

Camco

ANNUAL INFORMATION FORM

2003

March 11, 2004

Table of Contents

	<u>Page</u>
Incorporation	2
General Development of Business	3
Major Business Events	3
Acquisitions & Dispositions	4
Narrative Description of Business	5
Principal Products, Services and Distribution	5
Competitive Conditions	6
Introduction and Status of New Products	6
Raw Materials	6
Patents and Trademarks	6
Employees	7
Environment	7
Dividend Policy	8
Management Discussion & Analysis of Financial Condition & Results of Operations	8
Market for Camco Securities	8
Directors & Officers	9
Additional Information	12

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ITEM 1: INCORPORATION

Camco Inc. ("Camco" or the "Company") was incorporated under the Canada Business Corporations Act on December 6, 1976. The Company commenced operations on January 1, 1977, with the merger of the major appliance businesses of GSW Inc. ("GSW") and General Electric Canada Inc. ("GE Canada"), a wholly owned subsidiary of the General Electric Company ("GE"), with equity shareholdings in the Company held 60% by GE Canada and 40% by GSW. In addition, the Company acquired the major appliance operations of Westinghouse Canada Limited, in 1977, exclusive of the "Westinghouse" name.

In November 1983, each of GSW and GE Canada, through a public secondary offering, sold 15% of its shares, leaving GE Canada with 51% of the outstanding Common Shares and GSW with 34%. In April 1986, GSW reduced its holdings in Camco to 20%.

The Company has amended its articles of incorporation effective on the dates and for the purposes indicated below.

<u>Effective Date</u>	<u>Purpose</u>
June 3, 1977	Change of registered office location to Metropolitan Toronto
December 19, 1978	Change of French version of name to Compagnie des Appareils Ménagers Canadienne Limitée
June 25, 1981	Change of corporate name from Canadian Appliance Manufacturing Company Limited/ Compagnie des Appareils Ménagers Limitée to Camco Inc.
July 25, 1983	Change of authorized capital to an unlimited number of Common Shares and change of then outstanding Class A, Class B and Class C shares to Common Shares
May 28, 1985	Change of registered office location to the City of Mississauga
May 16, 1987	Subdivision of 10,000,000 outstanding Common Shares on a two for one basis (20,000,000 outstanding)
April 22, 1996	Establish a flexible Board with a minimum of five and a maximum of ten directors.
May 12, 2000	Change of registered office location to the City of Hamilton, Ontario

The Company's registered and principal office is located at 175 Longwood Rd. S., Box 2094, Hamilton, Ontario L8N 3Y5.

ITEM 2: GENERAL DEVELOPMENT OF THE BUSINESS

2.1 Major Business Events

Major initiatives and events over the last three years include:

(1) Hamilton Plant Closure:

A decision was announced in October 2003 to close the Hamilton manufacturing and warehouse operations in December 2004. The decision to close the Hamilton facility was arrived at after careful consideration of several factors. Despite having a loyal and productive workforce, the plant was no longer a viable operation due to lack of volume, overcapacity in the appliance industry and the facility's inability to compete against newer and larger global manufacturing plants.

(2) Supply of "CustomStyle" Refrigerator to GE Consumer & Industrial:

An agreement, reached in 1996 that runs through to Dec. 31, 2005, provides for Camco to supply the CustomStyle™ refrigerator produced from its Hamilton facility to GE Consumer & Industrial. With the announcement of the Hamilton manufacturing facility closing, GE Consumer & Industrial has agreed to amend the contract to expire December 31, 2004. In return Camco agreed to eliminate GE volume commitments for 2003 and 2004. GE Consumer & Industrial agreed to support Camco in the direct purchase of appliances from its Mexican affiliate going forward and agreed to waive tooling charges for the design of a refrigerator with a third party.

(3) Extension of GE Consumer & Industrial Dryer Agreement:

In April 2003, a new supply agreement was reached to supply GE Consumer & Industrial with certain models of dryers through to December 31, 2006. The annual minimum volume of units committed to be purchased by GE Consumer & Industrial will increase from the current level of 400,000 units to 800,000 units beginning in 2005. GE Consumer & Industrial exceeded minimum volume commitments in both 2002 and 2003.

