

CONSOLIDATED FINANCIAL STATEMENTS OF
NORTHFIELD CAPITAL
CORPORATION
YEARS ENDED DECEMBER 31, 2002 AND 2001

**AUDITORS' REPORT
To the Shareholders of
Northfield Capital Corporation**

We have audited the consolidated balance sheets of Northfield Capital Corporation as at December 31, 2002 and 2001 and the consolidated statements of earnings, retained earnings and cash flows for the years then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the company as at December 31, 2002 and 2001 and the results of its operations and cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

(Signed)

"Smith, Nixon & Co. LLP"

TORONTO, ONTARIO
April 11, 2003

CHARTERED ACCOUNTANTS

NORTHFIELD CAPITAL CORPORATION
CONSOLIDATED BALANCE SHEETS AS AT DECEMBER 31, 2002 AND 2001

	2002	2001
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 911,963	\$ 794,321
Receivables (Note 3)	4,320,586	4,595,040
Marketable securities (market value \$1,759,442; 2001 - \$1,560,445)	1,515,315	1,233,341
Inventories	2,012,855	1,723,319
Prepaid expenses	61,430	87,149
Income taxes receivable	-	206,996
	<u>8,822,149</u>	<u>8,640,166</u>
Long-Term Investments (Note 4)	5,269,162	4,811,418
Notes Receivable (Note 5)	68,224	154,780
Future Income Taxes	193,476	306,552
Capital and Other Assets (Note 6)	<u>3,443,798</u>	<u>3,663,660</u>
	<u>\$ 17,796,809</u>	<u>\$ 17,576,576</u>
LIABILITIES		
Current Liabilities		
Bank indebtedness (Note 7)	\$ 3,189,123	\$ 3,483,772
Due to brokers	295,618	46,781
Accounts payable and accrued liabilities	2,342,790	2,758,940
Income taxes payable	251,407	-
Deferred revenue	37,133	39,089
Demand loan payable, prime plus 2%	500,000	-
Current portion of long-term debt (Note 8)	<u>649,326</u>	<u>801,829</u>
	7,265,397	7,130,411
Long-Term Debt (Note 8)	<u>680,504</u>	<u>1,486,923</u>
	<u>7,945,901</u>	<u>8,617,334</u>
SHAREHOLDERS' EQUITY		
Share Capital (Note 9)	3,583,324	3,513,843
Contributed Surplus	42,831	42,831
Retained Earnings	<u>6,224,753</u>	<u>5,402,568</u>
	<u>9,850,908</u>	<u>8,959,242</u>
	<u>\$ 17,796,809</u>	<u>\$ 17,576,576</u>
On Behalf of the Board		
(Signed)	(Signed)	
<i>"Robert D. Cudney"</i>	<i>"John D. McBride"</i>	
Director	Director	

The accompanying notes are an integral part of these consolidated financial statements.

NORTHFIELD CAPITAL CORPORATION
CONSOLIDATED STATEMENTS OF EARNINGS
YEARS ENDED DECEMBER 31, 2002 AND 2001

	2002	2001
INCOME		
Sales	\$ 21,322,797	\$ 20,470,019
Other income (Note 11)	<u>1,724,646</u>	<u>656,975</u>
	<u>23,047,443</u>	<u>21,126,994</u>
OPERATING EXPENSES		
Cost of sales	15,347,643	15,634,541
Selling and administrative	5,745,842	5,507,902
Amortization	455,783	596,487
Interest on long-term debt	<u>108,101</u>	<u>141,602</u>
	<u>21,657,369</u>	<u>21,880,532</u>
Earnings before income taxes	1,390,074	(753,538)
Income taxes (Note 12)	<u>473,819</u>	<u>(722,004)</u>
NET EARNINGS (LOSS) FOR THE YEAR	<u>\$ 916,255</u>	<u>\$ (31,534)</u>
Earnings per share		
Basic	<u>\$ 0.33</u>	<u>\$ (0.01)</u>
Fully diluted	<u>\$ 0.33</u>	<u>\$ (0.01)</u>
Weighted average Class A and Class B shares outstanding		
Basic	<u>2,748,766</u>	<u>2,509,907</u>
Fully diluted	<u>2,804,001</u>	<u>2,509,907</u>

