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Date MAR 20 1942
GENERAL PASS No. 13582
NATIONAL HARBOURS BOARD
CONSEIL DES PORTS NATIONAUX
MONTREAL

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Employed by / Au service de LONGSHOREMAN No. 717
 Signature of holder / Signature du porteur Louis Toupin
Black Des Guzman
 Pass Bureau Issuing Officer / Officier Emetteur du Bureau des Laissez-Passer
 Port Manager / Gerant du P





Canada

OLD PORT OF MONTRÉAL CORPORATION

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www.oldportofmontreal.com

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The Old Port of Montréal is a site of historic importance. It boasts a rich archaeological history from a technological, industrial, port, maritime, commercial and human standpoint. The Old Port is a place that people identify with. It first was an active port, a transit point for goods and a meeting place for so many people. Today, the Old Port welcomes millions of visitors. The Old Port of Montréal's history should be highlighted and promoted so that Montrealers can learn about its important past and make the Quays a vibrant, lively and contemporary place to be.



The Old Port is of historical importance not only due to its buildings and facilities, but also because it has operated as a port since the founding of Montréal. The infrastructure period with apparent development work in the early 20th century has been given priority. The interpretive material developed reflects the site's rich history. Scientific knowledge is required for all promotional efforts to ensure quality results. Work is planned with the big picture in mind.

Interpretive program

In 2008, a series of consultations with historians and museologists, an analysis of action taken by the OPMC over the years to interpret the site's history and the completion of an unprecedented historical summary resulted in the development of the Old Port heritage interpretation program. It is a living instrument that serves as a guide for presenting the site's history through tangible and intangible evidence. The objective of the interpretation program is to help Montrealers to discover a unique site whose historical significance is unknown to them and which will be a source of pride.

People's history is at the heart of the Old Port

Interpreting a site's heritage means taking all "objects" that are presented and creating a result, an impression, a memory that is greater than the sum of the "objects" themselves.



lection

The goal is to give the visitor a unique experience to foster a new understanding of the site.

A content-based approach focussing on people's history serves as the cornerstone for the program. This type of approach encourages the visitor to develop a feeling for the past and an understanding of the reality of the people living at the time.

People who are a part of the Old Port's history, from business men to dock labourers, are a window on various historical realities. The Old Port site and the various interpretive materials only make sense when considered from a human perspective.

The Old Port's historical discourse

The various research and consultations that resulted in the creation of an interpretation program have also made it possible to identify the major heritage content-related themes to be presented to the visitor.

Development of the Port of Montréal

Merchants and business men work to develop the port and ensure its growth to make it the greatest port in Canada and one of the most important ports in North America.

The port is a key part of the transportation network

All of the development work carried out at the port of Montréal over the centuries is related to increased trade. Larger and faster vessels were used, a larger number of higher piers were built to accommodate them, greater storage facilities were created, more rail lines were put in place to connect maritime and ground transportation. The port is therefore the place where various modes of transportation come together.

An industrial machine on the move – frenzy of activity from 1896 to 1930

A series of infrastructure-related work began at the port in the early 20th century. The port therefore acts as a fabulous machine whose parts must be understood to appreciate its technological and historical value.

Montréal is the world's destination, with something for everyone

Goods have always come through the port of Montréal. Analyzing import and export activity sheds new light on Montréal's economic evolution and on its openness to the global market.

A day at the port

The port was bustling with activity, be it in the 19th century, the 1920s or the 1960s, making it the busiest place in the city. It was a perfect example of urban mix, with leisure, business, transshipment, travel, and restaurant activities were held side by side, attracting so many people from different walks of life.



Bedding unloading, Victoria Pier, 1920
© OPMC / Bégin Family Collection



Truck loading, 1951
© OPMC / Gillespie-Munro Inc. Collection



Tug boats, 1930's
© OPMC / Couillard Family Collection



Family portrait, 1929
© OPMC / Refor Family Collection

A variety of experience

Various milestones for the visitor's experience are developed based on themes and taking into consideration various aspects of the site to be interpreted as well as the known historical content. The experience comes from how the visitor will learn about the site's history. This experience-based approach speaks directly to visitors, arouses their curiosity and answers questions, two attitudes of openness to history that must be nurtured. It speaks to the visitor's feelings, thoughts and senses. Finally, each visit to the Old Port can be unique due to the four types of experience--*browsing*, *exploring*, *observing* and *exchanging*--which are so clearly different.

Browsing means looking at the site as a whole from the outside and considering the successive elements to see the big picture.

Exploring involves carefully studying and examining. The visitor discovers the site's physical remains in all of their fascinating details, seen from the inside in their historical context.

Observing suggests carefully considering with the aim of knowing and examining. What is being observed here is the water, the river and its morphology, which led to the development of Montréal and its port area over the centuries.

Exchanging allows the visitor to meet real or virtual people and to share their experiences. The visitor listens, sees people who are a part of the port's history. Experiences are shared to document history, especially people's history, from a historical and contemporary perspective.

Projects completed in the last three years

Historical summary

Despite the important role that the Old Port has played in Montréal's growth and development, few Montrealers know about its history. The history of the Old Port is told as part of other histories. Articles have been written on the port, but they deal with very specific periods, subject matter or time capsules.

The OPMC decided to write this historical summary to ensure that a document telling the Old Port's whole story exists. Based on existing documents, this work done under the supervision of historian Paul-André Linteau summarizes all that is currently known about the port of Montréal's history. It has made it possible to establish new areas of research to round out this knowledge.

Historical research program

Various archive research has been carried out since 2008 to complete the new content on the Old Port's history and to provide material for projects being developed. All of the archive contents of the port of Montréal, an essential and valuable partner for this research, were indexed, making it possible to narrow down areas of research.

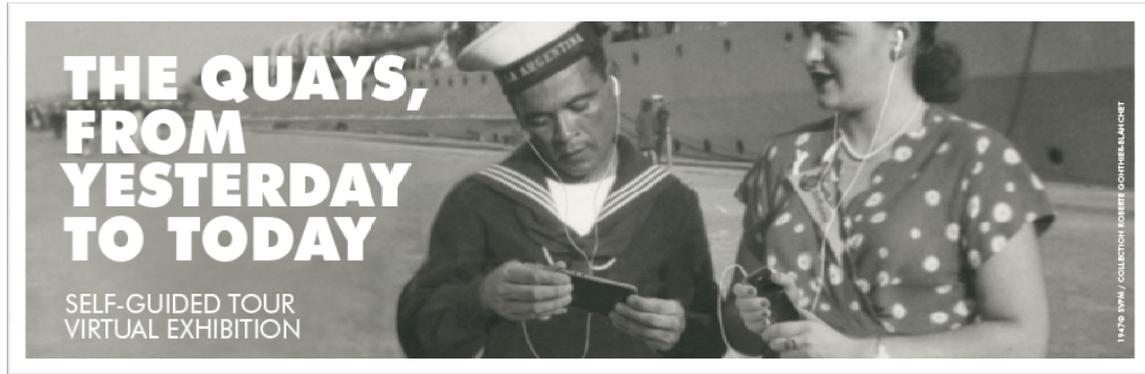
Biographical notes were prepared for each harbour commissioner, analytical data cards were completed for the maritime companies operating at the port and some of the annual reports of the Commission du Havre de Montréal were indexed to provide a basis for understanding the development of the port from an historical perspective.

It is also important to mention that the OPMC is a member of the executive committee of UQAM'S Laboratoire d'histoire et de patrimoine de Montréal, a discussion forum including a multidisciplinary team of professors, Québec and Montréal historians recognized for their expertise in various fields of heritage study and involved in applied research, in addition to partners from government organizations, cultural institutions and community and other associations.



