



REKO INTERNATIONAL GROUP INC.
2014 MANAGEMENT'S DISCUSSION AND ANALYSIS

The following is management's discussion and analysis of operations and financial position ("MD&A") and should be read in conjunction with the audited consolidated financial statements for the year ended July 31, 2014 and the audited consolidated financial statements and MD&A for the year ended July 31, 2013 included in our 2013 Annual Report to Shareholders. The audited consolidated financial statements for the year ended July 31, 2014 have been prepared in accordance with International Financial Reporting Standards ("IFRS"). When we use the terms "we", "us", "our", "Reko", or "Company", we are referring to Reko International Group Inc. and its subsidiaries.

This MD&A has been prepared by reference to the MD&A disclosure requirements established under National Instrument 51-102 "Continuous Disclosure Obligations" ("NI 51-102") of the Canadian Securities Administrators. Additional information regarding Reko International Group Inc., including copies of our continuous disclosure materials, is available on our website at www.rekointl.com or through the SEDAR website at www.sedar.com.

In this MD&A, reference is made to earned revenue, which is not a measure of financial performance under IFRS. The Company calculates earned revenue as sales less materials, sub-contracting and inventory adjustments. The Company included information concerning this measure because it is used by management as a measure of performance, and management believes it is used by certain investors and analysts as a measure of the Company's financial performance. This measure is not necessarily comparable to a similarly titled measure used by other companies.

All amounts in this MD&A are expressed in 000's of Canadian dollars, except per share amounts and where otherwise indicated.

This MD&A is current to October 2, 2014.



OVERVIEW

Reko designs and manufactures a variety of engineered products and services for original equipment manufacturers (“OEMs”) and their Tier 1 suppliers. These products include custom machining of very large castings and assemblies to high precision tolerances, specialty machines and lean cell factory automation, compression molds, hydroform dies, plastic injection molds, fixtures and gauges. Customers are typically OEMs or their Tier 1 suppliers and are predominantly in the automotive market. Divisions of Reko are generally invited to bid upon programmes comprised of a number of custom products used by the customer to produce a complete assembly or product.

For the automotive industry, the Company conceptualizes designs and builds innovative solutions to manufacturing challenges, including specialty machines for gas tank assembly lines, work cell solutions for compression molds, repair of CNC machines, plastic secondaries, as well as compression molds, hydroform dies, two shot molds and plastic injection molds. Reko has extensive experience and knowledge in mold design and material flow and the impact of pressure on segments of the mold/die. For the transportation and oil and gas industry, the Company machines customer supplied metal castings and weldments to customer indicated specifications.

Our design and manufacturing operations are carried on in two manufacturing plants located in Lakeshore, Ontario a suburb of the City of Windsor in Southwestern Ontario.

INDUSTRY TRENDS AND RISKS

Our sales levels have been primarily dependent upon the levels of new model releases of cars and light trucks by North American OEMs and our ability to secure moulding and automation programmes from them. OEM new model releases can be impacted by many factors, including general economic and political conditions, interest rates, energy and fuel prices, labour relation issues, regulatory requirements, infrastructure, legislative changes, environmental emissions and safety issues.

The following additional risk factors, as well as the other information contained in this MD&A, for the year ended July 31, 2014 or otherwise incorporated herein by reference, should be considered carefully. These risk factors could materially and adversely affect the Company’s future operating results and could cause actual events to differ materially from those described in forward-looking statements related to the Company.

OPERATIONAL RISK

Current outsourcing and in-sourcing trends could materially impact our profitability and financial condition

During periods of weakened demand, our customers traditionally revisit outsourcing decisions as a method of maintaining their employment levels. Then during periods of strong demand, they return to previous levels of outsourcing. As a result of this and other factors, our demand levels will swing with general economic activity related to the industries we serve. Depending upon the depth and breadth of the current economic climate, Reko may experience reductions in outsourced work orders.

A shift away from technologies in which the Company is investing could have a material adverse effect on our profitability and financial condition

Like our Tier 1 customers, we continue to invest in technologies and innovations, which the Company believes are critical to its long-term growth. Our ability to anticipate changes in technology and to successfully develop and introduce new and enhanced products on a timely basis using such technologies will be a significant factor in our ability to remain competitive. If there is a shift away from the use of such technologies, our costs may not be fully recovered. In addition, if other technologies in which our investment is not as great or our expertise is not as fully developed emerge as the industry-leading technologies, we may be placed at a competitive disadvantage, which could have a material adverse effect on our profitability and financial condition.