CONSOLIDATED STATEMENTS OF RETAINED EARNINGS
YEARS ENDED DECEMBER 31, 2002 AND 2001

	2002	2001
RETAINED EARNINGS - BEGINNING OF YEAR	\$ 5,402,568	\$ 5,434,102
Net earnings (loss) for the year	916,255	(31,534)
Excess of cost over paid-up value of repurchased shares	<u>(94,070)</u>	<u>-</u>
RETAINED EARNINGS - END OF YEAR	<u>\$ 6,224,753</u>	<u>\$ 5,402,568</u>

The accompanying notes are an integral part of these consolidated financial statements.

NORTHFIELD CAPITAL CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2002 AND 2001

	2002	2001
CASH PROVIDED BY (USED IN)		
OPERATIONS		
Net earnings for the year	\$ 916,255	\$ (31,534)
Items not involving current cash flows (Note 13)	(986,293)	(483,992)
Net change in non-cash working capital (Note 13)	<u>382,407</u>	<u>(2,006,266)</u>
	<u>312,369</u>	<u>(2,521,792)</u>
INVESTING ACTIVITIES		
Business acquisitions	-	(1,110,000)
Purchase of capital assets	(334,836)	(504,602)
Purchase of long-term investments	(1,586,063)	(1,520,842)
Proceeds on disposal of long-term investments	3,147,030	2,029,880
Issuance of notes receivable	(150,000)	-
Repayment of notes receivable	<u>7,298</u>	<u>-</u>
	<u>1,083,429</u>	<u>(1,105,564)</u>
FINANCING ACTIVITIES		
Change in bank indebtedness	(294,649)	2,093,948
Repayment of long-term debt	(1,258,918)	(975,650)
Proceeds of long-term debt	300,000	111,859
Proceeds from share options exercised	115,000	34,000
Shares repurchased for cancellation	(139,589)	-
Shares issued through private placement	<u>-</u>	<u>260,000</u>
	<u>(1,278,156)</u>	<u>1,524,157</u>
Change in Cash	117,642	(2,103,199)
Cash - Beginning of Year	<u>794,321</u>	<u>2,897,520</u>
Cash - End of Year	<u>\$ 911,963</u>	<u>\$ 794,321</u>

The accompanying notes are an integral part of these consolidated financial statements.

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The consolidated financial statements include the accounts of Northfield Capital Corporation and its subsidiaries (the "Company"). Its major subsidiaries are Northfield Glass Group Inc. and Henry J. Thomas & Son Limited.

Use of Estimates

The preparation of consolidated financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as at the date of the consolidated financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from these estimates.

Financial Instruments

The carrying value of cash, short-term investments, receivables, bank indebtedness, accounts payable and accrued liabilities and income taxes are considered to be representative of their respective values due to their short-term nature.

The fair value of long-term financial instruments approximate carrying values since actual rates approximate market rates.

Revenue Recognition

Revenues are recognized upon shipment and when all obligations have been satisfied and collection is reasonably assured. Contract revenue is recognized on the percentage-of-completion basis with any projected contract losses immediately recognized.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and balances with brokers. Bank borrowings are considered financing activities. Cash also includes a guaranteed investment certificate in the amount of \$600,000 held by the bank as security for a bonding Letter of Credit.

Investments

Marketable securities represent short-term investments which are carried at the lower of cost or market value.

Long-term investments in which the Company has significant influence but not control, are accounted for by the equity method. Other long-term investments are carried at cost less any write-downs for impairments that are other than temporary.

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Inventories

Inventories are valued at the lower of cost and net realizable value. Inventories of work in progress are valued using the percentage of completion method. Raw materials and supplies are valued at the lower of cost and replacement cost.