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Self-guided tour: *5 Generations, one Port*

A self-guided tour, *5 Generations, one Port*, was developed to teach Montrealers about the Old Port’s history as seen through human activity. This tour shows the type of activity that was seen on the quays and in the port area as narrated by a fictional port worker, Robert “Bob” Bordeleau, a colourful character who knows the port like the back of his hand. A retired port worker himself, several generations of his family have participated in the port’s evolution in one way or another. Through many stories, he talks about the various jobs filled by his ancestors.

Visitors use mobile technology to discover the Old Port’s history while walking on the site.

The on-site experience is enhanced by a wealth of archived photographs showing how the port infrastructures, the landscape, the neighbourhood and human activity have changed over time. The visitor sees what the surroundings looked like in another era.

Treasure hunt

Archived documents provide little information on the daily lives of the people who have come to the port over the years. What did people think about the port and its surroundings? What was life at the port like? What types of relationships did people have with one another? What rituals were followed? What were the dynamics of surrounding neighbourhoods?

The treasure hunt was created, asking Quebecers for any pictures or personal mementos relating to the Old Port between 1930 and 1967, to answer these questions. At the same time, the OPMC wanted to collect more historical information via personal stories and anecdotes from port users.

The treasure hunt was a huge success. A total of 125 people joined in the fun, providing 66 personal accounts and more than 1,000 documents, most of them not seen before. These incredibly compelling documents provided special meaning. Together with vivid personal accounts as part of an initiative to showcase the site’s heritage, they will give the Old Port a human face, which is what the OPMC is trying to achieve.



Action Stations: Life at the Port of Montréal, 1939-1945

The result of extensive archive research, *Action Stations: Life at the Port of Montréal!* lets the visitor discover the Port of Montréal during the Second World War, something not often considered before. Created in electronic format, this exhibition connects historic events with the daily lives of nine fictional characters who tell part of this history in their own way. Such an endeavour involves considerable research. More than half of the pictures included with *Action Stations!* have never been shown before.

Immerse yourself in the lives of nine fictional but believable characters who witness the realities of war, the social climate, and major events at the port, each from their unique perspectives. With Kate and Phil, discover the port's role in mobilizing the war effort and supplying the Allies. Follow Victor as he keeps his eyes open for spies. Tag along with sailors Louis, Nelson and William to Montréal dances as they try to forget about the dangers of convoy escort duty and German submarines in the St. Lawrence.

This subject was chosen with historical advisers following a study of potential themes that could showcase the Old Port's history. Research in our archives showed that this subject matter is both relevant and interesting. In fact, this exhibition sheds light on a new area never considered before either in museums or university programs: the role played by the Old Port of Montréal during the Second World War.

Upcoming projects

There will be many ways to discover the heritage of the Old Port of Montréal in the years to come. New interpretive panels, a self-guided tour using geolocation and augmented reality, and a revamped interpretation booklet are being prepared. A new educational program is also being developed for school groups. Of course, research efforts are continuing for these projects and the unique stories obtained from the treasure hunt will be featured.

Building condition report shows that work is necessary

The updated *Building Condition Report (BCR)*, which was completed in April 2011, shows that most of the buildings at the Old Port are quite old and require unplanned work, most of which is urgent, to ensure their conservation, remedy deterioration and bring them up to current safety standards. This work will begin in 2011-2012 and will be carried out in order of priority.

The Quays of the Old Port are more popular than ever!

Due to an absolutely gorgeous summer, exceptional programming and the many events that premiered at the Quays of the Old Port (QOP), more than 6.6 million visitors came out to the Quays this past year, a 20% increase compared to a year earlier and a record result.

Among the new events being featured, the grand premiere of *Totem* by the Cirque du Soleil, and *iD*, by Cirque Éloize, as part of the *Montréal Complètement cirque!* event has strengthened the QOP's positioning as a national and international partner in the world of circus arts. In all, more than 256,000 visitors came to see these two shows.

The maritime theme took on even more importance with two new events in September 2010: the very first *Salon du Bateau à Flot de Montréal*, an outdoor boat show, and the *Tall Ships on the Quays*, an event that attracted 150,000 visitors over a four-day period, five times the number of people expected! In addition, the Port d'escale underwent major renovations to ensure that its facilities meet international standards. The river continued to attract visitors with the arrival of an original gourmet getaway cruise concept, *Croisières Belvü*, as well as *Bota Bota*, the spa on the water.

Open year round, the QOP continue to be the coolest winter destination in Montréal, with more than 1.55 million visitors coming to enjoy the attractions.

This year, the *Feux sur Glace TELUS* kicked off the winter programming by presenting six pyromusical fireworks shows on the Jacques Cartier Pier, two more than in previous years. More than 43,000 people came to see the entire series, a 137% increase over 2009-2010. The *Igloofest* continues to be the other showcase event on the QOP during the winter, attracting close to 59,000 winter night club enthusiasts, a 40% increase over last year.

Bold initiatives at the Montréal Science Centre!

Some bold new initiatives marked the year following the tenth anniversary of the Montréal Science Centre (MSC). The MSC food court has been completely transformed and *idTV*, one of the permanent exhibitions, has been relocated and re-configured, thereby enabling the MSC to create a larger temporary exhibition hall to present international-calibre blockbuster exhibitions. At the end of this fiscal year, 291,000 visitors came to discover the MSC's exhibitions, a result which slightly exceeded objectives.

The MSC certainly took a bold step by presenting *Sex: A Tell-all Exhibition!* Developed in collaboration with young people, parents and health and education professionals, this temporary exhibition was of great interest, especially with school groups. Close to 235,000 people saw this exhibition.

Yet another first was the creation of a multidisciplinary cultural event, *Montréal, City of Glass*, in collaboration with Société des directeurs des musées montréalais and 26 Montréal museums. The MSC inaugurated *SiO₂: The Science of Glass*, a temporary exhibition as part of this event presented from May 2010 to March 2011.

Close to 170,000 visitors were fascinated to discover the chemical properties of glass, as well as its origins and applications.

Young people are at the heart of MSC programming, and the repeated success year after year of the Eureka! Festival and the *Technofolies* is a testament to an undying interest in science and technology. These two events lasting a few days each attracted—and delighted—53,000 and 16,000 visitors respectively.

The IMAX[®]TELUS Theatre continues to stand out from the increasingly intense competition from commercial movie theatres by offering customers a unique movie experience, with scientific documentaries and 3D films projected on a giant screen. In 2010-2011, the number of people purchasing movie tickets was below objectives, in spite of a very successful film such as *The Ultimate Wave Tahiti 3D*. Competition from theatres with smaller IMAX[®] screens presenting digital 3D films has been fierce. A total of 355,000 people experienced the IMAX[®]TELUS Theatre this year, a 3% decrease compared to the 366,000 people last year.

A new labour agreement in 2010

The spring of 2010 started off on the right note with the renewal of two labour agreements with unionized employees affiliated with the Public Service Alliance of Canada, thereby ensuring a good deal until March 31, 2014.

Launched in the spring of 2010, the *Code of ethics and professional conduct*, the product of consultations with employees and management, is the cornerstone for applying the values that will guide the behaviour of the Corporation's managers and employees.

All media lead to the Quays

The Corporation's marketing strategy is resolutely focused on the Internet in 2011. The Old Port's website has become the premiere source of information on its activities, and all of the efforts being made have an objective of attracting Internet users. Year after year, the number of visitors has increased by 25% to 30%. A new on-line ticket system launched in the spring now lets visitors purchase tickets from the comfort of their own homes.