Inability to diversify our sales could have an adverse effect on our profitability and financial condition

Although we supply molds, gauges, fixtures and factory automation to all of the leading automobile manufacturers, a significant majority of our sales are to the Detroit 3. While we have diversified our customer base in recent years and continue to attempt to further diversify, particularly to increase our business with European and Asian-based automobile manufacturers, there is no assurance we will be successful. Inability to successfully grow our sales to non-traditional customers could have an adverse effect on our profitability and financial condition.

We may not be able to successfully compete against suppliers with operations in developing markets, which could have an adverse effect on our profitability and financial condition

Many of our customers have sought, and will likely continue to seek to take advantage of lower operating costs in China, India, Brazil, Indonesia, Russia, Mexico and other developing markets. While we continue to expand our manufacturing sources, with a view to taking advantage of these lower cost countries, we cannot guarantee that we will be able to fully realize such opportunities. The inability to quickly adjust our manufacturing sources to take advantage of opportunities in these markets could harm our ability to compete with our suppliers operating in or from such markets, which could have an adverse effect on our profitability and financial condition.

The consequences of the automotive industry's dependence on consumer spending and general economic conditions could materially impact our profitability and financial condition

The global automotive industry is cyclical and largely tied to general economic conditions. As our customers revisit their business models and make design changes to existing models and new vehicle introductions, the market for tooling and factory automation may decline.

The financial viability of our supply base could materially impact our profitability and financial condition

While our exposure to individual entities in our supply chain is largely limited to steel suppliers and mold grainers, both of which tend to be mandated by our customers, we are still exposed to multiple relatively small niche market players whose declining financial viability may present challenges for securing the necessary inputs to our build process.

The increasing pressure from our customers to launch new awards without adequate design support could materially impact our profitability and financial condition

As the automotive industry rushed to restructure its operations, our OEM and Tier 1 customers substantially reduced the design support offered to new vehicle launches. Without an adequate level of support, the quality of information provided to tool builders to begin their work dropped significantly. In addition, tool builders' ability to manipulate poor quality information is limited as the appropriate resources to approve the manipulations are not available from the OEM or Tier 1. This introduced significant inefficiencies to the process and impaired the ability of the tool builder to manufacture molds at the same profitability as in the past.

Changes in consumer demand for specific vehicles could materially impact our profitability and financial condition

The global automotive industry is cyclical and consumer demand for automobiles is sensitive to changes in economic and political conditions, including interest rates, energy prices, employment levels and international conflicts, including acts of terrorism. Automotive production and more importantly for Reko, the frequency of automotive model changes, is affected by consumer demand and may be affected by macro-economic factors. As a result of these and other factors, some of our customers are currently experiencing, and/or may experience in the future, reduced consumer demand for all or a portion of their vehicles, leading to reduced product offerings.

The consequences of shifting market shares among vehicle or automobile manufacturers could materially impact our profitability and financial condition

Although we supply tooling, secondary automation and manufacturing work cells to almost all of the leading automotive manufacturers, a significant majority of our sales are to the Detroit 3. We are attempting to further diversify our customer base, particularly to increase our business with Asian-based and European-based automotive manufacturers. In the short-term, we remain constrained to our exposure with the Detroit 3.

The consequences of a decrease in the world's energy reduction programs could materially impact our profitability and financial condition

Certain of our activities are tied to machining of energy efficient locomotive engines. An adverse change in the current worldwide economic demand for energy efficient locomotive engines could result in reduction in the demand for our machining operations.

Our dependence upon key personnel could materially impact our profitability and financial condition

The success of Reko is dependent on our design engineers, control engineers, machinists and our management team. The experience and talents of these individuals is a significant factor in the Company's continued growth and success. The loss of one or more of these individuals without adequate replacement could have a material adverse effect on the Company's operations and business prospects.

Our failure to successfully identify, complete, and integrate acquisitions could materially impact profitability and financial condition

While we have not completed an acquisition in a number of years, we may do so in the future. In those product areas in which we identified acquisitions as critical to our business strategy, we may not be able to identify suitable acquisition targets or successfully acquire any suitable targets, which we identify. Additionally, we may not be able to successfully integrate or achieve anticipated synergies from those acquisitions, which we do complete.

