

DOREL INDUSTRIES INC.

2000 ANNUAL INFORMATION FORM

May 2, 2001

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INCORPORATION OF THE ISSUER AND SUBSIDIARIES

Dorel Industries Inc. was incorporated on March 5, 1962 pursuant to Part I of the *Companies Act* (Quebec) under the name Dorel Co. Ltd. On May 19, 1987, it was continued under Part IA of the *Companies Act* (Quebec), at which time certain changes were effected to its share capital, the "private company" provisions were removed from its Articles and the company name was changed to Dorel Industries Inc./Les Industries Dorel Inc. On October 26, 1988, Dorel Industries Inc. was amalgamated with its wholly-owned subsidiary, Ridgewood Industries Ltd. On September 20, 1991, Dorel Industries Inc. filed Articles of Amendment, effective October 1, 1991, converting each issued and outstanding common share into one-half of a Class A Multiple Voting Share carrying ten votes per share and one-half of a Class B Subordinate Voting Share carrying one vote per share.

Schedule A annexed hereto sets out the organizational structure of Dorel Industries Inc. and the respective jurisdictions of incorporation of its subsidiaries. Dorel Industries Inc. wholly owns each of the subsidiaries, either directly or indirectly. For the purposes of this annual information form, "Dorel" refers to Dorel Industries Inc. together with its subsidiaries and the "Company" refers to Dorel Industries Inc.

GENERAL DEVELOPMENT OF THE BUSINESS

Dorel is a vertically integrated consumer products manufacturer and distributor specializing in three product areas: ready-to-assemble ("RTA") furniture, juvenile products, and home furnishings. Dorel's products include a wide variety of RTA furniture for home and office use; juvenile furniture and accessories, such as infant car seats, strollers, high chairs, toddler beds and infant health and safety aids; and home furnishings, such as metal folding chairs, tables, bunk beds, futons and step stools.

The Company was founded in Montreal, Quebec in 1962 by Mr. Leo Schwartz, who served as its President until 1992. Dorel began operations as a small manufacturer and distributor of juvenile products. By the early 1970s, Dorel had established a national sales network for its products.

In 1987, the Company completed an initial public offering in the province of Quebec of two million common shares at a price of \$5.00 CDN per share for gross proceeds of \$10 million CDN. At the same time, its common shares commenced trading on the Montreal Exchange.

In 1988, Dorel purchased Cosco, Inc. ("Cosco") of Columbus, Indiana, a company involved in the production of children's furniture and accessories, as well as the production of folding metal furniture. This acquisition significantly increased Dorel's presence in the juvenile products and home furnishing industries in North America.

Dorel (U.K.) Ltd. ("Dorel (U.K.)") was established in 1988 to penetrate the juvenile market in the United Kingdom and continental Europe. The Company originally owned 75% of Dorel (U.K.) and acquired the remaining 25% interest in 1990 for nominal consideration.

In 1990, Dorel acquired all of the shares of Charleswood Corporation ("Charleswood"), a manufacturer and distributor of RTA furniture located near St. Louis, Missouri.

Dorel's common shares were listed on the Toronto Stock Exchange in 1990.

In September 1991, Dorel's shareholders approved a share capital reorganization, pursuant to which each issued and outstanding common share was converted into one-half of a Class A Multiple Voting Share carrying ten votes per share and one-half of a Class B Subordinate Voting Share carrying one vote per share.

In December 1991, the Company completed a public offering in Canada of 2.6 million Class B Subordinate Voting Shares at a price of \$5.75 CDN per share for gross proceeds of \$14.95 million CDN.

Also in 1991, Cosco purchased the assets of Silgo International, a manufacturer and distributor of children's wall hangings and decorative accessories based in San Diego, California. The assets were used to establish Infantino, Inc. ("Infantino"), a Dorel subsidiary that manufactures and sells juvenile accessories.

During 1993, Dorel purchased the assets of Carol Ann Furniture of Montreal, Quebec. The assets were used in 1994 to establish Leadra Design Inc. ("Leadra"), a Dorel subsidiary that manufactured and distributed a line of mid-priced bedroom sets, wall units, tables and chairs.