Special efforts were made in 2010 to promote two major events being showcased at the MSC: the centre's 10th anniversary and *Sex: A Tell-all Exhibition!* To celebrate the MSC's 10th anniversary, a public relations campaign resulted in a series of media reports.

A total of 13 advertising campaigns and 23 public relations initiatives were carried out in 2010-2011 in support of all of the Old Port's activities.

The Quays of the Old Port continue to enjoy a remarkable level of awareness of 96%. Moreover, the Quays' already enviable reputation jumped with a perceived level of excellence of 93% compared to 81% last year.

The Old Port is forever changing

On the operations front, the Corporation renewed the facilities at the Port d'escale, replaced the parking system and equipment and put in place a series of measures to ensure environmental protection and preservation, such as replacing lighting equipment and involving concession holders in putting in place tailored measures to manage environmental considerations.



After two years as Chairman of the Old Port of Montréal Corporation, I am still impressed by the drive and creativity of our whole team. I am lucky to be in the best position to see all the work that is done each and every day, by our tireless staff who provide such impressive results year after year. We owe it to our team if we have been ranked the top tourist destination in Québec, and the second most popular destination in all of Canada, for several years running.

The Old Port of Montréal welcomed close to 6.6 million visitors this year, which is 20% more than last year. Although the hot and beautiful summer of 2010 was surely a factor, this success is mainly attributable to our quality programming and ability to listen to the needs of the neighbouring community.

The Old Port of Montréal Corporation must maintain ties with the community. That is why my Board colleagues, the President and Chief Executive Officer and I have met with representatives of the various levels of government as well as stakeholders to present our vision for the Old Port's development and the issues that must be addressed in the short term to obtain their support and involvement and ensure that they act as our ambassadors. It is our conviction that the ongoing viability of the Old Port's facilities must be ensured and that constant investments must be made to deal with rather intense competition and to ensure our positioning as a leader in the recreational tourism industry.

The Montréal Science Centre, which opened to the public on May 1, 2000, celebrated its 10th anniversary in 2010. Now more than 10 years old, this recreational science complex has welcomed more than seven million visitors—equivalent to almost the entire population of Québec! A total of 1.2 million school children have come to the science centre. Who knows whether some may have discovered a love of science after seeing our exhibitions and activities. We certainly hope so and are committed to continuing our work with the help of our partners in the community. I would like to thank Claude Benoit, our President and Chief Executive Officer, for her commitment and for leading her team to achieve such a level of success. I also congratulate her for being chosen the *La Presse–Radio-Canada* personality of the week, in recognition of the Montréal Science Centre's 10th anniversary. This is a very well-deserved honour.

I would also like to point out that the Board mandates of Yves-André Godon and Yvon Martin have been renewed and thank these gentlemen for their involvement. In addition, I would like to take this opportunity to thank all of the directors for their hard work and commitment to the Corporation in the past year.

Finally, we have learned that we will now be reporting to the Honourable Rona Ambrose. I express my sincere thanks to the Honourable Rob Merrifield and the Honourable John Baird for listening to our concerns and supporting our projects.

The Chairman of the Board

A handwritten signature in black ink, appearing to read "Gerry Weiner".

Gerry Weiner P.C.



In 2010-2011, visitors who came to the Old Port of Montréal saw boats, circus artists and bold exhibitions. A host of new events and activities premiered from the Clock Tower Pier to the Quai des Éclusiers thereby strengthening the Old Port's position as a key Montréal tourist destination.

I would like to thank all of our teams for their hard work, which has made 2010-2011 a record year. We owe this success to our employees, who supported our fundamental values of commitment, teamwork and excellence and put them into practice. Our success is also the result of our employees' innate ability to provide good customer service and their profound respect for the Old Port's heritage, of which they are responsible guardians. I feel privileged to work alongside these men and women, who truly care about the Old Port, each and every day!

I would like to recognize the creativity, professionalism and entrepreneurial spirit of our partners, event producers and concession holders. Thanks to their contributions, the Old Port can stand out from other Montréal destinations and offer the visitor both surprises and cherished memories.

After 10 years of building, I congratulate all of the teams working at the Montréal Science Centre. We have built this institution together and made it grow to the point where it is now part of international networks due to its bold exhibitions and educational and cultural programming. Thank you for staying the course and for continuing to make a difference in our community.

I would also like to take this opportunity to mention the major work that was carried out to assess the condition of our assets and the conclusions that we have reached. The Old Port of Montréal is a precious piece of Canadian heritage and the fact is that it will take another few years to make some of our facilities accessible to the general public. It is important to accept, right now, that our quays are "living" facilities and that we must make constant and regular efforts to ensure their preservation since they are a testament to a history rich in symbolism in addition to being the cornerstone and infrastructure of our performance.

I would also like to thank Patrick Goineau and Richard Tardif, two vice presidents who left us this year, for their valuable contributions. Also a sincere word of thanks to the Crown Corporation Secretariat headed by assistant deputy minister André Morency. We have just learned that we will now be reporting to the Department of Public Works and Government Services Canada. It is extremely important that I mention the valuable contribution made by the Secretariat's entire team to the Old Port of Montréal Corporation's affairs.

In closing, I come back to the theme of this annual report: our history and heritage. The Old Port of Montréal Corporation has a duty to remember and, in recent years, we have decided to invest in researching and interpreting our history so that all Canadians can understand and appreciate the important role played by the historic Old Port in Canada's evolution. I was very touched to hear the stories of citizens, former port workers as well as their children and grandchildren, all of whom made contributions via our treasure hunt to reflect events and illustrate how people lived, enabling us to show, in a tangible and virtual way, the impact that Montréal and its maritime and industrial port facilities have had on Canada's cultural and economic development. I thank everyone for their contribution.

President and Chief Executive Officer,

A handwritten signature in black ink that reads "Claude Benoit". The signature is written in a cursive, flowing style.

Claude Benoit, C. M.

MANDATE

The Old Port of Montréal Corporation Inc. was created by the government of Canada with the mandate of developing and promoting the Old Port of Montréal's territory, and of administering and managing Crown property as an urban recreational, tourist and cultural site.

The territory of the Old Port of Montréal, which represents an area of 40.7 hectares, is 2.2 kilometres long and lies along the St. Lawrence River, bordering on Old Montréal. It has received historical recognition.

The Old Port is near Pointe-à-Callière, where the city of Montréal was founded, and Saint-Laurent Street, for which the section between the Old Port and Jean-Talon Street has been classified as an historic district by the Historic Sites and Monuments Board of Canada.

GOVERNING STATUTES

The Corporation is a business corporation incorporated on November 26, 1981 under the *Canada Business Corporations Act*. It is a wholly owned subsidiary of the Canada Lands Company Limited (CLC), a Crown corporation registered under Part I of Schedule III of the *Financial Administration Act*. In accordance with Order in Council P.C. 1987-86, the Corporation is subject to certain provisions of the *Financial Administration Act* as if it were a parent Crown corporation, listed in Part 1 of Schedule III.

As at March 31, 2011, the Corporation reported to Parliament on its operations through the Minister of Transport, Infrastructure and Communities, the Honourable John Baird, the leader of the government in the House of Commons. Further to the May 2, 2011 election results, the Corporation will henceforth be reporting to the Honourable Rona Ambrose, the Minister of Public Works and Government Services.