Our manufacturing facilities are subject to risks which could materially impact our profitability and financial condition

Our manufacturing facilities are subject to risks associated with natural disasters, including fires and floods. The occurrence of any of these natural disasters could cause the total or partial destruction of a manufacturing facility, thus preventing us from supplying products to our customers and disrupting production at their facilities for an indeterminate period of time. The inability to promptly resume the supply of products following a natural disaster at a manufacturing facility could have a material adverse effect on our operations, profitability and financial condition.

FINANCIAL AND CAPITAL MANAGEMENT RISK

Continued uncertain economic conditions could have a material adverse effect on our profitability and financial condition

While a number of world regions appear to have recovered from the 2008–2009 global recession, uncertainty remains about the strength of the recovery in some regions, such as North America and Asia, while other regions such as Europe and Russia are currently experiencing an economic downturn. The continuation of economic uncertainty or deterioration of the global economy for an extended period of time could have a material adverse effect on our profitability and financial condition.

The continuation or intensification of pricing pressures and pressure to absorb additional costs could have an adverse effect on our profitability

We face significant pricing pressure, as well as pressure to absorb costs related to tooling design and machine design, as well as other items previously paid for directly by automobile manufacturers. These pressures are expected to continue, even as the industry solidifies its recovery. The continuation or intensification of these pricing pressures and pressure to absorb additional costs could have an adverse effect on our profitability and financial condition.

The increasing pressure from our customers to absorb their traditional overhead costs, including program management and design feasibility, could materially impact our profitability and financial condition

As the automotive industry rushed to restructure its operations, services typically provided by our Tier 1 customers in the areas of program management and design feasibility were abandoned to meet internal financial targets. As this layer of oversight and engineering disappeared from our customers, Reko was expected to fill the void. To date, Reko has been able to meet this challenge using internal resources. Increased pressure to fill this void may result in the need for Reko to increase its overhead to fulfill this role.

Continued support of our lenders could have a material impact on our profitability, financial condition and continued sustainability

The Company operates in a capital-intensive business, has significant financing requirements placed on it by its customers and its financial resources are less than the financial resources of our customer base. There can be no assurance that, if, as and when the Company seeks additional equity or debt financing, it will be able to obtain the additional financial resources required to successfully compete in its markets on favourable commercial terms or at all. Additional equity financings may result in dilution to existing shareholders.

Significant long-term fluctuations in relative currency values could have an adverse effect on our profitability and financial condition

Although, our financial results are reported in Canadian dollars, a significant portion of our sales are realized in U.S. dollars. Our profitability is affected by movements in the U.S. dollar against the Canadian dollar. As a result of our hedging program, foreign currency transactions are not fully impacted by movements in exchange rates. Our hedging program is designed to hedge our accounting risk (the risk associated with our foreign exchange balances on our balance sheet at any point in time) but does not hedge our economic risk (the risk associated with all of our foreign exchange balances and potential balances regardless of whether those balances and potential balances are on our balance sheet at any one particular time). Despite these measures, significant long-term fluctuations in relative currency values could have an adverse effect on our profitability and financial condition and any sustained change could adversely impact our competitiveness.

The consequences of a decrease in demand after locomotive engine emission standards are changed could materially impact our profitability and financial condition

Certain of our activities are tied to machining of locomotive engines that meet Tier III emission standards in North America. Market expectations are that demand will continue at an artificial level up to the date of implementation of Tier IV emission standards in North America. Thereafter demand is expected to fall. Depending on the sourcing decisions made by our customers on implementation of the Tier IV emission standards and the impacts on demand thereafter our profitability and financial condition could be materially impacted.

We could record impairment charges in the future, which could materially impact our profitability and financial condition

Annually, we must test our capital assets, future income taxes and any other long-lived assets for impairment or whenever indicators of impairment exist. The bankruptcy of a significant customer could be an indicator of impairment. In addition, to the extent that forward-looking assumptions regarding the impact of improvement plans on current operations, outsourcing and other new business opportunities are not met, impairment charges could occur.

Our inability to utilize tax losses could materially impact our profitability and financial condition

We incurred tax losses in both Canada and the United States, which we may not be able to fully or partially offset against future income in those countries. In the case of the United States, we may not be able to utilize these losses at all if we cannot generate profits in the United States.