Capital Assets

Capital assets are stated at cost and are amortized on the diminishing balance method at annual rates ranging from 4% to 30%. Certain leasehold improvements are amortized on a straight-line basis over a five-year term and certain equipment is amortized on a straight-line basis over two years.

Goodwill

Goodwill represents the excess of the purchase price of the Company's interest in subsidiary entities over the fair value of the underlying net identifiable tangible and intangible assets arising on acquisition.

Commencing January 1, 2002 the Company adopted the Canadian Institute of Chartered Accountants (CICA) new recommendations under Handbook Section 3062 "Goodwill and Other Intangible Assets" and Handbook Section 1581 "Business Combinations" which were issued in 2001.

The new standards require non-amortization of existing and future goodwill and intangible assets that meet the criteria for indefinite life. Since goodwill is no longer amortized, the Company must determine at least once annually whether the fair values of the existing goodwill and intangible assets have been permanently impaired. Any permanent impairments are then recorded as a separate charge against earnings and a reduction of the carrying value of goodwill. Upon adoption of the new Sections, the Company evaluated the carrying value of its goodwill and intangible assets and determined that no write-down was necessary.

If the Company had retroactively adopted the accounting policy change of not amortizing goodwill, net earnings for the year ended December 31, 2001 would have been increased by \$186,196. Basic and fully diluted earnings per share would have increased by \$0.07 to \$0.06 per share from \$(0.01) per share. The effect of this policy change would have changed the net loss of \$(31,534) for the year to net earnings of \$154,662. The weighted average fully diluted shares outstanding would have changed from 2,509,907 to 2,600,535, as the effects of the treasury method were previously anti-dilutive.

Adoption of New Accounting Standard for Earnings per Share

During 2001, the Company adopted the new CICA recommendations for the calculation of earnings per share. Under the new accounting policy, the calculation of diluted earnings per share requires the use of the treasury method and assumes any option or warrant proceeds would be used to purchase common shares at the average market price during the period.

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Income Taxes

The Company uses the liability method of tax allocation for accounting for income taxes. Under the liability method of tax allocation, future tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse.

Stock-Based Compensation

In December 2001, the CICA issued Handbook Section 3870 "Stock-Based Compensation and Other Stock-Based Payments." Effective for the Company's fiscal year beginning January 1, 2002, the new Section requires the use of a fair-value based approach of accounting for certain specified stock-based awards. For all other employee stock-based awards, the Section encourages but does not require that a fair-value based approach be used.

The Company records no expense when it issues options. Accordingly, the Section requires that the Company disclose pro forma net earnings and earnings per share data as if the fair-value based approach were used for options granted in 2002.

2. BUSINESS ACQUISITIONS

Effective January 1, 2001, the Company acquired 100% of the outstanding common shares of Kinden Glass Company Limited ("Kinden") for \$1,453,286 and 100% of the common shares of City Thermo Pane Ltd. ("City") and Gerron Transport Ltd. ("Gerron") for \$980,000. These acquisitions have been accounted for using the purchase method and the results of operations are included from the date of acquisition. The fair value of net assets acquired is as follows:

	Kinden	City and Gerron
Net operating working capital	\$ 696,361	\$ 263,827
Capital assets	811,590	1,370,116
Other assets	42,780	57,736
Goodwill	<u>612,229</u>	<u>-</u>
	2,162,960	1,691,679
Other liabilities	(41,045)	(29,458)
Long-term debt	<u>(668,629)</u>	<u>(682,221)</u>
Fair value of net assets acquired	<u>\$ 1,453,286</u>	<u>\$ 980,000</u>
Consideration:		
Cash	\$ 610,000	\$ 500,000
Issuance of shares (Note 9(b))	302,500	-
Notes payable (Note 8)	<u>540,786</u>	<u>480,000</u>
	<u>\$ 1,453,286</u>	<u>\$ 980,000</u>

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

2. BUSINESS ACQUISITIONS (continued)

Effective January 1, 2002, the Company purchased from an officer of the Company, pursuant to a prior agreement, the remaining 30% equity in NewGlass Limited ("NewGlass") for \$58,000. The vendor used these proceeds to partially settle a shareholder's loan due to NewGlass.