PRODUCTS AND SERVICES

The site of the Old Port of Montréal is an exceptional location for walking, entertainment, discovery, learning and relaxation. The Corporation offers a wide array of services and reaches a vast clientele composed of children and adults, Montrealers and Canadian and foreign tourists alike.

Promoting the Development of the Old Port of Montréal's territory

In accordance with its mandate, the Corporation must put in place the basic infrastructure, equipment and services to:

- Satisfy the public's interest;
- Contribute to the sector's commercial development;
- Invest in the refitting or construction of certain buildings.

Project cost assessments and feasibility analyses, calls for tenders, the conclusion of public works, service and supply contracts, the planning and performance of work, as well as transactions with purchasers or concession holders are some of the services provided by the Corporation within this framework.

Administering, Managing and Maintaining Property

The Corporation is responsible for ensuring the adequate maintenance of the quays, as well as the related land, buildings, equipment and facilities. Security, maintenance and mechanical services, the development of green space and environmental management services make the Old Port site enjoyable, clean, safe and functional for commercial operations and public attractions. The conservation and protection of the site's architectural and landscape heritage are ensured with regular maintenance as well as repairs to and the preservation of buildings and equipment, with the resources at its disposal.

Managing, Developing and Holding Activities on an Urban Recreational, Tourist, and Cultural Site

The Quays of the Old Port business unit is in charge of showcasing the site's historical, maritime and harbourfront character as well as the variety of programmed events offered throughout the year. The Quays therefore offer the following:

- on-site hospitality and information services;
- a number of entertainment activities;
- shows and events organized by outside producers;
- the Port d'escale and La Balade, which provides a guided tour of the site;
- concession holders operating maritime, sporting or outdoor activities as well as various restaurant services;
- a refrigerated outdoor skating rink; and
- parking facilities.

The Montréal Science Centre business unit is in charge of:

- permanent and temporary interactive exhibitions in the field of science;
- cultural and educational activities in the field of science;
- the IMAX®TELUS Theatre;
- corporate rental services;
- restaurant and boutique concession holders.

Corporate services support the work of the two business units, assuming responsibility for:

- site development as well as construction and maintenance projects;
- financial and administrative matters, as well as information technology management;
- human resources management;
- all activities related to marketing, communications, the search for partners and strategic alliances with the private sector, as well as the various levels of government.

SOCIAL RESPONSIBILITY

The Corporation's social responsibility is guided by three government objectives, which were reiterated and supported in the guiding principles for development resulting from the public consultations in 1985-86:

- **Improve urban living conditions and public access to the river**
 - *Everyone should have access to the site and be able to move about freely and easily.*
 - *All development should preserve or highlight the exceptional vistas of the site itself, the river, and the city.*
 - *All development should reflect real collective needs for which the site is particularly appropriate.*
- **Protect and promote Canadian cultural heritage**
 - *The Old Port's significant historical, maritime, and harbour relics should be highlighted.*
- **Contribute to economic development efforts**
 - *The Old Port should encourage and support rather than compete against neighbouring areas.*
 - *Make the Old Port's development a complementary part of the development of greater downtown Montréal area.*
 - *Encourage the participation of the various levels of government in the planning and management of its development.*

In each of its endeavours, the Corporation is concerned about preserving visual contact with the river. Access to the site, as well as to a large number of activities, is free. The programming which it offers is chosen based on events that respect the particularities of the site, that meet the needs of customers and that protect the Old Port's environment. Given the nature of the Corporation's operations, its concerns are always focussed on providing top-quality service to the visitor.

As a leading social player, the MSC seeks to interest young people in a scientific career and to train the next generation of scientists to meet the challenges facing companies and researchers. The MSC contributes to promoting innovations and offers tools that have been adapted to help teachers in their work.

Due to its involvement in the scientific community, the MSC has become a hub for people in the education sector and museums, scientific associations and scientists themselves. It is also committed, together with other organizations, to helping young people from underprivileged areas to discover the world of science and technology.

The Corporation, which is responsible for managing a unique national heritage site, attempts to preserve facilities to the best of its abilities. It is aware of the value of the site's heritage value and takes action with the means at its disposal. In addition, it disseminates the quality and diversity of Canadian culture as well as that of its communities through its programming.

The Corporation plays an active role in community life and is in constant contact with Montréal organizations and institutions. It sits on the *Table de concertation du Vieux-Montréal* and the *Regroupement des organismes culturels du Vieux-Montréal*. It is also in constant dialogue with the *Association des résidents du Vieux-Montréal* to preserve the environment and the quality of life of residents and with the *Société du Havre de Montréal*.

The Corporation is a corporate citizen of Montréal and makes its voice heard when investments must be made for the conservation and enhancement of assets and infrastructure, the improvement of citizens' quality of life and safety, and local economic and cultural development.

There is no doubt that enhancing the Old Port site, its facilities and its heritage aspects, and increasing the number of quality cultural and recreational activities offered, contribute to the city's cultural and socio-economic vitality, to its recognition and to its national and international visibility.

VALUES

The Corporation has identified values that guide its decisions in managing the Old Port. The Corporation values:

- Physical, economic, and cultural accessibility to its site and products.
- The satisfaction of its customers.
- Effective, efficient, and cost-effective management.
- Drive, creativity, and boldness.
- The contribution of employees to the Corporation's development.
- Productive and stimulating teamwork.
- Quality of architecture and design in its actions.
- Conservation and showcasing of the site's heritage.
- Environmental protection and sustainable development.

COMMITMENT TO QUALITY

In 2005, the Corporation received accreditation from the Bureau de normalisation du Québec regarding the *Customer services—Attractions and Events* standard (BNQ 9700-085).

This accreditation affects all of the Corporation's activities, employees at all levels and concession holders, producers and partners involved in its activities in one way or another. Requirements pertain to customer service, equipment, human resources, security, and respect for the natural and human environment.

This commitment to quality is primarily aimed at contributing to customer satisfaction and ensuring that a visit to the Old Port of Montréal is a memorable experience.

Our commitment to quality is more than a slogan. It is a source of motivation for our entire team, whose members undertake to:

- Greet visitors warmly, courteously and efficiently.
- Ensure the safety of visitors and their property.
- Provide clear, complete and accurate information in all of our communications to visitors.
- Show consideration to persons with specific needs or limitations.
- Learn more about visitors' needs so that our products meet their expectations.
- Provide visitors with clean, appropriate equipment that is in perfect working order and that meets the current safety standards.
- Promote the safeguarding of natural resources and put in place responsible environmental practices.
- Comply and ensure compliance with the code of ethics of the tourist industry and with the standard for service quality in the attractions and events sector.

ENVIRONMENTAL RESPONSIBILITY

The Corporation's commitment to protect the environment, which was ratified by its Board of Directors in 2003, reads as follows:

"The Old Port of Montréal Corporation Inc. recognizes the importance of incorporating protection of the environment in the management of the Corporation's activities and intends to make continuous efforts to promote this principle with its employees, partners and customers and to put it into practice."

With this objective in mind, the Corporation undertakes to:

- Respect legislative and regulatory requirements in effect relating to the environment;
- Constantly improve its effectiveness to increase its environmental performance;
- Prevent pollution.

The Corporation plans to take the following steps to achieve this objective:

- Make its employees aware of their role and obligations to protect the environment, provide related training and make them appropriately accountable for their actions;
- Minimize the risk of site contamination resulting from the Corporation's activities;
- Promote the application of principles of reducing, reusing, recycling and enhancing;
- Set clear and measurable environmental objectives and ensure a regular follow-up;
- Reduce energy consumption;
- Make partners working on the site aware of the Corporation's environmental commitment and manage the environmental impacts resulting from their activities on the site;
- Submit a semi-annual progress report to the Board of Directors setting out the Corporation's environmental performance.

