovery of) provision for current income taxes	<b>\$ (242)</b> \$	\$ 169
Future income taxes expense	1,143	535
Total expense of income taxes	901	704
Effective Tax Rate	22.5%	8.2%



The Corporation recorded an income tax expense of \$0.9 million for the first quarter of 2010, compared to an income tax expense of \$0.7 million for the first quarter of 2009. The change in effective tax rates is a result of a changing mix of income across the different jurisdictions in which the Corporation operates. The recognition of previous unrecorded future tax assets derived from temporary differences in Canada also contributed to the lower effective tax rate. Due to the recognition of these previous unrecorded future tax assets, the Corporation's effective tax rate in the current quarter was 22.5% versus a normalized expected annual tax rate of 30% to 35%.

# **Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA)**

In addition to the primary measures of net income and net income per share in accordance with GAAP, the Corporation includes certain measures in this MD&A, including EBITDA (net income before interest expense, income taxes, depreciation, amortization and certain non-cash charges). The Corporation has provided these measures because it believes this information is used by certain investors to assess financial performance and EBITDA is a useful supplemental measure as it provides an indication of the results generated by the Corporation's principal business activities prior to consideration of how these activities are financed and how the results are taxed in the various jurisdictions. Each of the components of this measure is calculated in accordance with GAAP, but EBITDA is not a recognized measure under GAAP, and the Corporation's method of calculation may not be comparable with that of other companies. Accordingly, EBITDA should not be used as an alternative to net income as determined in accordance with GAAP or as an alternative to cash provided by or used in operations.

Three months ended March 31	2010	2000
Expressed in thousands of dollars	2010	2009
Net income	\$ <b>3,096</b> \$	7,923
Interest	5,260	4,275
Taxes	901	704
Stock based compensation	170	232
Depreciation and amortization	8,922	9,299
EBITDA	18,349	22,433

EBITDA for the first quarter of 2010 was \$18.4 million, compared to \$22.4 million in the first quarter of 2009.

# **Liquidity and Capital Resources**

# Cash Flow from Operations

Three months ended March 31	2010	2000
Expressed in thousands of dollars	2010	2009
Increase in accounts receivable	\$ <b>(7,616)</b> S	\$ (20,016)
Decrease in inventories	4,223	2,830
Decrease in prepaid expenses and other	12,738	398
Decrease in accounts payable	(9,377)	(12,555)
Changes to non-cash working capital balances	(32)	(29,343)
Cash provided by (used in) operating activities	12,497	(11,060)

In the quarter ended March 31, 2010, the Corporation generated \$12.5 million of cash in its operations, compared to a usage of cash of \$11.1 million in the first quarter of 2009. Cash was generated through positive income, decreased inventory and prepaid expenses. The Corporation has partially offset the generation of cash in operating activities through the reduction in accounts payable and an increase in accounts receivable in the first quarter of 2010. The increase in accounts receivable during the three month period resulted from increased sales in the quarter when compared to the fourth quarter of 2009. Increased receivables in 2009 resulted from a net decrease in the amount of accounts receivable sold under the Corporation's securitization facilities at the end of the first quarter of 2009. The decrease in prepaid expenses and other and the decrease in accounts payable is largely due to the recognition of advances received and advance made on the electric power generation plant in Ghana.



#### **Investing Activities**

Three months ended March 31	201	<b>0</b> 2009
Expressed in thousands of dollars	201	2009
Purchase of capital assets	\$ (2,32!	(5,345)
Proceeds of disposals of capital assets	10	<b>1</b> 144
Increase in other assets	(2,462	<b>2)</b> (448)
Cash used in investing activities	(4,686	(5,649)

In the first quarter of 2010, the Corporation invested \$2.3 million in capital assets to upgrade and enhance its capabilities for current and future programs.