In 1994, Dorel purchased Maxi-Miliaan B.V. ("Maxi-Miliaan"), an infant car seat manufacturer and distributor based in the Netherlands. The acquisition allowed Dorel to more effectively penetrate the fragmented European market. Maxi-Miliaan has sales offices in France, Germany and Austria.

In November 1997, the Company issued one million Class B Subordinate Voting Shares at a price of \$34 CDN per share by way of public offering in Canada. In December 1997, the Company issued an additional 75,000 Class B Subordinate Voting Shares at a price of \$34 CDN per share upon the exercise of an over-allotment option by the underwriters of the public offering. The gross proceeds to the Company from the public offering and the over-allotment option were \$36.55 million CDN.

In May 1998, Ameriwood Industries ("Ameriwood"), which has facilities located in Tiffin, Ohio and Dowagiac, Michigan, was acquired. A portion of the purchase price for Ameriwood was financed by the issuance of 460,000 Class B Subordinate Voting Shares at a price of \$47.65 CDN per share by way of public offering in the United States and Canada. The net proceeds to the Company from this offering were \$20.2 million CDN. Ameriwood operates in the RTA segment. Effective December 1998, Ameriwood was combined with Charleswood under the Ameriwood name.

In August 1998, Dorel announced a two-for-one stock split, which became effective in September. In the same month, Okla Homer Smith ("Okla Homer"), a unit of Century Products, was acquired. Okla Homer is a manufacturer of wooden juvenile furniture; its operations were consolidated with those of Cosco. In September 1998, Dorel announced the closing of the Leadra unit, which closing was completed in December. Dorel incurred a restructuring charge of \$10.1 million USD before tax in connection with the closing of Leadra and the reorganization of the newly acquired Ameriwood.

On December 9, 1999, the Company announced a normal course issuer bid pursuant to which it intended to repurchase a maximum of 260,143 Class A Multiple Voting Shares and 2,013,729 Class B Subordinate Voting Shares over the course of the following year. This repurchase program expired on December 8, 2000. Over the course of the program, the Company repurchased 56,600 Class B Subordinate Voting Shares at a total cost of \$991,000 USD.

In June 2000, the Company acquired Safety 1st Inc. ("Safety 1st") for total proceeds of \$150.5 million USD. Safety 1st was a publicly traded company in the United States with locations in Canada and Europe. "Safety 1st" is a recognized brand name in North America and is a respected company in the child safety segment of the juvenile industry.

Subsequent to the acquisition of Safety 1st and as part of the integration of the Juvenile businesses in North America and Europe, a major restructuring was undertaken. In addition to the costs attributed to merging Safety 1st into Dorel, three of Dorel's operations were discontinued. These discontinued operations resulted from the sale of the assets of the Infantino division; the closing of the Okla Homer Smith crib factory acquired in 1998; and the imported strollers sales business in the United Kingdom carried out through Dorel U.K.

Dorel employs approximately 3,800 people in nine countries. Major North American facilities are located in Montreal, Quebec; Cornwall, Ontario; Columbus, Indiana; Wright City, Missouri; Tiffin, Ohio; Dowagiac, Michigan; Cartersville, Georgia; and Canton, Massachusetts. The Company's major subsidiaries in the United States include Cosco, Ameriwood and Safety 1st. European operations are carried out through Maxi-Miliaan in the Netherlands and Dorel (U.K.) in the United Kingdom.

NARRATIVE DESCRIPTION OF THE BUSINESS

All figures below are stated in U.S. dollars, which is the reporting currency of the Company.

Dorel's business is carried out through three segments: RTA furniture, juvenile products, and home furnishings.

RTA Furniture Segment

RTA furniture is manufactured and packaged as component parts and is assembled by the consumer. Dorel believes that it is the fourth largest producer of RTA furniture in North America. Dorel's RTA Furniture Segment produces office furniture, home office furniture, computer tables, microwave stands, entertainment units and home theater units that are marketed under the Charleswood, Ridgewood and Ameriwood names.