(4) Expansion of Montreal Capacity:

In 2003, Camco announced a new investment program in the Montreal facility directly related to the extension of the dryer contract. Under the program, the Company will be investing \$14.9 million over a period of 18 months during 2003 and 2004 to expand the plant capacity. The investment in plant and equipment is required to meet increased demand.

(5) Introduction of the "Wizard" Dryer:

In 2000, Camco introduced the new line of "Wizard" dryers which is the first electronic touch-pad model produced by the Company. Camco's Wizard dryer is paired with the "Wizard" electronic washer manufactured by GE Consumer & Industrial. In the first quarter of 2003, the next generation of Wizard dryers known as "Edison" was launched.

(6) Dishwasher:

Camco announced in November 2000, a \$3 million investment in its Montreal plant to produce a new and innovative high-end electronic dishwasher for the Canadian domestic market. This investment positions Camco well for further exports to GE Consumer & Industrial pending US market demands. The new dishwasher trademarked GE Max™ was launched into the market in 2002 with considerable success.

(7) Work Disruption:

From April to June 2001, the Company experienced a 10-week work stoppage in its Montreal manufacturing facility. The labour disruption had a dramatic effect on both the Company's sales and net income for the year. In 2001, labour agreements were reached with all of the unions representing the Company's employees. All agreements will be re negotiated in 2004.

(8) Dumping Complaint Against Frigidaire and Whirlpool:

On August 1, 2000, the Canadian International Trade Tribunal (CITT) found that dumping of certain top-mount refrigerators, electric household dishwashers, and gas and electric laundry dryers made by or on behalf of Whirlpool and White Consolidated Industries, and exported from the United States, had caused injury to Camco and issued an order to that effect. Two separate Binational panels under NAFTA reviewed and affirmed on January 16, 2002 and April 15, 2002, respectively, the decisions of the CITT on injury and the final determination of dumping of the Commissioner of the Canada Customs and Revenue Agency (CCRA). The Company has obtained some modest benefits from the dumping rulings, but overall, is not completely satisfied and will continue to monitor market activities to ensure that dumping practices by non Canadian manufacturers are brought to the attention of the appropriate Canadian authorities.

Effective January 1, 2003, the CITT rescinded its injury finding as it applied to top-mount refrigerators since Camco ceased producing 16 & 18 top-mount refrigerators in Canada during 2002. The CITT's findings with respect to dishwashers and laundry dryers remain in effect. These findings are scheduled to expire on August 1, 2005. At least 10 months prior to the expiry of the findings, the CITT will initiate expiry review proceedings. The findings may be continued, with or without amendment, for another five year period if the Canada Border Services Agency (which has recently assumed the customs and anti-dumping responsibilities of the CCRA) determines that the expiry of the findings is likely to result in the resumption of dumping, and the CITT determines that such resumed dumping is likely to result in injury to Camco.

(9) Extended Warranty Joint Venture:

In January 2003, Camco announced the merger of its extended warranty contract business with Comerco Brokerage Plus Inc's service contract operation. The new joint venture, Comerco Services Inc., is based in Laval Quebec, and will offer the unique capability of formulating, implementing, and servicing extended warranty programs across Canada and the U.S.

(10) National Distribution Rights for Samsung:

In September 2003, Camco signed a distribution agreement with home appliance manufacturer, Samsung Electronics Canada Inc. With this agreement, Camco will market and distribute Samsung refrigerators, washer/dryers, microwave ovens, air conditioners and other Samsung home appliance products to retailers and builders across Canada.

2.2 Significant Acquisitions and Significant Dispositions

However, as discussed in 2.1 (1), Camco announced the closure of the Hamilton manufacturing and distribution facility to occur December 2004.

ITEM 3: NARRATIVE DESCRIPTION OF THE BUSINESS

3.1 Principal Products, Services and Distribution

Camco is Canada's largest major appliance manufacturer and distributor. The Company markets its products throughout Canada, principally under the brand names of GE, Hotpoint, Moffat and Monogram and sells certain of its products to GE Consumer & Industrial for distribution in global markets. It also manufactures products for leading department stores for distribution under private trade label brand names. Products marketed consist of refrigerators, ranges, dishwashers, microwave ovens, freezers, and automatic washers and dryers.