On March 1, 2002, the Company purchased from non-related parties the remaining 30% equity position of Sunserve Glass Products Limited ("Sunserve") for \$150. As part of the transaction, Sunserve repaid to the vendors a shareholder's loan outstanding for \$50,000.

3. RECEIVABLES

	2002	2001
Trade accounts receivable	\$ 4,048,328	\$ 4,595,040
Current portion of notes receivable (Note 5)	<u>272,258</u>	<u>-</u>
	<u>\$ 4,320,586</u>	<u>\$ 4,595,040</u>

There is no substantial concentration of credit risk in accounts receivable due to the large number of customers. The Company's management performs ongoing credit evaluations of its customers based on the credit risk applicable to particular customers, historical trends and other relevant information.

4. LONG-TERM INVESTMENTS

	2002		2001	
	Market Value	Cost	Market Value	Cost
Accounted for on the cost basis -				
Cimatec Environmental Engineering Inc. (2001 - 19.4%)	\$ -	\$ -	\$ 442,091	\$ 801,265
Aspen Resources Inc. (formerly Endeavour Resources Inc.)	151,563	930,064	582,000	854,500
FNX Mining Company Inc. (formerly Fort Knox Gold Resources Inc.)	12,587,824	881,444	4,483,274	1,127,445
Guyana Goldfields Inc.	717,370	590,508	245,596	360,000
PanGeo Pharma Inc.	3,271,354	1,014,587	5,059,623	960,762
Suite101.com, Inc.	1,181,195	373,407	637,664	387,278
Other	<u>239,456</u>	<u>239,456</u>	<u>-</u>	<u>-</u>
	<u>\$ 18,148,762</u>	<u>4,029,466</u>	<u>\$ 11,450,248</u>	<u>4,491,250</u>

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

4. LONG-TERM INVESTMENTS (continued)

	<u>2002</u>		<u>2001</u>	
	Market Value	Cost	Market Value	Cost
Accounted for on the equity basis -				
Cimatec Environmental Engineering Inc. -				
Common shares (24.62%)	<u>\$ 601,334</u>	\$ 1,080,528	\$ -	
Share of equity loss		<u>(186,000)</u>	<u>-</u>	
		<u>894,528</u>	<u>-</u>	
Phoenix Performance Products Inc. -				
Common shares (33%)		50		50
Non-interest bearing note receivable, no set repayment terms		295,038		295,038
Share of equity earnings		<u>50,080</u>		<u>25,080</u>
		<u>345,168</u>		<u>320,168</u>
Total long-term investments		<u><u>\$ 5,269,162</u></u>		<u><u>\$ 4,811,418</u></u>

5. NOTES RECEIVABLE

	2002	2001
Note receivable, non-interest bearing, due August 2003, secured by real estate	\$ 112,000	\$ 112,000
Note receivable, bearing interest at 6%, repayable in blended monthly instalments of \$1,010, due April 2006.	35,702	-
Demand note receivable at bank prime rate of interest plus 2%. The effective interest rate at December 31, 2002 was 6.5%.	150,000	-
Note receivable, non-interest bearing with no set repayment terms	<u>42,780</u>	<u>42,780</u>
	340,482	154,780
Less: Current portion	<u>272,258</u>	<u>-</u>
	<u><u>\$ 68,224</u></u>	<u><u>\$ 154,780</u></u>

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

6. CAPITAL AND OTHER ASSETS

Capital Assets

	2002			2001
	Cost	Accumulated Amortization	Net	Net
Land	\$ 296,072	\$ -	\$ 296,072	\$ 285,737
Buildings	1,024,447	343,281	681,166	680,977
Equipment and furnishings	3,415,725	2,392,579	1,023,146	928,994
Vehicles	598,640	405,951	192,689	413,686
Leasehold improvements	<u>397,770</u>	<u>158,156</u>	<u>239,614</u>	<u>253,310</u>
	<u>\$ 5,732,654</u>	<u>\$ 3,299,967</u>	<u>\$ 2,432,687</u>	<u>\$ 2,562,704</u>