# **Financing Activities**

Three months ended March 31	2010	2000
Expressed in thousands of dollars	2010	2009
(Decrease) increase in bank indebtedness	\$ (7,998)	\$ 14,042
Decrease in long-term debt	(1,052)	(5 <del>4</del> 7)
Increase (decrease) in long-term liabilities	47	(100)
Issue of Common Shares	_	8
Dividends on Preference Shares	(400)	_
Cash (used in) provided by financing activities	(9,403)	13,403

On March 26, 2010, the Corporation amended its operating credit facility with its existing lenders. Under the terms of the amended agreement, the maximum amount available under the operating credit facility was decreased to a Canadian dollar limit of \$105 million plus a US dollar limit of \$70 million, with a maturity date of May 21, 2011. The facility is extendable for unlimited one-year renewal periods by the agreement of the Corporation and the lenders and continues to be guaranteed by the Chairman of the Board of the Corporation. On March 26, 2010 the annual standby guarantee fee provided by the Corporation in consideration for this guarantee was reduced from 1.35% to 1.15% (2009 – 1.35%) of the guaranteed amount.

The terms of the amended operating credit facility permit the Corporation to (i) repay the \$65 million secured subordinated loan from Edco Capital Corporation (the "Original Loan") in whole or in part and (ii) retract up to 20% (\$4 million) of the Corporation's 8% cumulative redeemable first preference shares series A (the "Preference Shares") on each of April 30 and October 31 (or the next business day if that day is not a business day) of each year starting with April 30, 2010, together with accrued and unpaid dividends on the shares to be retracted provided there is no current default or event of default under the operating credit facility and after the repayment of the Original Loan and the payment of the retraction amount the Corporation has at least \$25.0 million in availability under the operating credit facility. Any permitted retraction amount not used on any prior date can be carried forward to future retraction dates. As a result, subject to such limitation under the operating credit facility and to applicable laws, the Corporation will retract on each of April 30 and October 31, beginning April 30, 2010, any Preference Shares tendered for retraction up to the permitted percentage of Preference Shares. As at March 31, 2010, \$8.0 million Preference Shares have been classified as a current liability and remaining \$12.0 million have been classified as a long-term liability.

On April 30, 2010, the Corporation completed the retraction of approximately 20% or 399,994 of its 2,000,000 Preference Shares as was permissible under the amended operating credit facility. Effective as of the Retraction Date, the holders of these Preference Shares ceased to be holders of these Preference Shares and were entitled to receive the retraction price of \$10.00 for each Preference Share held plus accrued and unpaid dividends on the shares to be retracted.

# **Share Data**

As at April 30, 2010, the Corporation had 18,209,001 common shares outstanding, 1,600,006 outstanding First Preference Shares Series A convertible into 1,066,670 common shares and \$40.0 million convertible debentures convertible into 40,000,000 common shares. The dilutive weighted average number of common shares outstanding, resulting from the potential common shares issuable on the conversion of the convertible debentures, for the three month period ending March 31, 2010 was 58,209,001.



## **Risks and Uncertainties**

The Corporation manages a number of risks in each of its businesses in order to achieve an acceptable level of risk without hindering the ability to maximize returns. Management has procedures to identify and manage significant operational and financial risks.

For more information in relation to the risks inherent in Magellan's business, reference is made to the information under "Company Overview" in Management's Discussion and Analysis for the year ended December 31, 2009 and to the information under "Risks Inherent in Magellan's Business" in the Annual Information Form for the year ended December 31, 2009, which will be filed with SEDAR (www.sedar.com).

# **Changes in Accounting Policies**

# Sections 1582, Business Combinations, 1601, Consolidated Financial Statements, and 1602, Non-controlling Interests

In January 2009, the CICA issued Sections 1582, "Business Combinations", 1601, "Consolidated Financial Statements", and 1602, "Non-controlling Interests".

Section 1582 will be converged with IFRS 3, "Business Combinations". Section 1602 will be converged with the requirements of IAS 27, "Consolidated and Separate Financial Statements", for non-controlling interests. Section 1601 carries forward the requirements of Section 1600, "Consolidated Financial Statements", other than those relating to non-controlling interests.