Potential volatility of Reko's share prices could materially impact the financial returns earned by our shareholders

The market price of the Company's common shares has been, and will likely continue to be, subject to fluctuations in response to a variety of factors, many of which are beyond the Company's control. These fluctuations may be exaggerated if the trading volume of the common shares remains low. In addition, due to the evolving nature of its business, the market price of the common shares may fall dramatically in response to a variety of factors, including quarter-to-quarter variations in operating profits, announcements of technological or competitive developments by the Company or its competitors, large short-term fluctuations in foreign exchange rates, acquisitions or entry into strategic alliances by the Company or its competitors, the industry or its customer's industry and general market and economic conditions.

Interest of the majority and minority shareholders may be in conflict with the interests of the Company

As of the date of this MD&A, The Reko Family Corporation and Shirley Reko own directly or indirectly 54.8% of the outstanding shares of the Company. As such, The Reko Family Corporation will be able to elect or remove the directors of the Company and to exercise control in certain respects over the Company's affairs.

REGULATORY RISK

Significant changes in law, government regulations or accounting regulations could materially impact our profitability and financial condition

A significant change in the current regulatory environment in our principal markets could impact future profitability. In particular, our profitability could be adversely impacted by significant changes in the tariffs and duties imposed on our products. In addition, we could be affected by changes in tax or other laws, which impose additional costs on automobile manufacturers or consumers, or more stringent fuel economy requirements on manufacturers, of sport-utility vehicles, light trucks and other vehicles from which we derive some of our sales.

Environmental laws and regulations could materially impact our profitability and financial condition

We are subject to a wide range of environmental laws and regulations relating to air emissions, wastewater discharge, waste management and storage of hazardous substances. We are also subject to environmental laws requiring investigation and clean-up of environmental contamination. Estimating environmental clean-up liabilities is complex and heavily dependent on the nature and extent of historical information and physical data relating to the contaminated sites, the complexity of contamination, the uncertainty of which remedy to apply, and the outcome of discussions with

regulatory authorities relating to the contamination. In addition, these environmental laws and regulations are complex, change frequently and have tended to become more stringent and expensive over time. Therefore, we may not have been, and in the future may not be, in complete compliance with all such laws and regulations, and we may incur material costs or liabilities as a result of such laws and regulations significantly in excess of amounts we have reserved.

UNUSUAL ITEMS

SALE OF REDUNDANT CAPITAL ASSETS

During the year, the Company disposed of its last remaining redundant real estate property from its business transformation project. The property had a net book value of \$434. Net proceeds of \$594 were received, resulting in a gain on sale of capital assets of \$160. All of the net proceeds were used to reduce the Company's bank indebtedness.

EQUIPMENT FINANCING - TERM LOAN

During the year, the Company obtained equipment financing in the amount of \$1,100 USD (\$1,150 CDN) bearing interest at our lender's U.S. Base Rate plus 275 basis points. The financing is based on a 5-year amortization period. However, the Company is able to make annual pre-payments, in the amount of 10% of the remaining balance of the loan, on each anniversary date of the loan. The Company provided a first charge on the equipment as security. The Company agreed to a minimum Working Capital covenant, which is no more restrictive than its other Working Capital covenants, as part of the transaction.

RECOVERY OF DEFERRED TAX ASSET

Under IFRS, Reko maintains deferred income tax asset accounts by jurisdiction. Each reporting period Reko assesses the probable net recovery of its Canadian non-capital losses and SR&ED tax credits and its U.S. net operating losses. As a result of the assessment at July 31, 2014, Reko determined that it was probable that its expected recovery of its Canadian non-capital losses and SR&ED tax credits had increased by \$1,317, which resulted in Reko recording \$1,000 income tax recovery in the Company's fourth quarter.

FOREIGN EXCHANGE AND OTHER FINANCIAL INSTRUMENTS

Reko is exposed to the impacts of changes in the foreign exchange rate between Canadian and United States ("U.S.") dollars. More specifically, approximately 80% of the Company's sales and 20% of its costs are incurred in U.S. dollars. In addition, the Company maintains certain working capital in the U.S. and holds a 50% membership interest in an Alabama Limited Liability Company, where it maintains an out-sourcing business and working capital.

In order to minimize our exposure to the impacts of changes in the foreign exchange rate, the Company maintains a forward foreign exchange hedging programme ("Programme"). Reko's

Programme is based on maintaining our net exposure to the U.S. dollar (total U.S. exposure less forward foreign exchange contracts) between positive and negative \$2,000. This Programme is designed to minimize the Company's exposure to foreign exchange risks over the mid-term. As a consequence of this mid-term exposure protection, the Company is subject to short-term paper gains and losses on its net exposure to the U.S. dollar, most particularly during periods when our net exposure to the U.S. dollar is outside of our target exposure. During periods of rapid fluctuation in the foreign exchange rate between the Canadian dollar and the U.S. dollar, regardless of our net exposure to the U.S. dollar, the Company can generate significant gains or losses, which will materially impact financial results. These significant gains or losses are entirely related to mark-to-market accounting rules and represent the product of our net exposure to the U.S. dollar and the change during any given month of the value of the U.S. dollar in relation to the Canadian dollar.