Other Assets

	2002	2001
Goodwill	\$ 1,361,712	\$ 1,558,029
Other	<u>46,829</u>	<u>60,212</u>
	1,408,541	1,618,241
Deduct: Accumulated amortization	<u>397,430</u>	<u>517,285</u>
	<u>\$ 1,011,111</u>	<u>\$ 1,100,956</u>
Total Capital and Other Assets	<u>\$ 3,443,798</u>	<u>\$ 3,663,660</u>

7. CREDIT FACILITIES

The Company's subsidiaries have available to them a revolving credit facility with a limit of \$3,000,000 which is secured by a general security agreement on all the present and future assets, properties and undertakings of the subsidiary companies. Under a priorities agreement the Business Development Bank of Canada ("BDC") has a first claim on all land and buildings owned by the subsidiaries. In addition, advances payable to the parent company from the subsidiaries are subject to a Postponement and Assignment Agreement in favour of the bank in the amount of \$2,607,960 (2001 - \$3,774,886). Interest is calculated at the bank's prime rate of interest plus 1%. The effective interest rate at December 31, 2002 was 5.5% (2001 - 8.5%).

As at December 31, 2002, the subsidiaries were in violation of certain covenants under their banking agreements. Northfield Capital Corporation has provided a cross-guarantee for the bank indebtedness.

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

8. LONG-TERM DEBT

	2002	2001
Non-interest bearing promissory notes payable, no set repayment terms.	\$ 93,990	\$ 93,990
BDC term loan, repayable in monthly instalments of \$3,750 plus interest at BDC floating rate plus 1%, maturing June 2006.	157,500	202,500
BDC term loan, repayable in monthly instalments of \$1,667 plus interest at BDC floating rate plus 1%, maturing November 2007.	98,353	118,375
BDC term loan, repayable in monthly instalments of \$1,800 plus interest at BDC floating rate plus 1%, maturing December 2008.	129,600	151,200
BDC term loan, repayable in monthly instalments of \$2,459 plus interest at BDC floating rate plus 1%, maturing June 2009.	191,802	221,310
BDC term loan, repayable in monthly instalments of \$1,246 plus interest at BDC floating rate plus 0.6%, maturing December 2010.	111,936	125,928
Bank term loan, repayable in monthly instalments of \$5,000 plus interest, bearing interest at bank prime rate plus 1.5%, maturing March 2007. The effective interest rate at December 31, 2002 was 6%.	255,000	-
Notes payable, non-interest bearing, payable on January 1, 2004. As security, the Company has pledged 51% of the shares acquired (Note 2).	195,834	1,020,786
Other	95,815	7,126
Notes payable, repaid in the year	-	347,537
	1,329,830	2,288,752
Deduct: Current portion	649,326	801,829
	\$ 680,504	\$ 1,486,923

As security for all BDC term loans, Northfield Glass Group Inc. has provided a mortgage on land and building and a general security agreement covering all its assets. The BDC floating interest rate at December 31, 2002 was 6%.

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

8. LONG-TERM DEBT (continued)

Principal repayments of long-term debt are as follows:

2003	\$ 649,326
2004	143,866
2005	143,344
2006	63,034
2007	68,437
Thereafter	<u>261,823</u>
	<u>\$ 1,329,830</u>

9. SHARE CAPITAL

(a) Authorized

An unlimited number of -
Class A restricted voting shares
Class B common shares having 500 votes per share, convertible into one Class A restricted voting share; ownership is restricted to the original promoters of the Company
Preference shares