*Visitors to the Quays do not endure the seasons...they enjoy them!
The number of visitors increased by 20% compared to 2009-2010.*

The Quays of the Old Port, Montréal on the River!

The summer of 2010 was a huge success for the Quays of the Old Port (QOP) business unit. Montrealers enjoyed a beautiful summer, one of the hottest and driest on record in the last 100 years. A total of 5.9 million visitors came to the Old Port to enjoy the beautiful weather, very lively programming and diversified commercial offerings, the second best result in the Old Port's history and a 20% increase compared to 2009-2010.

The most popular tourist destination in Québec

The Old Port of Montréal is recognized as being the most popular tourist destination in Québec. The high level of awareness (96%) of the Quays is maintained year after year.

Services at the Old Port

It is important to note that the perceived level of excellence for service quality provided by the QOP team rose by 12 points to stand at 93% as compared to 81% last year.

A maritime festival in 2010!

Showcasing the QOP's maritime character resulted in two major innovations in 2010: The *Tall Ships on the Quays* and the *Salon du bateau à flot (boat show on the water)*. The objective of these two projects was to extend the summer season until mid-September and the bet paid off.

The Quays therefore hosted the very first gigantic maritime festival with The *Tall Ships on the Quays*, featuring five historic Tall Ships open to visits by the public: the *Bounty*, the *Roald Amundsen*, the *Pride of Baltimore II*, the *Lynx* and the *Unicorn*.



This unique festive activity also featured a maritime village with a dozen tents offering daytime and evening entertainment activities from works of art to demonstrations of various sailing techniques.

Thanks to well-targeted marketing and public relations initiatives The *Tall Ships on the Quays* exceeded the most optimistic expectations. Approximately 30,000 visitors were expected. A total of 150,000 people came out to the Old Port to take in the event. A real sea of humanity washed over the Quays of the Old Port and many visitors shared their pictures and experiences through social media, making the four-day event a real happening.

The QOP's other initiative in 2010 was the first *Salon du Bateau à Flot de Montréal*. It featured a number of Québec boat dealers and was held on the Jacques Cartier Pier and at the Port d'escale throughout the weekend of September 10 to 12. Boating enthusiasts and curious visitors saw more than 100 boats, including racing boats, ultra luxurious yachts, pontoon boats and fishing vessels.

To round out maritime programming for 2010, the QOP presented the third edition of the *Montréal Classic Boat Festival* in the Locks sector. Once again, this event was a resounding success, with more than 80 wooden boats, 20 information booths presenting boating-related goods and services as well as a stage for a variety of shows.

Thanks to the QOP's involvement in various boating and water sports shows, as well as well-targeted promotional initiatives, a growing number of mega-yachts docked at the Port d'escale this year.

In addition, Belvü cruises began operating at the Port d'escale in 2010, offering an original concept to a younger, urban and cool clientele. With its "Cata 7" and its gourmet cruise getaways, *Belvü* cruises offer urban outings on the river on board a catamaran-lounge. It also offers lunchtime meals while docked for the neighbouring clientele.



Among the efforts made by the QOP team to attract more visitors to the site, it has tried to spread activities out more throughout the site. For example, *Bota Bota*, the long-awaited spa on the water, docked permanently at the locks garden.

This new major concession holder has an original purpose that is in total harmony with the maritime reality of the Quays of the Old Port. Anchored at the southern end of McGill Street, in the eastern section of the Parc des Écluses, this old 55-metre long ferry has been transformed into a floating spa with indoor and outdoor baths.

Open year round, *Bota Bota* offers a spectacular view of silo 5, Habitat 67, the Biosphere, the Alexandra Pier and Old Montréal.

Every fall, Montrealers have the privilege to see impressive international cruise ships docked at the Alexandra Pier.

In 2010-2011, the QOP team worked together with the Montréal Port Authority (MPA) and Tourisme Montréal to find new ways to promote the Old Port as a destination and to develop packages to attract more ships over a longer period of time.



Circus arts!

The QOP are forever growing in popularity owing to the long-standing partnership with the world of circus arts. The return of the Cirque du Soleil with its new show, *Totem*, written and directed by Robert Lepage and the arrival of Cirque Éloize, presenting *iD* as part of the Festival *Montréal complètement cirque!* shows the team's determination to become associated with world leaders in the entertainment business.

On April 22, 2010, Montrealers saw the world premiere of *Totem* in the Cirque du Soleil's big top set up on the Jacques Cartier Pier. The circus artists gave the public a spectacular show rich in colour and emotion. More than 225,000 people saw *Totem* between April and July.

The QOP became a partner and sponsor of a brand new festival, *Montréal complètement cirque!* This festival premiered at various locations throughout the city in 2010.

On July 8, Cirque Éloize kicked off the event at the Clock Tower Pier by presenting *iD*, its brand new show under the big top. More than 30,000 people saw this show until July 31.

The Cirque Éloize team was awarded the grand prize by the Conseil des arts de Montréal this year for *iD*. We are extremely proud to have been associated with this production.



Moreover, the bet to successfully hold a pyrotechnical show after the holidays paid off. More than 11,000 people saw the show held on January 8, 2011.

The QOP saw record crowds this year. Almost 43,000 people took in the series of events this year, an increase of 137% compared to 18,000 people last year.

In January 2011, the *Igloofest* electronic music festival took over the Quays with a village of reinvented igloos. This fifth edition held over three weekends was a remarkable success, attracting close to 59,000 visitors, 17,000 more than last year—an increase of 40%!

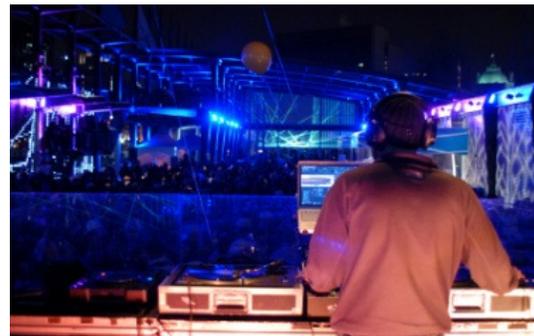
Celebrating winter on the Quays!

The Quays of the Old Port continue to take great pride in the fact that the Quays are the coolest winter destination in Montréal. The number of visitors during the winter has increased from 300,000 people to over 1,500,000 visitors since 2004 thanks to exciting programming and creative partners.

Traditionally, the *Feux sur Glace TELUS* held on the Jacques Cartier Pier kick off the winter programming with outstanding pyromusical shows on Saturday nights in December.



This year, the QOP team was very innovative, adding two shows on December 31st and January 8th. The countdown to New Year's Day has been incorporated into the *Féeries de Noël*, an event organized together with the Société de développement commercial du Vieux-Montréal.



The 12th edition of the *Montréal High Lights Festival* was held from February 17 to 27, 2011. The outdoor event was presented on the Quays for the sixth year. With its famous *Nuit Blanche*, close to 140,000 people took part in activities such as the lights show, the Ferris wheel and its fun fair, the warm evenings inspired by the AXA Sphere and, of course, the evening skating with music.

Revenues are up

The QOP business unit's main revenue sources are the two parking facilities, the Port d'escalier, the skating rink, businesses and programmed events and activities. A large part of revenues is used to present rich and diverse programming and to keep the premises safe.