During each of the last four quarters, the Company's month-end exposure to the U.S. dollar has been:

FISCAL PERIOD	TOTAL U.S. EXPOSURE BEFORE HEDGING PROGRAMME	FORWARD FOREIGN EXCHANGE CONTRACTS BOOKED	NET EXPOSURE TO THE U.S. DOLLAR
Q4 - 2014	\$ 11,350	\$ 9,500	\$ 1,850
Q3 - 2014	\$ 9,847	\$ 8,500	\$ 1,347
Q2 - 2014	\$ 8,611	\$ 10,000	\$ (1,389)
Q1 - 2014	\$ 10,579	\$ 11,000	\$ (421)

As a result of the Company's purchase of forward foreign exchange contracts ("FFECs"), the Company is subject to changes in foreign exchange rates that may not be consistent with changes in the current quoted foreign exchange rates. More specifically, the Company's foreign exchange risk is split such that its net exposure to the U.S. dollar, as detailed above, is subject to change in market foreign exchange rates on a monthly basis and the remainder of its U.S. dollar exposure is subject to foreign exchange risks based on the specific foreign exchange rate contained in its FFECs. The table below presents a comparison between actual foreign exchange rates and Reko's effective rate on its booked FFECs.

	FOR THE THREE MONTHS ENDED JULY 31,				FOR THE YEAR ENDED JULY 31,			
	2014		2013		2014		2013	
	ACTUAL	REKO EFFECTIVE RATE	ACTUAL	REKO EFFECTIVE RATE	ACTUAL	REKO EFFECTIVE RATE	ACTUAL	REKO EFFECTIVE RATE
U.S. DOLLAR EQUALS CANADIAN DOLLAR	1.0823	1.0907	1.0288	1.0172	1.0732	1.0611	1.0062	1.0072

The Company's FFECs represent agreements with an intermediary to trade a specific amount of U.S. dollars for Canadian dollars at a specific rate on a specific date. Currently, the date is between one (1) and six (6) months after the date on which the FFEC is booked. The specific rate entered into is not necessarily indicative of what either the intermediary or Reko believes the foreign exchange rate will be on the date the settlement of the trade occurs, rather it is a rate set by the intermediary which Reko can either accept or reject.

At the end of the year, we held FFECs of \$9,500 compared to \$15,000 at the end of the prior year. During fiscal 2014, on average, we held FFECs of \$10,200, compared to \$13,000 during the prior year.

The following table outlines the level of FFECs presently maintained and the average effective rate of these contracts:

FISCAL PERIOD	CONTRACT VALUE BOOKED (000'S)	EFFECTIVE AVERAGE RATE
Q4 - 2014	\$ 9,500	1.0883
Q1 - 2015	\$ 3,000	1.0760

The Company notes that at current levels of FFECs and U.S. dollar denominated assets and liabilities, an increase in the value of the U.S. dollar against the Canadian dollar results in the Company recording gains and an increase in the value of the Canadian dollar against the U.S. dollar results in financial losses for the Company.

Foreign currency transactions are recorded at rates in effect at the time of the transaction. Forward exchange contracts are recorded at month-end at their fair value, with unrealized holding gains and losses recorded in foreign exchange gain (loss).

Additional information with respect to financial instruments is provided in Note 1, Note 3 and Note 5 to Reko's audited consolidated financial statements, which by this reference are hereby incorporated herein.

RECONCILIATION OF NON-IFRS MEASURES

The reconciliation of earned revenue to sales in accordance with IFRS is provided in the following table:

	2014	2013
SALES	\$ 38,894	\$ 40,674
LESS: MATERIAL	9,242	7,850
SUBCONTRACTING	2,954	7,566
INVENTORY ADJUSTMENTS	(482)	244
	\$ 27,180	\$ 25,014

RESULTS OF OPERATIONS

Sales

Sales for the year ended July 31, 2014 decreased \$1,780, or 4.4%, to \$38,894 compared to \$40,674 in the prior year.