The RTA Furniture Segment accounted for 32% of Dorel's sales in 2000. RTA Furniture Segment sales were \$245.7 million in 2000 compared to \$239.5 million in 1999, representing an increase of 2.6%. Operating profit in 2000 was \$40.4 million compared to \$41.3 million in 1999, representing a decrease of 2.0%.

The increase in the RTA Furniture Segment's sales resulted from the success of Dorel's plan to capitalize on its low cost structure, high sell-through per square foot and commitment to customer service. Part of the increase in sales was fuelled by the continued success of the sales program with Kmart USA. The RTA Furniture Segment also increased its unit sales to other existing customers in 2000. Margins in 2000 were lower than in 1999 due mainly to higher raw material costs. These increased costs of production were offset somewhat by a reduction in other operating costs. However, the net result was a slight decrease in earnings.

Juvenile Products Segment

The Juvenile Products Segment manufactures and imports products such as infant car seats, strollers, high chairs, toddler beds, playpens, swings and infant health and safety aids. These products are marketed under the brand names Dorel, Cosco and Safety 1st in North America, and Maxi-Cosi and Safety 1st in Europe.

Although Dorel manufactures and sells juvenile products at all price levels, the primary focus of its North American operations is on the development and marketing of products at the entry and mid-range price points. Dorel's products are designed for middle-income family purchasers, whose priorities are safety and quality at reasonable prices. Dorel's largest customers, mass merchants Wal-Mart and Kmart, sell primarily to this market. In Europe, Dorel sells primarily high-end juvenile products.

The Juvenile Products Segment accounted for 49% of Dorel's sales in 2000. Sales of the Juvenile Products Segment were \$369.6 million in 2000 compared to \$231.1 million in 1999, representing an increase of 59.9%. The Juvenile Products Segment operating profit, before restructuring and other one-time charges, was \$28.7 million in 2000 compared to \$21.8 million in 1999, representing an increase of 31.7%.

The major cause of the increase was the addition of Safety 1st in June 2000. Sales of Safety 1st were \$113.4 million. The other major cause for the increase in sales in the Juvenile Products Segment was the continued success of Cosco's car seat sales. In local currency, Maxi Miliaan's sales and earnings from operations increased 15.7% and 10.8% respectively. However, upon conversion to U.S. dollars, the figures become an increase of 5.7% for sales and a decrease of 7.0% for earnings. The operating profit increase of \$6.9 million is attributed mainly to the contribution of Safety 1st and improved performance at Cosco.

Home Furnishings Segment

The Home Furnishings Segment produces metal folding furniture, bunk beds and futons, step stools and metal and wood home office furniture. These products are manufactured, imported and distributed by Cosco and the Dorel Home Products division. In 2000, the Home Furnishings Segment accounted for 19% of Dorel's sales. Sales in 2000 were \$142.2 million compared to \$126.1 million in 1999, an increase of 12.8%. Operating profit in 2000 was \$1.7 million compared to \$7.6 million in 1999, representing a decrease of 77.5%.

The increase in the sales of the Home Furnishings Segment resulted mainly from an increase in sales at Dorel Home Products, but also from greater Cosco sales of folding furniture and step stools. The increase at Dorel Home Products can be

attributed primarily to the sale of futons, especially those sold under the Sealy brand name. Cosco's home furnishings unit performed positively through 2000. Sales of both its line of step stools and its line of tables and chairs increased over 1999.

The profitability of the Home Furnishings Segment suffered significantly in 2000. The decrease in operating profit was mainly the result of increased sales of futons at very low margins. Despite sales increases, competitive factors forced selling prices down to a level that compromised profitability.

Distribution

Dorel sells its products primarily to major retail chains. In 2000, Dorel made sales to the following: (i) mass merchant discount chains; (ii) speciality stores; (iii) department stores; (iv) hardware/home centres; and (v) independent stores.

Dorel uses a variety of sales and distribution arrangements. These consist of salaried Dorel employees; individual agents who carry Dorel's products on either an exclusive or non-exclusive basis; individual specialized agents, who sell products, including Dorel's, exclusively to one customer such as a major discount chain; and sales agencies which themselves employ salesmen.