Section 1582 applies to acquisitions made from January 1, 2011 in which the acquirer obtains control of one or more businesses. The term "business" is more broadly defined than in the existing standard. Most assets acquired and liabilities assumed, including contingent liabilities that are considered to be "improbable", will be measured at fair value. Any interest in the acquiree owned prior to obtaining control will be remeasured at fair value at the acquisition date, eliminating the need for guidance on step acquisitions. A bargain purchase will result in recognition of a gain. Acquisition costs must be expensed. Under Section 1602, any non-controlling interest will be recognized as a separate component of shareholders' equity. Net income will be calculated without deduction for the non-controlling interest. Rather, net income will be allocated between the controlling and non-controlling interests.

The Corporation has adopted these standards as of January 1, 2010 and the adoption of these standards did not have an impact on the Corporation's consolidated financial statements.

#### **Future Changes in Accounting Policies**

The Corporation will adopt the following accounting standards recently issued by the CICA:

#### Multiple Deliverable Revenue Arrangements

In January 2010, the CICA issued EIC-175, Multiple Deliverable Revenue Arrangements ("EIC-175"). EIC-175, which replaces EIC-142, Revenue Arrangements with Multiple Deliverables, addresses some aspects of the accounting by a vendor for arrangements under which it will perform multiple revenue-generating activities. These new standards are effective for the Corporation's interim and annual consolidated financial statements commencing on January 1, 2011 with earlier adoption permitted as of the beginning of a fiscal year. The Corporation is assessing the impact of the new standards on its consolidated financial statements.

# International Financial Reporting Standards

In February 2009, Canada's Accounting Standards Board ("AcSB") confirmed that Canadian GAAP, as used by publicly accountable enterprises, will be converged with International Financial Reporting Standards ("IFRS") effective January 1, 2011. The transition from Canadian GAAP to IFRS will be applicable to the Corporation for the first quarter of 2011 where current and comparative financial information will be prepared in accordance with IFRS.



## **IFRS Transition Plan**

The Corporation commenced its IFRS conversion efforts during 2009. The transition project consists of four elements: planning and awareness rising; assessment; design; and implementation. Resources have been deployed and project management and governance practices are implemented to ensure a timely transition to IFRS. The progresses made to date are as follows:

Planning and awareness raising – As part of planning, the Corporation completed a high level assessment of the major differences between Canadian GAAP and IFRS. Key differences were identified which assisted in the development of the project plan as well as prioritization of issues that would have significant impact to the Corporation. With the assistance of external consultants, the Corporation has conducted sessions to raise awareness in its efforts to transition to IFRS. Throughout 2010, several training sessions were conducted at the business unit level in order to increase awareness and knowledge of the transition to IFRS. Training sessions will continue to be conducted in 2010 as planned.

Assessment and design – Detailed evaluation of the differences on recognition, measurement and disclosures between Canadian GAAP and IFRS was initiated in 2009 and continues in 2010. The impact to systems, processes, internal control over financial reporting ("ICFR") and disclosure controls and procedures ("DC&P"), and other business activities have been incorporated into the detailed analysis. Efforts to design solutions for the transition to IFRS are ongoing in 2010. As a result of the transition to IFRS, we anticipate that the adoption of IFRS accounting standards will have an impact on processes, procedures and controls. Although impacts are anticipated, to date, we have not made changes nor have made any decisions to make changes that materially affect, or are reasonably likely to materially affect Magellan's ICFR in fiscal 2010.

Implementation – During the implementation phase leading up to the transition date, new IFRS updates are monitored and any changes that are relevant to the Corporation are identified and addressed. The Corporation is continuing the activities related to selecting and finalizing IFRS 1 and accounting policy choices, restating comparative information, testing, review and sign off will occur throughout 2010 and expects these activities to continue to the early part of 2011.