The decrease in sales was largely related to:

- Decreases in demand throughout the entire year for goods in the automotive industry; and,
- Decreases in demand in the first two quarters for goods in the capital equipment industry.

Earned revenue

The earned revenue for the year ended July 31, 2014, increased \$2,166 to \$27,180, compared to \$25,014 in the prior year.

The increase in earned revenue was largely related to:

- Earned revenue from the capital equipment industry received without incurring costs for materials and sub-contracting, during the year, which earned revenue represented a greater proportion of our total sales than in the prior year; and,
- Price increases achieved throughout the year.

Items offsetting the increase in earned revenue included:

- Weaker demand in the automotive industry, resulting in fewer costs incurred for materials and subcontracting.

Gross profit

The gross profit for the year ended July 31, 2014 increased \$657 to \$7,123 or 18.3% of sales, compared to \$6,466, or 15.9% of sales, in the previous fiscal year.

The increase in gross profit was largely related to:

- Increased levels of earned revenue during the year.

Items offsetting the increase in gross profit included:

- Higher fixed overhead costs during the year, particularly related to shop supplies; and,
- Increased amortization at our injection moulding facility, as we revised the expected useful life of several of our older CNC machines.

Selling and administration

Selling and administration expenses (“S,G&A”) increased by \$423, or 9.8%, to \$4,730, or 12.2% of sales for the year ended July 31, 2014, compared to \$4,307, or 10.6% of sales in the prior year. The increase in S,G&A was a result of:

- Increased office employee headcount at our precision machining facility to handle its increased level of demand;
- Increased professional fees related to changes in certain United States state taxes; and,
- Recovery of less previously written off doubtful accounts than the prior year.

Items offsetting the increase in selling and administration included:

- Reductions in commissions, consistent with our decrease in sales during the year; and,
- Reductions in accounts receivable insurance premiums, consistent with our decrease in sales during the year.

Earnings overview

The net income for the year ended July 31, 2014 was \$2,298, or \$0.36 per share, compared to a net income of \$1,673, or \$0.26 per share, in the prior year.

LIQUIDITY AND CAPITAL RESOURCES

Cash flow from operations decreased from cash provided by operations of \$6,896 in the prior year to \$356 in the current year.

The decrease in cash flow from operations is primarily a result of:

- Decreased billings to our customers as more of the work we previously completed was delayed in reaching its Pre-Production Approval Process milestone;
- Decreased investment in operational projects, consistent with the slow-down in new order kick-offs in the automotive industry in the last six months of our fiscal year; and,
- Reduced accounts payable owing to our suppliers as we purchased fewer items for projects in the fourth quarter due to reduced demand in the automotive industry.

Items offsetting the decrease in cash flow from operations included:

- Reduced investment in new projects as demand has slowed at our manufacturing facility; and,
- Increased billings to customers in the capital equipment industry.

During the year, the Company obtained equipment financing in the amount of \$1,100 USD (\$1,150 CDN) bearing interest at our lender’s U.S. Base Rate plus 275 basis points. The financing is based on a 5-year amortization period; however, the Company is able to make annual pre-payments, in the amount of 10% of the remaining balance of the loan, on each anniversary date of the loan. The Company provided a first charge on the equipment as security. As part of the transaction, the Company agreed to a minimum Working Capital covenant, which is no more restrictive than its other Working Capital covenants.

Financial covenants

The Company met its financial covenants at all times during the year.

The Company believes it has sufficient operating room with respect to its financial covenants for the next fiscal year and does not anticipate being in breach of any of its financial covenants during this period.

Capital assets and investment spending

For the year ended July 31, 2014, the Company invested \$3,089 in capital assets. The total capital asset investment is comprised of \$2,429 related to growth CAPEX and \$660 related to maintenance CAPEX spending.

Cash resources/working capital requirements

As at July 31, 2014, Reko had borrowed \$8,560 on its revolving line of credit, net of its cash on hand, compared to \$6,866 at July 31, 2013 and \$9,127 at April 30, 2014. The revolver borrowings decreased by \$567 in the quarter and increased approximately \$1,694 for the year. Over the next six months, we anticipate investing more on new projects and capital assets than we will be collecting from customers. Accordingly, we expect borrowings to display an increasing trend over this period.