Close to 2,000 parking spaces

The Quays of the Old Port have close to 2,000 parking spaces. Although a portion of the parking revenues generated comes from people who work in Old Montréal, most people using the Old Port's parking facilities have come to the site as a result of the constant efforts being made to develop Quays programming. In addition, an agreement was signed with *Stationnement de Montréal* in 2008 to operate a dynamic message signs system in Old Montréal enabling drivers to more easily find parking facilities, thereby reducing traffic in the area.

Parking revenues rose 3.5% compared to last year, with parking fees remaining unchanged.

The skating rink

The skating rink at the Bonsecours Basin, the largest refrigerated skating rink in Québec, ensures constant activity on the Quays, to the delight of long-time enthusiasts and new visitors attracted by theme evenings. Revenues rose by 8.5% in the 2010-2011 season.

Business concessions

Maritime concessions, like the *Amphibus*, the *Bateau-mouche*, *Bota Bota*, *Croisières Belvü*, *Croisières AML*, the *Yacht Club*, *Latitude 45* and

Saute-Moutons, all play a role in asserting the Old Port's maritime character with their various activities. They also provide about half of the commercial rent for the Quays. The other half comes from terraces such as the *Café des Éclusiers* or the *Pavillon Bonsecours* as well as *Le Bilboquet* or the *Muvbox*.

Business revenues for the 2010 summer season (April 1 to December 31) rose by 23% compared to the same period last year.

Major improvements

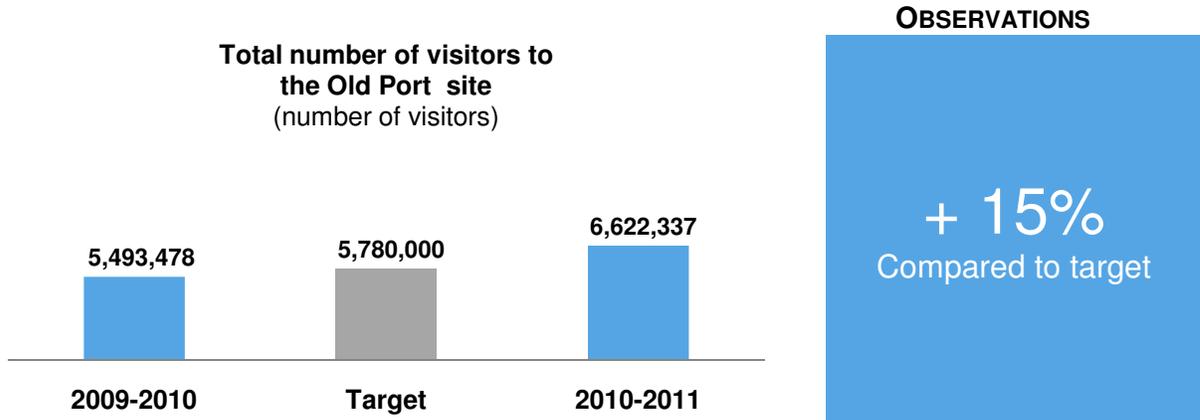
Major work was carried out at the Port d'escale for the new 2010 season. A reservation system was installed and all of the pontoons, electrical and audio/video services were replaced to upgrade this service and make it of international calibre.

Another major investment was made to renew the parking management system and upgrade the equipment. The new software, payment terminals and electronic barriers are a major renovation.

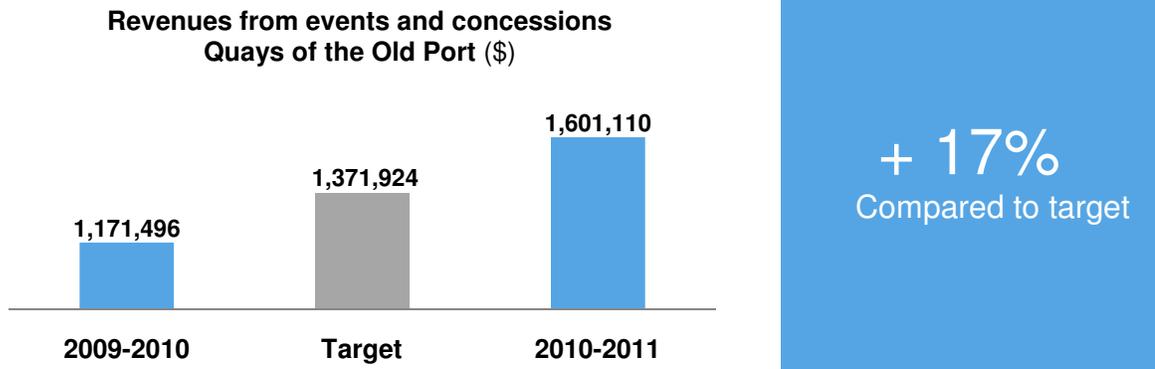
Finally, *Saute-Moutons* was relocated to brand new premises in the western sector of the Clock Tower Pier. This nicer and more accessible location is made up entirely of ocean containers, which are iconic symbols of the QOP.

■ ■ ■ PERFORMANCE INDICATORS

The **Quays of the Old Port of Montréal** business unit is responsible for the dissemination of the arts and Canadian diversity, the showcasing of the site's maritime and harbourfront history, nautical and cruise activities, as well as commercial activities and services.

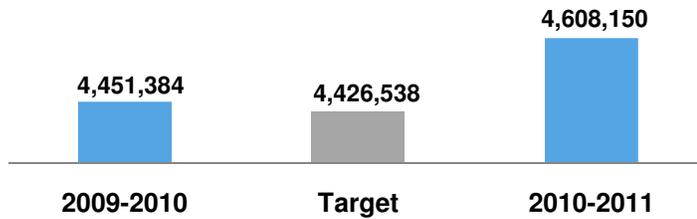


Summer programming on the Quays, especially the “*Tall Ships on the Quays*,” the return of tourists to the site, good weather and an increase in “local” tourists helped to increase the number of visitors to the Quays by close to 15% compared to the target.



The higher results are attributable to the *Tall Ships on the Quays* and the people who came to enjoy the event as well as the good performance of some concession holders.

Parking revenues—Corporation (\$)

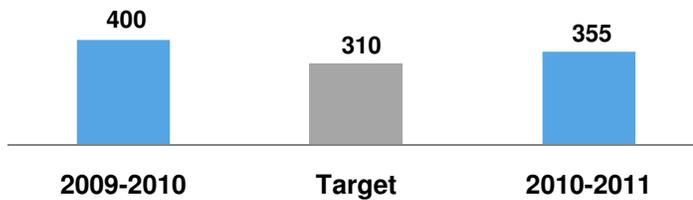


Increased revenues are related to the number of visitors coming to the Quays. Revenues have continued to increase compared to 2009-2010.

OBSERVATIONS

+ 4%
Compared to target

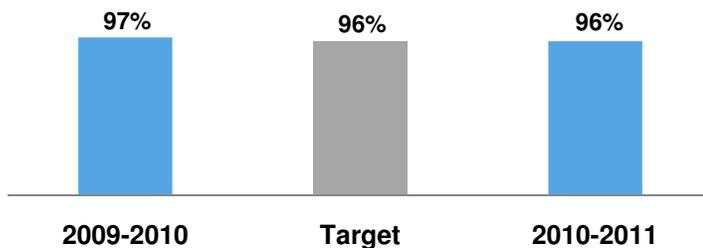
Events held on the Quays of the Old Port (days/events)



A change has been made to the method used to recognize programming performances. Data is no longer calculated in terms of number of days of activities, but rather in terms of the number of days per event. Moreover, the increase in the number of days compared to the target is mainly due to *État sauvage*, an exhibition held on Bonsecours Island.