(b) Issued

	Number of Shares	Consideration
Class A restricted voting shares		
Balance - December 31, 2000	2,413,687	\$ 2,709,663
Share options exercised	17,000	34,000
Shares issued on acquisition of subsidiary (Note 2)	55,000	302,500
Shares issued on conversion of debt	133,334	200,000
Shares issued for cash through private placement	<u>80,000</u>	<u>260,000</u>
Balance - December 31, 2001	2,699,021	3,506,163
Share options exercised	57,500	115,000
Shares repurchased for cancellation	<u>(33,808)</u>	<u>(45,519)</u>
Balance - December 31, 2002	2,722,713	3,575,644
Class B common shares		
Balance - December 31, 2000, 2001 and 2002	<u>3,720</u>	<u>7,680</u>
	<u>2,726,433</u>	<u>\$ 3,583,324</u>

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

9. SHARE CAPITAL (continued)

(c) Options

As at December 31, 2002, options were outstanding to certain officers, directors and key employees for the purchase of Class A restricted voting shares as follows:

Date of Grant	Number	Exercise Price	Expiry Date
August 10, 1998	50,000	\$2.00	August 10, 2003
January 21, 1999	55,000	\$2.50	January 21, 2004
June 26, 2000	15,000	\$5.00	June 26, 2005
February 19, 2002	150,000	\$5.50	February 19, 2007
February 25, 2002	<u>5,000</u>	\$5.00	February 25, 2007
	<u>275,000</u>		

The Company records no expense when it issues options. Had the Company elected to recognize the cost of its stock-based compensation based on the estimated fair value of stock options granted, the Company's results would have been as follows:

Year ended December 31, 2002

Fair value of options granted and compensation expense	\$177,495
Pro forma net earnings	\$738,760
Pro forma basic earnings per share	\$0.27
Pro forma fully diluted earnings per share	\$0.26

The fair value of stock options granted is estimated using the Black-Scholes option pricing model on the date of grant with the following weighted average assumptions:

Stock price at grant date	\$5.48
Exercise price	\$5.48
Expected life of options (years)	3.0
Expected stock price volatility	157%
Expected dividend yield	Nil
Risk-free interest rate	3.38%

10. EARNINGS PER SHARE

The earnings per share figures were calculated using the weighted average aggregate number of Class A restricted voting shares and Class B common shares outstanding during the year (2002 - 2,748,766 shares; 2001 - 2,509,907 shares).

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2002 AND 2001

11. OTHER INCOME (EXPENSE)

	2002	2001
Gain on sale of long-term investments	\$ 2,210,756	\$ 654,370
Gain on sale of marketable securities	64,417	(2,610)
Investment and other income	103,121	171,938
Write-down of investments	(357,657)	(172,069)
Gain on sale of capital assets	38,171	136,104
Write-down of intangible assets	(134,618)	(155,838)
Equity earnings (loss)	<u>(199,544)</u>	<u>25,080</u>
	<u>\$ 1,724,646</u>	<u>\$ 656,975</u>

12. INCOME TAXES

(a) The future income tax asset is comprised of the following temporary differences:

	2002	2001
Capital and other assets	\$ 249,470	\$ (72,256)
Income tax losses	<u>(55,994)</u>	<u>378,808</u>
	<u>\$ 193,476</u>	<u>\$ 306,552</u>

(b) The major factors that cause variations from the Company's combined federal and provincial statutory Canadian income tax rates of 39.2 % (2001 - 41.7%) were the following:

	2002	2001
Earnings before income taxes	<u>\$ 1,390,074</u>	<u>\$ (753,538)</u>
Expected income tax expense at statutory rates	\$ 544,909	\$ (314,225)
Increase (decrease) resulting from:		
Non-taxable portion of capital gains	(453,415)	(123,604)
Flow-through share deductions	(58,800)	-
Non-capital losses previously unrecognized	(47,800)	(367,877)
Unrecognized losses of subsidiaries	231,233	222,221
Equity loss	78,221	(10,458)
Other	<u>179,471</u>	<u>(128,061)</u>
	<u>\$ 473,819</u>	<u>\$ (722,004)</u>