The Company has two manufacturing facilities. Refrigerators and Ranges are produced in Hamilton, Ontario, while Dryers and Dishwashers are produced in Montreal, Quebec. In addition to manufacturing and distributing major appliances, Camco has an operating unit that sells appliance parts and performs in-home repairs. As of January 1, 2003 Camco merged its extended warranty business with Comerco Services Inc.

The Company markets its major appliances in Canada through two channels of distribution: the retail channel, which accounted for approximately 80% of industry units sold in 2003 and 2002 and the builder/developer channel, which accounted for the balance. The retail channel is comprised of a mix of major department stores, national and regional chains, mass merchandisers, buying groups, and independent dealers. The Company is a major participant in the retail channel through its own brands and as a supplier of private brands to leading retailers. The Company, through a multi-brand sales force, sells directly to retailers from its factory locations and through its distribution warehouses in Montreal, Hamilton, Winnipeg, Vancouver, and Edmonton. In addition to the retail channel coverage, the Company has a separate sales force, which covers the builder/developer channel. The predominant products sold in this channel continue to be refrigerators, ranges, laundry and dishwashers.

Principally, as a result of the decision to close the Hamilton manufacturing and distribution facility, Camco recorded a net loss of \$52.5 million (\$2.63 per share) on sales of \$595 million for 2003. Excluding plant closure and write down of retail advances, lower export sales coupled with higher operating costs which include investment in Montreal capacity expansion and increased employee pension and benefit costs, resulted in the lower 2003 earnings. A \$77.6 million (\$52 million net of tax) provision for plant closure costs was recorded in 2003. Net income of \$11.1 million (\$0.56 per share) on sales of \$665 million was recorded in 2002. Full production coupled with new product introductions and a strong domestic market fuelled Camco's profit recovery in 2002.

Camco's domestic sales in appliances and consumer services decreased from \$399 million in 2002 to \$374 million in 2003. Overall the domestic major appliance business increased by 2.7% in 2003 however as a result of the new joint venture agreement for the extended warranty business, domestic sales showed a decrease of \$25.0 million (6.2%).

Camco's export sales are principally to its largest customer GE Consumer & Industrial. Total export sales of dryers, dishwashers and the CustomStyle™, HandiHite™, and 12 cubic foot refrigerators in 2003 represented 37% of Camco's total sales, compared to 40% in 2002.

In general there are two cyclical trends in the appliance industry. The first is the summer refrigeration season. As temperatures rise, demand for refrigeration units also rise. The second cyclical trend occurs in the late fall as domestic appliances retailers prepare for the holiday shopping season.

There are no individual contracts or sub contracts that the Company expects to be terminated or renegotiated that will have a material effect on operations in the current financial year.

GE Canada, a subsidiary of GE, owns 51% of the common shares of Camco. As outlined, Camco made sales to and purchases from GE Canada and GE of products, components and services in the ordinary course of business. The Board of Directors annually reviews a summary of the payments to and sales from GE Canada and GE. In the aggregate, sales were \$203 million (2002: \$253) and purchases were \$111 million (2002: \$118 million).

3.2 Competitive Conditions

The appliance industry began to change dramatically in 1989 with the introduction of the Free Trade Agreement with the United States. The market dynamics further changed in 1993 with the signing of the North American Free Trade Agreement. Competitors with manufacturing facilities in Canada responded by closing Canadian plants and rationalizing product lines back into their U.S. facilities. Camco is now the only appliance manufacturer, marketer, and servicer with a significant manufacturing presence remaining in Canada.

The Free Trade Agreement and continued harmonization of product standards between Canada and the U.S. has had a significant impact on the appliance industry. Competitors have reduced their production capacity in Canada and replaced that production with finished products imported from U.S.-based parent companies. This only reinforces Camco's strategic vision of being competitive in the North America and global markets.

3.3 Introduction and Status of New Products

Please refer to section 2 – General Developments of the Business

3.4 Raw Materials

During 2003, Camco continued to strive for material productivity to offset rising costs. The Company is able to leverage the global buying power of GE for a majority of its purchased material and component requirements. Camco has established strategic relationships with key suppliers who are often integrated into the Company's manufacturing operations and participate in decisions relating to quality, design, and new materials. The Company believes its procurement policies and the number of suppliers is satisfactory and anticipates that these sources will be able to meet future supply requirements.