Retailers carry out the bulk of advertising of Dorel's products. In addition, the Juvenile Products Segment advertises and promotes its products through the use of advertisements in specific magazines and multi-product brochures.

Major Customers

In 2000, Dorel had two major customers (Wal-Mart and Kmart) each representing more than 10% of sales. These two major customers represented an aggregate of 55% of total sales in 2000 compared to 53% in 1999.

Dorel believes that its commitment to providing an industry-leading level of service has allowed it to develop particularly close relationships with such major retailers as Wal-Mart and Kmart. The success of this commitment to service has resulted in Dorel being awarded more than 20 Wal-Mart Awards of Excellence since 1992. To Dorel's knowledge, it has won more of such awards than any other company in its product categories. Dorel has achieved this level of customer satisfaction by fostering particularly close contacts between its sales representatives and the customers. To this end, Dorel has a permanent, full-service agency account team dedicated exclusively to Wal-Mart, located near Wal-Mart's headquarters in Bentonville, Arkansas. Dorel also has established account teams dedicated exclusively to Kmart and Toys "R" Us. These dedicated account teams give Dorel's customers the assurance that inventory and supply requirements will be met and that any problems will be immediately addressed. The account teams also provide product and market analysis and can assist with product specification and design.

Dorel believes that the trend among its mass merchant customers is to buy from fewer but larger suppliers who are able to deliver a wide range of products, provide greater security of supply and render increased levels of service. Dorel believes that its ability to deliver a wide range of products on a reliable basis, combined with its demonstrated commitment to service, provides it with an important competitive advantage in this new environment.

Dorel's relationships with Wal-Mart, Kmart and Toys "R" Us has the additional benefit of providing Dorel with important feedback which it uses to improve its product offerings and to respond rapidly to changing market trends.

Geographic Distribution of Sales

In 2000, 88% of Dorel's sales were in the United States, 3.5% in Canada and 8.5% in Europe and elsewhere.

New Products

Each year, each of Dorel's three segments generally introduces a number of new products.

Raw Materials

Dorel's main commodities are steel, plastic resin, particleboard and paperboard. 2000 saw generally higher costs in these commodities with the exception of steel, which dropped in price. These increases are reflected in a slightly lower gross margin for the year versus 1999.

Intellectual Property

Dorel is the sole owner of all patents and manufacturing licenses for its products. The loss of any one of these patents would not adversely impact Dorel's operations.

Seasonality

Generally, sales of Dorel products are consistent throughout the year and are not subject to major seasonal variations in the level of retail sales. However, sales in the RTA Furniture Segment tend to be weaker in the first half of the year and to increase in the second half.

Plants and Properties

Schedule B annexed hereto sets out the properties owned or leased by Dorel. Dorel's production or manufacturing facilities are fully utilized on a regular shift basis, and certain facilities may operate more than one shift per business day.

Competition

In Dorel's view, it ranks among the top five manufacturers for RTA furniture and juvenile products in North America in terms of sales. Although the diversity of products and fragmented markets of the home furnishings industry makes useful comparisons difficult, Dorel believes that the following table sets out the major competitors of each of its business segments:

<u>RTA Furniture Segment</u>	<u>Juvenile Products Segment</u>	<u>Home Furnishings Segment</u>
Sauder	Fisher Price	Meco
Bush	Evenflo	Verco
O'Sullivan	Graco	Amisco
Creative Interiors	The First Years	Pilliod
Mills Pride	Kolcraft	Powell
		Imports from Mexico and the Orient

Research and Development

Quality control is an essential part of Dorel's competitive position. Most products are developed to exclusive specifications and rigid safety standards, particularly as regards the Juvenile Products Segment. In fiscal 2000, Dorel spent \$6.9 million on research and development activities.

Much of Dorel's research and development is done at Cosco's 850,000 square foot plant in Columbus, Indiana. This facility includes a 25,000 sq. ft. area dedicated to research and development with respect to new Cosco products.