#### Results of the Detailed GAAP Assessment

While IFRS uses a conceptual framework similar to Canadian GAAP, there are significant differences on recognition, measurement and disclosures. In the period leading up to the changeover, the AcSB will continue to issue accounting standards that are converged with IFRS, thus mitigating the impact of the transition to IFRS at the changeover date. The International Accounting Standard Board will also continue to issue new accounting standards during the conversion period, and as a result, the final impact of IFRS on the Corporation's financial results will only be measured once all the IFRS applicable at the conversion date are known. Preliminary analysis of some of the impacts of transition to IFRS on specific areas is detailed in the 2009 Management Discussion and Analysis. The Corporation continues to analyze additional potential accounting differences and will provide discussion on the impact of the differences identified as they arise.

## **Outlook**

The economic outlook for the global aerospace market is stabilizing in most sectors and geographic regions. Generally, the North American aerospace market is stable to strong in many ways, with isolated problem areas, and weak economic growth across areas such as the United States. However, there are a number of measures that indicate on both the global and local level that the industry is growing. Some Airlines have returned to profitability in the passenger subsector, and increasingly in freight hauling. They are consolidating for strength rather than survival, and the marketplace is supportive of those who are seen to provide value, whether price or service. Globally, soft spots remain due to struggling economies or artificially supported industries, but on balance, the large global airlines are leading the growth.

As there is a strong link between the health of economies and the health of airlines, the growth in the global passenger and freight activity is encouraging, and more so for the manufacturing industries that depend on this growth. Demand for new aircraft in the civil airline sector remains stronger than expected. It is intensified by the aging fleets and ecological pressures that require lighter, cleaner and more economical aircraft and engines. Although production rates were reduced slightly in 2009, increases have already been announced in first quarter, 2010, for implementation in late 2010 and 2011. In addition, order rates are returning to more traditional levels, following slowness during the global economic crisis.

Defence has continued to be strong in North America, and will continue to expand in the aerospace sector as a transition from "Cold War" to irregular warfare requirements proceeds. This trend should expand globally through the attraction of the new aircraft, engines and systems developed to enhance capabilities. Restoration and upgrade of utility aircraft and helicopters to replenish resources after heavy use over the past decade is opening large opportunities in these areas, and may also flow to other western nations. Large new programs include the F-35 Joint Strike Fighter program, the new aerial



refuelling tanker program, a number of new helicopter programs, of upgrade and replacement, and associated engine developments.

Magellan Aerospace Corporation is one of the world's most integrated and comprehensive aerospace industry suppliers. Magellan designs, engineers, and manufactures aeroengine and aerostructure assemblies and components for aerospace markets, advanced products for military and space markets, and complementary specialty products. Magellan is a public company whose shares trade on the Toronto Stock Exchange (TSX: MAL), with operating units throughout Canada, the United States, the United Kingdom and India.

This release should be read in conjunction with the Corporation's 2009 audited financial statements and accompanying notes, Management's Discussion and Analysis contained in the Corporation's 2009 Annual Report and the Annual Information Form which will be filed with SEDAR (www.sedar.com).