NORTHFIELD CAPITAL CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
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12. INCOME TAXES (continued)

(c) The details of the provision for income taxes are as follows:

	2002	2001
Current provision (recovery)	\$ 454,111	\$ (232,996)
Future provision (recovery)	<u>19,708</u>	<u>(489,008)</u>
	<u>\$ 473,819</u>	<u>\$ (722,004)</u>

13. STATEMENT OF CASH FLOWS

(a) Items not involving current cash flows

	2002	2001
Amortization	\$ 457,739	\$ 594,531
Equity loss	199,544	(25,080)
Future income taxes	113,076	(517,634)
Gain on sale of capital assets	(38,171)	(138,301)
Gain on sale of long-term investments	(2,210,756)	(746,834)
Write-down of investments	357,657	330,104
Other	<u>134,618</u>	<u>19,222</u>
	<u>\$ (986,293)</u>	<u>\$ (483,992)</u>

(b) Net change in non-cash working capital balances

Receivables	\$ 496,718	\$ 17,961
Marketable securities	(639,631)	(455,255)
Inventories	(289,536)	(278,519)
Prepaid expenses	25,719	56,441
Income taxes	458,403	(1,023,009)
Accounts payable and accrued liabilities	(416,147)	(214,303)
Deferred revenue	(1,956)	(156,363)
Demand loan payable	500,000	-
Due to brokers	<u>248,837</u>	<u>46,781</u>
	<u>\$ 382,407</u>	<u>\$ (2,006,266)</u>

(c) Supplemental information

Interest paid	<u>\$ 301,950</u>	<u>\$ 374,843</u>
Income taxes paid	<u>\$ 27,485</u>	<u>\$ 47,500</u>

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14. RELATED PARTY TRANSACTIONS

During the year, the Company paid an officer consulting fees of \$120,000 (2001 - \$123,000) and the Company paid rent of \$43,080 to a company controlled by another officer. These transactions were in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

15. CONTINGENCIES AND COMMITMENTS

Operating Leases

The Company is committed to and contingently liable for annual rental payments for premises and equipment as follows:

2003	\$ 267,221
2004	212,521
2005	182,521
2006	164,623
2007	<u>151,326</u>
	<u>\$ 978,212</u>

16. SEGMENTED INFORMATION

Glass sales and installation - Henry J. Thomas & Son Limited operates in the province of Newfoundland; Northfield Glass Group Inc. operates in the provinces of Nova Scotia, New Brunswick, Prince Edward Island and Newfoundland.

Other - Corporate activities and other.

	2002	2001
Revenues		
Glass sales and installation	\$ 21,322,797	\$ 20,396,119
Other	<u>2,313,344</u>	<u>730,875</u>
	<u>\$ 23,636,141</u>	<u>\$ 21,126,994</u>

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16. SEGMENTED INFORMATION (continued)

	2002	2001
Earnings before income taxes		
Glass sales and installation	\$ 249,381	\$ (643,898)
Other	<u>1,140,693</u>	<u>(109,640)</u>
	<u>\$ 1,390,074</u>	<u>\$ (753,538)</u>
Additions to capital assets		
Glass sales and installation	\$ 332,246	\$ 498,656
Other	<u>2,590</u>	<u>5,946</u>
	<u>\$ 334,836</u>	<u>\$ 504,602</u>
Total assets		
Glass sales and installation	\$ 10,797,338	\$ 11,162,385
Other	<u>6,999,471</u>	<u>6,367,410</u>
	<u>\$ 17,796,809</u>	<u>\$ 17,529,795</u>
Amortization expense		
Glass sales and installation	\$ 456,260	\$ 593,219
Other	<u>1,479</u>	<u>1,312</u>
	<u>\$ 457,739</u>	<u>\$ 594,531</u>

17. COMPARATIVE FIGURES

The comparative consolidated financial statements have been reclassified from statements previously presented to conform to the presentation of the 2002 consolidated financial statements.