Environmental Protection

All Dorel segments currently operate within existing environmental regulations. Dorel made nominal capital expenditures with respect to environmental protection matters in 2000. As detailed in Note 19 to the December 30, 2000 financial statements, Dorel assumed certain environmental liabilities and contingencies associated with the Michigan plant acquired with the purchase of Ameriwood in 1998. A provision at December 30, 2000 of \$958,000 has been set-up in connection with this liability. Any amounts incurred in excess of the provision are not expected to have a material adverse affect on the Company.

Personnel

At the end of fiscal 2000, Dorel employed approximately 3,800 people in nine countries. Approximately 2,000 of Dorel's employees are unionized and are subject to a total of four collective agreements. Two of the collective agreements expire in 2001. No labour problems were experienced in 2000 and Dorel considers its labour relations to be good.

Foreign Operating Risk

Most of Dorel's revenues are generated in the United States. As such, in 2000 the Company elected to change its reporting currency to the U.S. dollar to better reflect the true results of operations and its financial position. Dorel's operating units outside of the United States experience the majority of the Company's foreign exchange risk with respect to both its purchases and sales. Where advantageous, the Company uses futures and forward contracts to hedge against these adverse fluctuations in currency.

SELECTED CONSOLIDATED FINANCIAL INFORMATION

Five Year Review

All figures in thousands except per share amounts

	Year ended December 30				
	1996	1997	1998	1999	2000
Sales	\$ 283,913	\$ 351,989	\$ 492,554	\$ 596,702	\$ 757,540
Net income	10,768	17,539	18,697	38,576	17,306
Earnings per share					
basic	0.46	0.71	0.69	1.38	0.62
fully diluted.....	0.44	0.69	0.67	1.32	0.60
Total assets	179,040	214,648	321,753	343,537	576,044
Total debt	72,763	55,550	96,401	80,585	262,046
Dividends	-	-	-	-	-

Quarterly Information

	Quarter ended			
	March 31, 2000	June 30, 2000	September 30, 2000	December 30, 2000
Sales	\$ 176,853	\$ 159,950	\$ 207,317	\$ 213,420
Net income	10,701	9,456	7,930	(10,781)
EPS – basic.....	0.38	0.34	0.28	(0.38)
EPS – fully diluted.....	0.36	0.33	0.27	(0.36)

	Quarter ended			
	March 31, 1999	June 30, 1999	September 30, 1999	December 30, 1999
Sales	\$ 158,095	\$ 131,598	\$ 145,279	\$ 161,730
Net income	8,511	8,332	9,910	11,822
EPS – basic.....	0.31	0.30	0.35	0.42
EPS – fully diluted.....	0.29	0.29	0.34	0.40

Comparability of the Data

In the fourth quarter of 2000, the Company incurred certain one-time charges and discontinued operations of three of its business units. For comparability purposes, if these items were removed from the figures, the net income after tax and EPS figures would be as follows:

	Fourth Quarter 2000	Full Year 2000
Net income	\$ 6,090	\$ 37,555
EPS – basic.....	0.20	1.32
EPS – fully diluted.....	0.20	1.28

All comparative sales figures have been restated to reflect the removal of the sales of the discontinued units. However, the net income figures and EPS figures have not been restated and they are presented as net of these discontinued operations.

Over and above this occurrence in 2000 and the acquisitions as detailed in the “General Development of the Business”, there are no major factors affecting the comparability of the financial information set out above.

Dividends

The Company's current policy is to retain earnings for future growth. As a result, the Company does not anticipate the payment of any dividends in the near future. Under the Company's current financing arrangements, the payment of dividends and any amounts dedicated to the redemption or repurchase of capital stock cannot in the aggregate exceed 25% of net income in any fiscal year. These financing arrangements also include certain customary financial covenants that may indirectly restrict the Company's ability to pay dividends.

MARKET FOR THE NEGOTIATION OF SECURITIES

The Company's Class A Multiple Voting Shares and Class B Subordinate Voting Shares are listed on the Toronto Stock Exchange under the symbols DII.A and DII.B, respectively.

The Company's Class B Subordinate Voting Shares are also listed on the NASDAQ National Market under the symbol DIIBF.