+ 15%
Compared to target

Awareness of the Quays of the Old Port



The level of awareness of the Quays has remained very high. The Quays of the Old Port are recognized as being the top recreational tourist destination in Québec.

Target achieved

Themes often surprise the visitor with an original and fun-filled approach. Visitors' enthusiasm is contagious. The MSC estimates that 37% of its customers this year were first-time visitors.

Born at the dawn of the third millennium

The Montréal Science Centre (MSC) opened on May 1, 2000 to offer Montrealers and visitors a permanent museum dedicated to science and technology. This remarkable and original institution was an instant hit with the public.

The public's level of awareness regarding the MSC has continued to grow to 73%, up from 72% last year. The MSC's reach extends well beyond Canada's borders. In addition to being active on the international scene, in particular with its touring exhibitions, the MSC has developed know-how for which it has been awarded a number of prizes. The expertise acquired by its team over the years has attracted other institutions from around the world. The MSC is now a major player in a vast global network of science museums.

The MSC offers a very wide range of exhibitions, events and activities throughout the year. In recent months, it has slightly surpassed its attendance targets for exhibitions, by welcoming more than 290,000 visitors.

However, the number of IMAX[®] TELUS Theatre tickets sold was below the objective for 2010-2011 (410,000 visitors less than expected). The number went from 366,472 visitors in 2009-2010 to 354,859 in 2010-2011. This is attributable to several factors, in particular the growing number of commercial movie theatres with IMAX[®] projectors or showing 3D films.

In order to achieve its objectives, the MSC offers rich and diversified programming that is constantly being renewed and that lets the visitor discover various facets of science and technology. The themes are often surprising and visitors enjoy an original and fun-filled approach.

Visitors' enthusiasm is contagious. The MSC estimates that 37% of its customers this year were first-time visitors, an increase of 2% over last year.

This success is also largely attributable to the efforts made by the Marketing Department to strengthen the MSC's brand image, especially via new advertising campaigns in traditional media and through an increased presence on the Internet and social networks such as Facebook.

Our exhibitions are interactive, authentic and present change

With an original approach that always generates considerable interest, especially among 9 to 14 year olds, the MSC's permanent interactive exhibitions, namely *IdTV*, *Imagine!*, *Mission Gaia* and *Science 26*, let visitors discover scientific and technological phenomena in the fields of environmental science, engineering and information technology, to name but a few, with all of their senses.

Temporary exhibitions feature a variety of subject matter, allowing the MSC to present varied programming. These exhibitions meet the expectations of people of all ages with wide-ranging interests.

Sex: A Tell-all Exhibition!

This bold exhibition was the talk of the town this year. It opened in April 2010 and lets visitors explore the most important and most sensitive subject matter relating to human sexuality by answering more than 100 questions from young people aged 12 and up in an honest and open manner. This was a great learning opportunity for the MSC's programming team, especially with the cooperation received from groups of young people, parents, education professionals, doctors, sexologists and healthcare specialists, who helped to choose the subject matter and determine the best way to communicate information. More than 235,000 people saw this exhibition, a tremendous success.



SiO₂: The Science of Glass

With Montréal's impressive collection of glass objects, Benoît Légaré, the Vice-president in charge of the MSC, proposed the idea of creating a multidisciplinary cultural event, *Montréal, City of Glass*, to his colleagues at the Board of Montréal Museum Directors. A total of 26 out of 38 museums, as well as some forty partners, were involved in this event. This first theme event, a concerted effort on the part of Montréal museums, had some very significant, positive, impacts. In addition, the BMMD was awarded a prize for the best marketing strategy from the Canadian Museums Association in 2010.



SiO₂: The Science of Glass is a temporary exhibition created in connection with this event to explore all the facets of this fascinating material. It was featured from May 2010 to March 2011 and was seen by 169,056 visitors.



© Jean-François Lemire / Shout Studio

Among the other temporary exhibitions, *Distortion*, a free exhibition featured on both floors in the MSC hallways, will be presented until April 29, 2011. *Distortion* is a collection of arts and science projects by 750 elementary school children in Montréal.

Touring productions

The MSC makes considerable efforts to ensure that its productions continue to live on in other institutions. As they are featured in other cities and countries, they raise the MSC's profile in Canada and around the world.

Visitors in Regina, Saskatchewan, will be able to see *Sex: A Tell-all Exhibition!* from May 14 to September 5, 2011 at the Saskatchewan Science Centre.

SiO₂: The Science of Glass will be presented at Science North, in Sudbury, Ontario from May 7 to October 16, 2011.

In addition, *Hungry Planet* is a photo exhibition that will be presented at the Musée de la civilisation, in Québec City, until August 2011.

Autopsy of a Murder, which was developed entirely by the MSC, is continuing to be presented around Europe.

Finally, the Conseil scolaire Centre-Nord, in Edmonton, Alberta, has acquired a licence for *Sleep*, an interactive game that lets people discover what the body and spirit do while we are asleep.

Scope of the MSC's educational endeavours

The MSC has had close ties with the school system since its creation more than 10 years ago. Although it is still too soon to establish statistics for the number of science-based professions the MSC has helped to create, the fact that so many schools and children take part in MSC activities and exhibitions leads the Old Port of Montréal Corporation to the conclusion that this institution is meeting a real need.

To encourage elementary and high school students to take an interest in science and technology, the MSC offers a program including various educational activities each year. These activities in line with the Québec school program are developed by MSC professionals with specific grade levels in mind.

The MSC introduced two new educational programs in 2010-2011: *Rock 'n' Roll Marbles!*, a program designed for children in grades one and two, and *Shhhh!, It's Story Time*, a program for third and fourth graders.

The program material is available on the Montréal Science Centre website under "Education" (<http://www.montrealsciencecentre.com/education>).

SOS radio, the MSC's new educational program on clean energy, welcomed its first participants in September 2010.

Developed in partnership with Hydro-Québec, *Kit 00Watts* have been used in Québec schools since the 2007-2008 school year. They help teachers to show children the importance of energy efficiency. This year, they were used to teach more than 18,000 students in 743 elementary school classrooms.



© Jean-François Lemire / Shout Studio

To prepare teachers and resource people to answer young people's questions after seeing *SEX: A Tell-all Exhibition!*, the Old Port of Montréal Corporation's Marketing Department marketed the activity directly to Québec high schools inviting students and staff to see the exhibition free of charge.

Cultural...and scientific activities

Fashion enthusiasts saw an unusual fashion show on May 29, 2010 in connection with “*Montréal, City of Glass,*” featuring various materials made from glass presented during the closing ceremony of the Glass Art Association of Canada convention in the MSC Belvedere. Laura Donefer, master glassmaker and Philippe Dubuc, designer, provided the artistic direction for the event, in collaboration with the Montréal Science Centre. Works from a dozen Montréal designers and glass artists were featured.

The MSC celebrates science in a thousand different ways, and the fourth annual *Eureka! Festival* held in June 2010 was a huge success. The objective was to welcome 50,000 visitors. More than 53,000 people came to take in this event!

Presented for a third consecutive year during March break, the *Technofolies* invited young people to discover three fascinating realms: emerging technology, including 3D and augmented reality, video games, with or without a joystick, and finally, the “responsible” *technofolies*. More than 16,000 people had a unique experience at the *Technofolies* held from February 26 to March 6, 2011.

The Great Debaters, an activity held as part of *Sex: A Tell-all Exhibition!*, presents a new approach inviting secondary 1 students to debate various issues relating to sexuality, such as hypersexualization in the media and sexuality via chat rooms, after seeing the exhibition. Many young people expressed their views in a frank and open manner during these very successful group discussions.