-30-

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Three months ended March 31		2010	2009
Expressed in thousands of dollars, except per share amounts			
Revenues	\$	177,902	\$ 179,288
Cost of revenues		157,474	157,584
Gross Profit		20,428	21,704
Administrative and general expenses		9,689	10,766
Other		1,482	(1,964)
Interest		5,260	4,275
		16,431	13,077
Income before income taxes		3,997	8,627
(Recovery of) provision for income taxes			
Current		(242)	169
Future		1,143	535
		901	704
Net income		3,096	7,923
Net income per common share			
Basic		0.15	0.41
basic		0.13	0.11
Diluted		0.06	
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited) Three months ended March 31		0.06	0.41
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited) Three months ended March 31 Expressed in thousands of dollars	<b>\$</b>	2010	\$ 0.41 <b>2009</b>
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited) Three months ended March 31 Expressed in thousands of dollars Retained earnings, beginning of period	\$	2010 84,137	\$ 0.41
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited) Three months ended March 31 Expressed in thousands of dollars Retained earnings, beginning of period Dividends	\$	2010 84,137 (400)	\$ 0.41 <b>2009</b> 59,752
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited) Three months ended March 31 Expressed in thousands of dollars Retained earnings, beginning of period	\$	2010 84,137	\$ 2009 59,752 - 7,923
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited)  Three months ended March 31 Expressed in thousands of dollars  Retained earnings, beginning of period Dividends Net income  Retained earnings, end of period  MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME (unaudited)  Three months ended March 31	\$	2010 84,137 (400) 3,096 86,833	\$ 2009 59,752 - 7,923 67,675
MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited)  Three months ended March 31 Expressed in thousands of dollars  Retained earnings, beginning of period Dividends Net income  Retained earnings, end of period  MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME (unaudited)  Three months ended March 31 Expressed in thousands of dollars		2010 84,137 (400) 3,096 86,833	2009 59,752 - 7,923 67,675
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MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF RETAINED EARNINGS (unaudited)  Three months ended March 31 Expressed in thousands of dollars  Retained earnings, beginning of period Dividends Net income  Retained earnings, end of period  MAGELLAN AEROSPACE CORPORATION CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS) INCOME (unaudited)  Three months ended March 31 Expressed in thousands of dollars Net income		2010 84,137 (400) 3,096 86,833	2009 59,752 7,923 67,675  2009 7,923 4,915



# MAGELLAN AEROSPACE CORPORATION CONSOLIDATED BALANCE SHEETS (unaudited)

Expressed in thousands of dollars	 As at March 31 2010	As at December 31 2009
ASSETS		
Current		
Cash	\$ 19,978	\$ 22,641
Accounts receivable	89,014	82,850
Inventories	139,901	147,248
Prepaid expenses and other	25,367	38,458
Future income tax assets	3,986	3,958
Total current assets	278,246	295,155
Capital assets	244,819	254,700
Technology rights	28,308	29,158
Deferred development costs	56,753	59,510
Other assets (note 3)	27,534	24,909
Future income tax assets	17,210	17,186
Total long-term assets	374,624	385,463
	652,870	680,618
Accounts payable and accrued charges		
Preference shares Current portion of long-term debt  Total current liabilities	123,808 8,000 2,255 264,669	135,373 - 2,321 278,284
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt	8,000 2,255 264,669 72,489	135,373 - 2,321 278,284 73,716
Preference shares Current portion of long-term debt  Total current liabilities  Long-term debt Convertible debentures	8,000 2,255 264,669 72,489 38,354	135,373 - 2,321 278,284 73,716 38,182
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities	8,000 2,255 264,669 72,489 38,354 10,806	135,373 - 2,321 278,284 73,716 38,182
Preference shares Current portion of long-term debt  Total current liabilities  Long-term debt Convertible debentures Future income tax liabilities  Preference shares	8,000 2,255 264,669 72,489 38,354 10,806 12,000	135,373 - 2,321 278,284 73,716 38,182 10,281
Preference shares Current portion of long-term debt  Total current liabilities  Long-term debt Convertible debentures Future income tax liabilities  Preference shares Other long-term liabilities	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803
Preference shares Current portion of long-term debt  Total current liabilities  Long-term debt Convertible debentures Future income tax liabilities  Preference shares	8,000 2,255 264,669 72,489 38,354 10,806 12,000	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities Preference shares Other long-term liabilities  Total long-term liabilities	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982
Preference shares Current portion of long-term debt  Total current liabilities  Long-term debt Convertible debentures Future income tax liabilities  Preference shares Other long-term liabilities  Total long-term liabilities  Shareholders' equity	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193 142,842	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities Preference shares Other long-term liabilities  Total long-term liabilities  Shareholders' equity Capital stock	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193 142,842	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982 234,389 4,708
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities Preference shares Other long-term liabilities  Total long-term liabilities  Shareholders' equity Capital stock Contributed surplus	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193 142,842 214,440 4,878	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982 234,389 4,708 13,565
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities Preference shares Other long-term liabilities  Total long-term liabilities  Shareholders' equity Capital stock Contributed surplus Other paid in capital	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193 142,842 214,440 4,878 13,565	140,590 135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982 234,389 4,708 13,565 84,137 (66,447)
Preference shares Current portion of long-term debt  Total current liabilities Long-term debt Convertible debentures Future income tax liabilities Preference shares Other long-term liabilities  Total long-term liabilities  Shareholders' equity Capital stock Contributed surplus Other paid in capital Retained earnings	8,000 2,255 264,669 72,489 38,354 10,806 12,000 9,193 142,842 214,440 4,878 13,565 86,833	135,373 - 2,321 278,284 73,716 38,182 10,281 - 9,803 131,982 234,389 4,708 13,565 84,137