DIRECTORS AND SENIOR OFFICERS

The names, municipalities of residence, period during which each has served as a director where applicable, offices held with the Company and principal occupations of the directors and senior officers of the Company are as follows:

<u>Name</u>	<u>Director since</u>	<u>Office</u>	<u>Principal occupation</u>
Martin Schwartz	1987	President, Chief Executive Officer and Director	President and Chief Executive Officer of the Company
Westmount, Quebec			
Jeff Segel.....	1987	Vice-President, Sales and Marketing and Director	Vice-President, Sales and Marketing of the Company
Côte St. Luc, Quebec			
Alan Schwartz.....	1987	Vice-President, Operations and Director	Vice-President, Operations of the Company
Hampstead, Quebec			
Jeffrey Schwartz.....	1987	Vice-President, Finance, Secretary and Director	Vice-President, Finance of the Company
Toronto, Ontario			
Pierre Dupuis	-	Chief Operating Officer	Chief Operating Officer of the Company
Brossard, Quebec			
Frank Rana	-	Treasurer	Treasurer of the Company
St-Leonard, Quebec			
Dr. Laurent Picard*	1988	Director	Retired Professor McGill University
Montreal, Quebec			
Bruce Kaufman*	1987	Director	Businessman
Barbados			
Maurice Tousson*	1995	Director	President Groupe CDREM
Toronto, Ontario			

* Member of the Audit Committee and the Human Resources and Corporate Governance Committee. The Board of Directors does not have an executive committee.

During the last five years, each of the directors and senior officers has held the principal occupation set out opposite his name above with the exception of: (i) Mr. Pierre Dupuis, who prior to October 1999 was the President and Chief Operating Officer of the Transcontinental Group Ltd. and who prior to 1996 was the President and Chief Executive Officer of Sico Inc.; (ii) Mr. Bruce Kaufman, who prior to December 1998 was the President of Kaufel Group Ltd.; and (iii) Mr. Maurice Tousson, who prior to February 1999 was the President of Medi-Trust Pharmacy Inc. and who prior to August 1996 was the President and Chief Executive Officer of Pulse Innovation Inc.

The term of each of the directors listed above will expire at the next annual general meeting of shareholders of the Company.

As at December 30, 2000, the directors and senior officers beneficially owned in the aggregate, directly or indirectly, or exercised control or direction over, 79.4% of the issued and outstanding Class A Multiple Voting Shares and 12.4% of the issued and outstanding Class B Subordinate Voting Shares.

ADDITIONAL INFORMATION

Additional information, including information with respect to the remuneration of the directors and senior officers of the Company and with respect to the principal shareholders, is included in the Management Proxy Circular in respect of the annual and special general meeting of shareholders to be held on May 31, 2001.

Additional financial information is provided in the Company's comparative consolidated financial statements for the fiscal year ended December 30, 2000, included in the Company's 2000 Annual Report.

When the Company's securities are in the course of a distribution pursuant to a short form prospectus or when a preliminary short form prospectus has been filed in respect of a distribution of the Company's securities, the Company shall provide to any person, upon request to the Secretary of the Company at 1255 Greene Avenue, Suite 300, Westmount, Quebec H3Z 2A4:

- (a) one copy of this 2000 annual information form together with one copy of any document, or the pertinent pages of any document, incorporated by reference in this 2000 annual information form;
- (b) one copy of the Company's audited financial statements for the fiscal year ended December 30, 2000, together with the report of the auditors thereon contained in the 2000 Annual Report, and one copy of any of the Company's interim financial statements subsequent to such audited financial statements; and
- (c) one copy of the Management Proxy Circular in respect of the annual and special general meeting of shareholders to be held on May 31, 2001.

At any other time, the Company shall provide to any person, upon request to the Secretary of the Company and upon payment of a reasonable charge if the person making the request is not a shareholder of the Company, one copy of any of the documents referred to in (a), (b) and (c) above.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS

Overview

Dorel's operations are divided into three independent segments, RTA Furniture, Juvenile Products and Home Furnishings, which in turn consist of several operating divisions or subsidiaries. Each operating division or subsidiary is managed independently by a separate group of managers. Management of the Company coordinates the businesses of each segment and maximizes cross selling, cross marketing and other complementary business opportunities. In addition, management of the Company is involved in the review and finalizing of the business plan and budget of each operating division or subsidiary.