3.5 Patents and Trademarks

Camco entered into technology, trademark and patent licensing agreements with GE and GE Canada dated January 1, 1977. During 1993, GE and GE Canada agreed with Camco to extend the minimum term of the agreements from 1998 to January 1, 2006, and to provide that the agreements may only be terminated with at least six years notice. Under the terms of the agreements, Camco has been granted rights to Canadian patents and other technology and intellectual property of GE and GE Canada relating to the design, manufacture, and production of major appliances. Camco is also the licensee of the GE and

Hotpoint trademarks for use in connection with the sale of major appliances in Canada. The Company owns the Moffat and McClary trademarks.

The compensation payable by Camco to GE Canada pursuant to these agreements is an annual fee equal to one percent of the net sales billed for all major appliances other than large capacity dryers, the CustomStyle™ refrigerator and service parts. The amount payable to GE Canada for 2003 was \$4.0million.

3.6 Employees & 2004 Negotiations

The Company employed 2,097 people in Canada at the close of 2003 (2002: 2,087). Approximately 79% of Camco's employees are represented by 5 unions under 19 individual contracts, expiring at various dates in 2004. The unions and management are committed to working together to ensure that Camco succeeds in meeting its future objectives of operational excellence in performance, productivity and quality. On January 14, 2004 the members of the union representing hourly and salary workers at the Hamilton facility ratified a new closure agreement.

3.7 Environment

The Company has policies in place to address compliance with environment, health and safety laws and regulations. An environment, health and safety update is made to the Audit Committee on a semi-annual basis and subsequently reviewed by the Board of Directors. Estimated capital expenditures for environmental control of facilities for 2002 and 2003 were not material.

In 1997, the U.S. Department of Energy issued a new refrigerator energy efficiency standard effective July 1, 2001. The mandate required an average energy consumption improvement of 30% over current levels. This required manufacturers to invest in production and new product technologies to achieve the energy savings. The Canadian Government has adopted a similar requirement effective July 2001, for all refrigerators sold in Canada, except for 16 and 18 cubic foot top freezer refrigerators. The implementation date for the latter was December 2002. Camco converted its niche North American refrigerator products that include the 12 cubic foot top freezer, the Handi-Hite™ and the CustomStyle™ models in order to comply with the July 1, 2001 standard. In 2002, Camco ceased production of the 16 and 18 cubic foot top freezer products in the Hamilton facility and began sourcing these products from other manufacturers. The decision to cease production of these products was made because the investment costs to modify these models to meet new energy use standards were prohibitive. The Company recorded, in 2002, \$1.4 million in severance, obsolescence, and asset write-down costs relating to the exit of this production.

ITEM 4: Dividend policy

As authorized by the Board of Directors on June 28, 1983, the Company dividend policy was established as follows:

Ratio of Average Debt to Average Equity	Dividends (as percentage of earnings of immediately preceding fiscal year)
Greater than 1-1/2 to 1	20%
Equal to or less than 1-1/2 to 1, but greater than 1 to 1	30%
Equal to or less than 1 to 1	40%

Average debt is defined as the average of the twelve fiscal month-end amounts of funds borrowed for the purpose of financing the business in accordance with generally accepted accounting principles. Funds borrowed for purposes of financing the business include bank indebtedness, current and long-term bank borrowings, loans from shareholders, commercial paper, bonds, notes, debentures, and loans from the federal and provincial governments or their agencies for capital or research purposes. Average equity is defined as the average of the twelve fiscal month-end amounts of shareholders' equity in accordance with generally accepted accounting principles.

On February 27, 1998, the Board of Directors amended the Dividend Policy to include in the definition of average debt the amount of receivables sold under the securitisation agreement. This amendment is consistent with standards customarily required by credit agencies for debt/equity covenants. The Board of Directors elected not to declare a dividend in respect of each of fiscal years 2003, 2002 and 2001.

ITEM 5: MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

By reference the following items are hereby incorporated as part of this Annual Information Form:

- "Management Discussion and Analysis" in Camco Inc.'s 2003 Annual Report to the Shareholders,
- Camco Inc.'s financial statements and accompanying notes appearing in Camco Inc.'s 2003 Annual Report to the Shareholders

ITEM 6: MARKET FOR SECURITIES

Camco's common shares are listed on the Toronto Stock Exchange under the trading symbol COC.