Three months ended March 31 Expressed in thousands of dollars  OPERATING ACTIVITIES  Net income  Add (deduct) items not affecting cash  Depreciation and amortization  Net (gain) loss on sale of capital asset  Employee future benefits  Deferred revenue  Stock based compensation  Accretion of convertible debentures  Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets  Cash used in investing activities	\$	3,096 8,922 (3) (727)	\$	7,923
Net income Add (deduct) items not affecting cash Depreciation and amortization Net (gain) loss on sale of capital asset Employee future benefits Deferred revenue Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES Purchase of capital assets Proceeds from disposal of capital assets Increase in other assets	\$	8,922 (3)	\$	·
Net income Add (deduct) items not affecting cash Depreciation and amortization Net (gain) loss on sale of capital asset Employee future benefits Deferred revenue Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES Purchase of capital assets Proceeds from disposal of capital assets Increase in other assets	\$	8,922 (3)	\$	
Add (deduct) items not affecting cash  Depreciation and amortization  Net (gain) loss on sale of capital asset  Employee future benefits  Deferred revenue  Stock based compensation  Accretion of convertible debentures  Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets	*	8,922 (3)	Ψ	
Depreciation and amortization Net (gain) loss on sale of capital asset Employee future benefits Deferred revenue Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES Purchase of capital assets Proceeds from disposal of capital assets Increase in other assets		(3)		0.200
Net (gain) loss on sale of capital asset  Employee future benefits  Deferred revenue  Stock based compensation  Accretion of convertible debentures  Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		(3)		9,299
Employee future benefits  Deferred revenue Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets				9
Deferred revenue Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		(///		149
Stock based compensation Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		72		68
Accretion of convertible debentures Future income tax expense  Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		170		232
Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		146		68
Net change in non-cash working capital items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		853		535
items relating to operating activities  Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		12,529		18,283
Cash provided by (used in) operating activities  INVESTING ACTIVITIES  Purchase of capital assets  Proceeds from disposal of capital assets  Increase in other assets		(32)		(29,343)
INVESTING ACTIVITIES Purchase of capital assets Proceeds from disposal of capital assets Increase in other assets		(32)		(23,373)
Purchase of capital assets Proceeds from disposal of capital assets Increase in other assets		12,497		(11,060)
Proceeds from disposal of capital assets Increase in other assets				
Proceeds from disposal of capital assets Increase in other assets		(2,325)		(5,345)
Increase in other assets		101		144
Cash used in investing activities		(2,462)		(448)
Cash asca in mivesting activities		(4,686)		(5,649)
FINANCING ACTIVITIES				
(Decrease) increase in bank indebtedness		(7,998)		14,042
Decrease in long-term debt		(1,052)		(547)
Increase (decrease) in long-term liabilities		47		(100)
Issuance of common shares		_		8
Dividends on preference shares		(400)		_
Cash (used in) provided by financing activities		(9,403)		13,403
Effect of exchange rate changes on cash		(1,071)		10
Net decrease in cash during the period		(2,663)		(3,296)
Cash, beginning of period  Cash, end of period	\$	22,641 19,978	\$	5,362 2,066