In 2000, 91.5% of Dorel's sales were in North America and 8.5% were in Europe and elsewhere. Dorel sells its products in North America primarily to mass merchants such as Wal-Mart and Kmart that typically sell goods at entry to mid-range price points. For each of these two largest customers, Dorel has established a dedicated team that provides sales and customer service for products from each of Dorel's business segments. In Europe, Dorel sells primarily high-end juvenile products.

In 2000, Dorel's sales totalled \$757.5 million compared to \$596.7 million in 1999, representing an increase of \$160.8 million or 27.0%. Since 1995, Dorel's sales have increased at a compound annual rate of 24%. Generally, Dorel has not raised the prices of its products over such period; rather, increases in sales revenue have resulted from a greater number of units being sold.

In 2000, Dorel's cost of sales totalled \$582.7 million compared to \$453.0 million in 1999, representing an increase of \$129.7 million or 28.6%. Dorel's cost of sales is particularly affected by increases in the cost of steel, plastic resin, particleboard and paperboard.

Dorel's gross margins are generally affected by different factors with respect to each of Dorel's three business segments. In the RTA Furniture Segment, margins generally increase as the volume of sales increases. The mix of products sold and the cost of raw materials have less of an impact on margins in this segment. In the Juvenile Products and Home Furnishings Segments, margins are generally a function of the mix of products sold and the cost of raw materials. The margins on the products sold by Maxi-Miliaan in Europe are higher than the margins on products sold in North America.

Reference is made to page 17 of the 2000 Annual Report for the complete text of Management's Discussion and Analysis of Financial Conditions and Results of Operations.

SCHEDULE B

PRINCIPAL PROPERTIES

The following table sets out certain details with respect to Dorel's principal properties:

<u>Location</u>	<u>Subsidiary or division</u>	<u>Square footage</u>	<u>Owned/leased</u>	<u>Principal use</u>
Columbus, Indiana	Cosco	850,000	Owned	Manufacturing of juvenile and home furnishing products
Tiffin, Ohio	Ameriwood	535,000	Leased	Manufacturing of RTA furniture
Dowagiac, Michigan	Ameriwood	500,000	Leased	Manufacturing of RTA furniture
Wright City, Missouri	Ameriwood	482,000	Owned	Manufacturing of RTA furniture
Montreal, Quebec	Dorel Home Products	420,000	Leased	Manufacturing and warehousing of juvenile and home furnishing products
Canton, Massachusetts	Safety 1 st	61,000	Leased	Sales and administration offices for the sale of juvenile products
Londonderry, New Hampshire	Safety 1 st	250,000	Leased	Warehousing for the sale of Juvenile products
Cornwall, Ontario	Ridgewood	408,000	Owned	Manufacturing of RTA furniture
Fort Smith, Arkansas	Cosco	350,000	Owned	Manufacturing of wooden juvenile furniture
Cartersville, Georgia	Cosco	150,000	Leased	Manufacturing of metal juvenile furniture
Helmond, the Netherlands	Maxi-Miliaan	60,000	Leased	Manufacturing of juvenile products
Montreal, Quebec	Dorel Juvenile Group (DJG) Canada	34,000	Leased	Sales, administration offices and warehousing for the sale of juvenile products
High Point, North Carolina	Dorel Home Products Ameriwood / Ridgewood Cosco	27,000	Leased	Showroom and offices
Basingstoke, United Kingdom	Dorel (U.K.)	22,500	Leased	Sales, administration offices and warehousing for the sale of juvenile products
Norfolk, United Kingdom	Dorel (U.K.)	25,000	Leased	Warehousing for the sale of Juvenile products
Hertfordshire, United Kingdom	Dorel (U.K.)	3,000	Leased	Sales and administration offices for the sale of juvenile products
Montreal, Quebec	Corporate head office	8,300	Leased	Head office
Mississauga, Ontario	Dorel Home Products Ridgewood / DJG Canada	4,600	Leased	Showroom and offices

SCHEDULE A
CORPORATE STRUCTURE