ITEM 7: DIRECTORS AND OFFICERS

The names of the Directors and Officers of the Company, their municipality of residence, their positions held within the Company, their principal occupations and the period during which each Director/Officer has exercised his/her mandate are shown below. Directors are elected each year at the Annual Meeting of Shareholders to hold office until the next annual meeting or until their successors are elected or appointed. The Company's Board of Directors does not have an executive committee.

DIRECTORS

	<u>Name and Municipality of Residence</u>	<u>Principal Occupation</u>	<u>Director Since</u>
Δ °	Peter J. Dey Toronto, Ontario	Partner – Osler, Hoskin, & Harcourt LLP (Law Firm)	2002
	James R. Fleck Oakville, Ontario	President and Chief Executive Officer Camco Inc. (Major Appliance Manufacturer)	2000
Δ	Robert T.E. Gillespie Mississauga, Ontario	Chairman and Chief Executive Officer General Electric Canada Inc. (Diversified International Company)	1994
Δ ° *	Charles H. Hantho, C.M. Etobicoke, Ontario	Chairman - Camco Inc. (Major Appliance Manufacturer)	1996
* °	Kenneth W. Harrigan, O.C. Oakville, Ontario	Past Chairman Ford Motor Company of Canada, Limited (Automobile Manufacturer and Distributor)	1992
*	Jerry Rose Louisville, Kentucky	Product General Manager – Refrigeration , GE Consumer & Industrial, General Electric Company (Diversified International Company)	2002
Δ	John M. Sollazzo (1) Prospect, Kentucky	Vice President Human Resources - Integration Manager GE Consumern & Industrial, General Electric Company (Diversified International Company)	2001
* °	Daniel F. Sullivan Toronto, Ontario	Deputy Chairman – Scotia Capital Inc. (Financial Services Company)	2002
*	Member of the Audit Committee		
Δ	Member of the Human Resource and Corporate Governance Committee		
°	Member of the Special Committee		
(1)	Mr. Sollazzo is an Officer of the General Electric Company of Fairfield, Connecticut		

OFFICERS

<u>Name & Municipality of Residence</u>	<u>Office in the Company</u>
Deb Cochrane Burlington, Ontario	Comptroller and Company Secretary
Anna Cvecich Etobicoke, Ontario	Vice President – Human Resources
M. James Evans Mississauga, Ontario	Senior Vice President – Business Development
Neil G. Gartshore Oakville, Ontario	Vice President – Finance and Chief Financial Officer
Jay S. Hamilton Grimsby, Ontario	Marketing Manager - Refrigeration and Board Secretary
Allan R. Holden Mississauga, Ontario	Vice President - Information Technology
Rene Lecours Varenes, Quebec	Vice President - Operations Montreal
Richard Martel Ancaster, Ontario	Vice President – Technology
Michael J. McCrea Ancaster, Ontario	Senior Vice President - Operations
Robert I. Slessor Etobicoke, Ontario	Treasurer
Kevin E. Smith Mississauga, Ontario	Senior Vice President – Sales & Marketing

During the past five years, all of the Directors and Officers of Camco have been employed by the companies or firms and in the positions shown under their respective names except the following:

- Deb Cochrane held the position of Finance Manager – Hamilton Plant Operations from March 2002 to October 2003. She was appointed Camco Comptroller on October 13, 2003 and Company Secretary on October 16, 2003.
- Peter J. Dey was Chairman, Morgan Stanley Canada Limited from 1998 - 2001 and

concurrently held the position of Managing Director, Morgan Stanley Company Incorporated until 2001. Mr. Dey currently is a Partner with Osler, Hoskin & Harcourt LLP practicing corporate law.