Reko has a \$20,000 revolver available. However, based on our current lender defined margining capabilities, our borrowings are limited to \$15,090, of which approximately \$6,530 was unused and available at the end of the year. Under the terms of our credit facilities, Reko must achieve certain financial covenants including a maximum Total Debt to Tangible Net Worth, a minimum Current Ratio and a minimum Debt Service Coverage Ratio. As previously discussed, Reko is confident about its ability to meet these financial covenants over the next fiscal year.

Contractual obligations and off-balance sheet financing

CONTRACTUAL OBLIGATIONS	PAYMENTS DUE BY PERIOD				
	TOTAL	LESS THAN 1 YEAR	1 - 3 YEARS	4 - 5 YEARS	AFTER 5 YEARS
LONG-TERM DEBT	\$ 6,634	\$ 901	\$ 1,929	\$ 3,804	--
OPERATING LEASES	52	10	21	21	--
TOTAL CONTRACTUAL OBLIGATIONS	\$ 6,686	\$ 911	\$ 1,950	\$ 3,825	--

Except as disclosed elsewhere in this MD&A, there have been no material changes with respect to the contractual obligations of the Company during the year.

Reko does not maintain any off-balance sheet financing.

Share capital

The Company had 6,429,920 common shares outstanding at July 31, 2014. During the year, the Company granted 35,000 options to employees, 5,000 options to Ms. Reko, who is both an employee and a director, and 15,000 options to directors. During the year, 9,000 options, from a previous option award, were exercised, all by directors.

Outstanding share data

DESIGNATION OF SECURITY	NUMBER OUTSTANDING	MAXIMUM NUMBER ISSUABLE IF CONVERTIBLE, EXERCISABLE OR EXCHANGEABLE FOR COMMON SHARES
Common Shares	6,429,920	
Stock options issued	55,000	
Stock options exercisable	27,000	
Total (maximum) number of common shares		6,484,920

CRITICAL ACCOUNTING ESTIMATES

The Company's discussion and analysis of its results of operations and financial position is based upon the consolidated financial statements, which have been prepared in accordance with IFRS. The preparation of the consolidated financial statements requires management to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and the related disclosure of contingent assets and liabilities. Management bases its estimates on historical experience and various other assumptions that are believed to be reasonable in the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities. On an ongoing basis, management evaluates these estimates. However, actual results differ from these estimates under different assumptions or conditions.

Management believes the following critical accounting policies affect the more significant judgments and estimates used in the preparation of the consolidated financial statements of the Company. Management has discussed the development and selection of the following critical accounting policies with the Audit Committee of the Board of Directors and the Audit Committee has reviewed its disclosure relating to critical accounting estimates in this MD&A.

Allowances for doubtful accounts receivable

In order for management to establish appropriate allowances for doubtful accounts receivable, estimates are made with regard to economic conditions, potential recoverability through our accounts receivable insurer, and the probability of default by individual customers. The failure to estimate correctly could result in bad debts being either higher or lower than the determined provision as of the date of the balance sheet.

Revenue recognition and tooling and machinery contracts

Revenue from tooling and machinery contracts is recognized on the percentage of completion basis. The percentage of completion basis recognizes revenue and cost of sales on a progressive basis throughout the completion of the tooling or machinery.

Tooling and machinery contracts are generally fixed; however, price changes, change orders and program cancellation may affect the ultimate amount of revenue recorded with respect to a contract. Contract costs are estimated at the time of signing the contract and are reviewed at each reporting date. Adjustments to the original estimates of total contract costs are often required as work progresses under the contract. When the current estimates of total contract revenue and total contract costs indicate a loss, an allowance for the entire loss on the contract is made. Factors that are considered in arriving at the forecasted profit or loss on a contract include, amongst other items, cost overruns, non-reimbursable costs, change orders and potential price changes.

Impairment of long-lived assets

Management evaluates capital assets for impairment whenever indicators of impairment exist and considers reversal of impairment at each reporting date. Indicators of impairment include prolonged operating losses or a decision to dispose of, or otherwise change the use of, an existing capital asset. If the sum of the discounted future cash flows expected to result from the asset, without interest charges, is less than the carrying value of the asset, asset impairment must be recognized in the

financial statements. The amount of impairment to be recognized is calculated by subtracting the recoverable amount of the asset from the carrying value of the asset. The recoverable amount is defined as the higher of: its fair value less its costs to sell; and, its value-in-use.

Management believes that accounting estimates related to capital assets are ‘critical accounting estimates’ because: (i) they are subject to significant measurement uncertainty and are susceptible to change as management is required to make forward-looking assumptions regarding their impact on current operations; and (ii) any resulting impairment loss could have a material impact on the consolidated net income and on the amount of assets reported on the Company’s consolidated balance sheet.