- Anna Cvecich was the HR Manager for Camco's Commercial Operations from 1998 to 2000. In 2000, she became HR Manager for Camco's newly formed E-Business Team. She held this role until August of 2001, when she was appointed Vice President, Human Resources
- M. James Evans was appointed Chief Financial Officer, Camco in May 1997. In February 2000, Mr. Evans was appointed Senior Vice President – E-Business, Camco. On August 24, 2000, Mr. Evans resigned from his position as Camco Director. In December 2002, Mr. Evans was appointed Senior Vice President – Business Development.
- James R. Fleck Chief Operating Officer – Commercial of Camco from January 1998 until his appointment as President and Chief Executive Officer of Camco in December 1999. In February 2000, Mr. Fleck was appointed a Director of Camco.
- Neil G. Gartshore held the position of Marketing Manager - Builder Products, Camco from, March 1996, until March 1999, when he was promoted to General Manager- Builder Sales and Marketing. In September of 2000, Mr. Gartshore was appointed Chief Financial Officer and Vice President Finance, Camco.
- Jay S. Hamilton was Controller at GE Insurance Holdings from December 1997 to July 2000. Mr. Hamilton then held the position of Comptroller from August 2000 to October 2003 when he was promoted to Marketing Manager – Refrigeration. Mr. Hamilton has held the position of Secretary to the Board of Directors since December 2000.
- Allan R. Holden was the Manager - Camco Information Technology, from October 1995 until he was appointed Vice-President Information Technology, Camco in November 1999.
- Rene Lecours was Operations Manager from September 1998 until he was appointed General Manager, Montreal Operations. In February 2000, Mr. Lecours was appointed Vice President - Montreal Operations.
- Richard Martel held the position of Camco Technical Program Manager from December 1997 to December 1999. In January 2000, he was appointed General Manager – Program Technology until January 2003 when he was appointed to his current role as Vice President – Technology.
- Michael J. McCrea was Product Manager, Cooking and Refrigeration Products, Camco from 1996 to 1999. In March 1999, he was appointed Vice President Products. On September 6, 2001, he was appointed Senior Vice President - Operations.
- Kevin E. Smith was appointed Vice President, Marketing in May 1997. In February 2000, Mr. Smith was appointed Senior Vice President Sales and Marketing, Camco.

- John M. Sollazzo was named Human Resource Manager for GE's Corporate Research & Development Centre in 1995. In 1997, he moved to Hong Kong where he led GE's Human Resources function in Asia. In July 1999, his focus and location shifted to Japan. He became a GE Corporate Officer in November 1999. In June 2000 Mr. Sollazzo was named Vice President of Human Resources Consumer Products (GECF). In December 2003 Mr. Sollazzo was appointed to his current role, Vice President Human Resources - Integration for GE Consumer & Industrial.
- Jerry Rose was General Manager of Builder Sales from 1998 until 2000. In 2000 Mr. Rose was named Product General Manager Dishwasher & Clothing Care until he was appointed to his current role in May 2003.

As of April 2, 2003, the Directors and Officers of the Company, as a group, beneficially owned, directly or indirectly or exercised control or direction over 63,712 Common Shares or .3% of Common Shares of the Company. The information as to shares owned indirectly or over which control or direction are exercised by the directors or officers, but which are not registered in their names and are not within the knowledge of the Company, has been furnished by such directors and officers.

ITEM 8 - ADDITIONAL INFORMATION

Additional information, including Directors and Officers remuneration and indebtedness, principal holders of the Company's securities, options to purchase securities and interests of insiders in material transactions, where applicable, is contained in the Company's management proxy circular for the May 14, 2004 Annual Meeting of Shareholders and additional financial information is provided in Camco's December 31, 2003 financial statements, both of which have been filed with the applicable securities regulatory authorities in Canada. Additional information relating to Camco may be found on SEDAR at www.sedar.com.

When Camco is in the course of a distribution pursuant to a short form prospectus or a preliminary short form prospectus has been filed in respect of a distribution of its securities, Camco will provide to any person one copy of the following documents (the "Disclosure Documents") upon request: (i) this Annual Information Form and any document or the pertinent pages of any document incorporated by reference herein, (ii) the comparative financial statements of the Company for the most recently completed financial year with the accompanying auditor's report, as well as any interim financial statements of the Company subsequent to the financial statements for its most recently completed financial year, (iii) the Company's most recent management proxy circular, and (iv) any other documents incorporated by reference into such short form prospectus or preliminary short form prospectus. When Camco has not filed a preliminary short form prospectus or is not in the course of a distribution, it shall provide copies of any of the foregoing Disclosure Documents upon request, subject to its right to require persons who are not security holders to pay a reasonable charge.

Copies of the Disclosure Documents are available upon request from the Secretary of the Company at, 175 Longwood Rd. S., Box 2094, Hamilton, Ontario, L8N 3Y5, or can be viewed on the Company's website at the following address: www.geappliances.ca