Future income taxes

Future tax assets in respect of loss carry forwards and scientific research and experimental design credits relate primarily to legal entities in Canada and the United States. The Company evaluates the realization of its future tax assets by assessing the likelihood of realization. The facts used to assess the likelihood of realization are a forecast of future taxable income and available tax planning strategies that could be implemented to realize the future tax assets. The Company has, and continues to use, tax planning strategies to realize future tax assets in order to avoid the potential loss of benefits.

Provisions

Management estimates the costs associated with provisions based on management’s expectations of amounts payable and the likelihood of the payment occurring.

CONTROLS AND PROCEDURES

Management is responsible for implementing, maintaining and testing the operating effectiveness of adequate systems of disclosure controls and procedures. There are inherent limitations to the effectiveness of any system of disclosure including the possibility of human error and circumvention or overriding of the controls and procedures. Accordingly, even effective controls and procedures can only provide reasonable assurance of achieving their corporate objectives.

Our management used the Committee of Sponsoring Organizations of the Treadway Commission (COSO) framework to evaluate the effectiveness of internal controls over financial reporting. We carried out an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures during fiscal 2014, and concluded that Reko’s controls and procedures are operating effectively to ensure that the information required to be disclosed is accumulated and communicated to management including the Chief Executive Officer and the Chief Financial Officer. A similar evaluation will be performed throughout fiscal 2015.

Based on these evaluations, the Chief Executive Officer and the Chief Financial Officer concluded that Reko’s disclosure controls and procedures and internal controls over financial reporting do not include any material weaknesses and that they were effective in recording, processing, summarizing and reporting information required to be disclosed within the time period specified in the Canadian Securities Administrators (CSA) rules.

QUARTERLY RESULTS

The following table sets out certain unaudited financial information for each of the eight fiscal quarters up to and including the fourth quarter of fiscal 2014, ended July 31, 2014. The information has been derived from the Company’s unaudited condensed consolidated financial statements, which in management’s opinion, have been prepared on a basis consistent with the audited consolidated financial statements contained elsewhere in this Annual Report and include all adjustments necessary for a fair presentation of the information presented. Past performance is not a guarantee of future performance and this information is not necessarily indicative of results for any future period.

	OCT/12	JAN/13	APR/13	JULY/13
Sales	\$ 10,737	\$ 10,504	\$ 10,871	\$ 8,562
Net loss	751	212	224	498
Loss per share: Basic	0.12	0.03	0.03	0.08
Diluted	0.12	0.03	0.03	0.08
	OCT/13	JAN/14	APR/14	JULY/14
Sales	\$ 8,469	\$ 9,298	\$ 10,561	\$ 10,566
Net income	42	54	151	2,051
Earnings per share: Basic	0.01	0.01	0.02	0.32
Diluted	0.01	0.01	0.02	0.32

NORMAL COURSE ISSUER BID

The Company does not currently have an open Normal Course Issuer Bid.

This MD&A contains forward-looking information and forward-looking statements within the meaning of applicable securities laws. We use words such as “anticipate”, “plan”, “may”, “will”, “should”, “expect”, “believe”, “estimate” and similar expressions to identify forward-looking information and statements. Such forward-looking information and statements are based on assumptions and analyses made by us in light of our experience and our perception of historical trends, current conditions and expected future developments, as well as other factors we believe to be relevant and appropriate in the circumstances. Readers are cautioned not to place undue reliance on forward-looking information and statements, as there can be no assurance that the assumptions, plans, intentions or expectations upon which such statements are based will occur. Forward-looking information and statements are subject to known and unknown risks, uncertainties, assumptions and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed, implied or anticipated by such information and statements. These risks are described in the Company’s MD&A and, from time to time, in other reports and filings made by the Company with securities regulators. While the Company believes that the expectations expressed by such forward-looking information and statements are reasonable, there can be no assurance that such expectations and assumptions will prove to be correct. In evaluating forward-looking information and statements, readers should carefully consider the various factors, which could cause actual results or events to differ materially from those, indicated in the forward-looking information and statements. Readers are cautioned that the foregoing list of important factors is not exhaustive. Furthermore, the Company disclaims any obligations to update publicly or otherwise revise any such factors of any of the forward-looking information or statements contained herein to reflect subsequent information, events or developments, changes in risk factors or otherwise.