A number of partnership activities were held at the MSC in the past year. For example, in June, there were the Québec finals of the *Défi génie inventif* organized by the Conseil de développement du loisir scientifique (CDLS), with participants embracing the challenge of building a motorless tractor. Moreover, the *Camp de jour géoscientifique*, organized by UQAM’s GEOTOP centre, in association with the MSC, was held in the UQAM laboratory from June 5 to 30, 2010.

Young people between the ages of 8 and 12 could choose between two themes: *exploring volcanoes* and *fossils memories of the Earth*. Participants built models, went on outings and had a variety of different experiences.

In November, 120 people took part in the first 2010 *Rendez-vous jeunes citoyens*. Presented in the past three years in association with the Centre de développement pour l’exercice de la citoyenneté, the formula used involves games and exploration. Sixth graders put in a captivating situation were asked to think, work together and make recommendations on the use of animals in laboratory testing.

IMAX®TELUS

With increasing competition, the team in charge of the MSC’s IMAX®TELUS Theatre made it a mission in 2010 to differentiate IMAX® offerings from those of the competition by positioning the IMAX®TELUS Theatre as the ultimate IMAX® experience, the “real” experience so to speak, with its seven storey-high screen and 3D films and by featuring films such as unique scientific documentaries. The IMAX®TELUS Theatre will therefore be able to distinguish itself compared to smaller IMAX® screens and the many digital 3D films now coming onto the market.



The IMAX®TELUS Theatre did not meet its objectives in terms of the number of visitors purchasing tickets to see a film in the past 12 months, in spite of a very successful film such as *The Ultimate Wave Tahiti 3D*. When *Arabia 3D* was launched on January 26, more than 1,000 teaching professionals came to see it.



Films presented at the IMAX®TELUS Theatre have solid advertising and marketing campaigns behind them. The MSC marketed directly to elementary and high schools in the Greater Montréal Area to promote its IMAX® films as well as the blockbuster exhibition *Indiana Jones™ and the Adventure of Archeology*, which will be presented starting in late April 2011.

The MSC is enjoying growing visibility

The MSC, which is a major player in the world of science and technology and the Montréal community, generates a great deal of interest, including on the part of other institutions around the world. This year, the MSC team welcomed trainees and representatives from a number of science museums, including the Telus World of Science in Vancouver, the École du Louvre, the New Zealand Science Centre, the Cité des sciences de Paris, the Muséum national d'histoire naturelle de Paris and The Hague, Science Museum. Moreover, members of the MSC team also represented the institution at events held elsewhere in Canada and around the world.

More than 146 delegates from the Canadian Association of Science Centres attended a conference held at the Montréal Science Centre on May 5, 6 and 7, 2010.

The opening speech was given by para-olympic athlete and well-known medallist, Chantal Petitclerc.

The MSC has provided training to museum professionals as part of a training program on educational tools in Lille, France, from May 31 to June 3, 2010 via the Office for Museographic Cooperation and Information.

Blockbuster exhibitions are a formula for success

In 2010-11, *idTV*, one of the MSC's permanent exhibitions and main attractions, was relocated and re-configured to create the space needed for a large temporary exhibition hall with flexible dimensions. This initiative is part of a broader plan to enable the MSC to generate more revenues by making it part of the network of blockbuster exhibitions that tour internationally. In so doing, the MSC can continue to provide educational and cultural programming in spite of limited financial resources.

The MSC's exhibition team therefore worked hard in 2010 to prepare for the arrival of *Indiana Jones™ and the Adventure of Archeology* starting April 28, 2011. The product of an agreement reached with producer George Lucas, this exhibition was developed in Montréal by X3 productions and will be presented at the MSC until September before beginning a six-year tour of a dozen cities in Europe and the Asia-Pacific region.

Ongoing improvements in the form of small to major changes

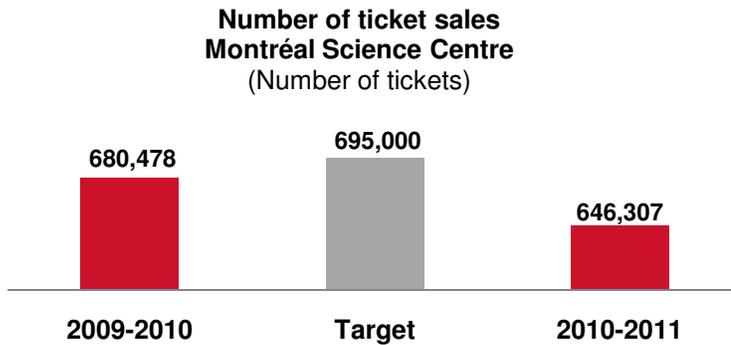
In 2010-2011, the MSC team acquired and installed a new ticket system, which is more flexible and better suited to its needs, thereby facilitating Internet transactions. The on-line ticket system has been in operation since February 24, 2011.

The food court, which was reconfigured and completely renovated after ten years of operation, also helps to give visitors a good experience. This is one major change that was made. There is a very different look and visitors have much healthier choices in keeping with expectations today.

Corporate rentals and business concessions

At least 200 events are held in space leased at the MSC each year. Some rooms were even featured in an article in *Elegant Wedding* (vol. 6), a prestigious magazine. This year, corporate rentals amounted to \$1,001,561, which is 10% below target.

This type of activity seems to have suffered from the effects of the financial crisis, since reservations are made several months and sometimes even more than one year in advance. The objectives for business concessions were not achieved either (objective of \$586,167 whereas sales totalled \$560,621, a 4% drop).



OBSERVATIONS

- 7 %
Compared to target

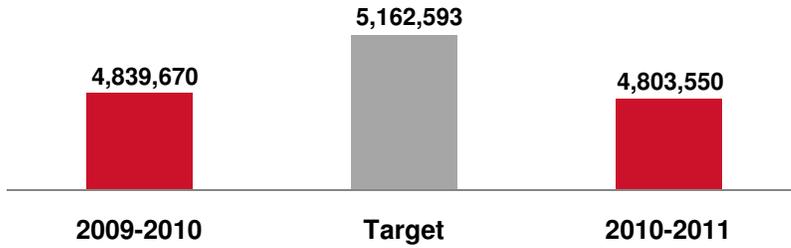
A decline in the number of school groups visiting all museums in Québec, as well as an increase in the number of “conventional” movie theatres presenting 3D films (thereby competing with the IMAX® Theatre), are clearly some of the factors to consider to explain this decrease.



- 9 %
Compared to target

Fewer visitors came to the MSC during the summer since the weather was more conducive to outdoor activities. The decline in the number of people coming to the IMAX® Theatre also had a direct impact on total attendance.

**Programming revenues
Montréal Science Centre (\$)**

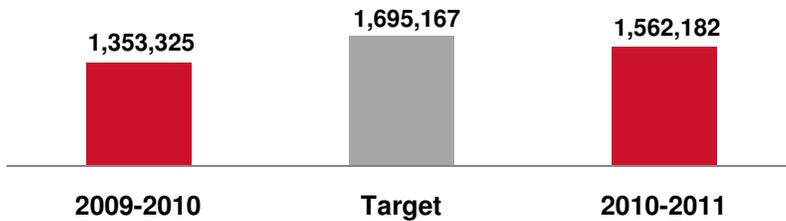


The decrease noted stems from the performance of the IMAX® Theatre, which was due, among other things, to intense competition from “traditional” movie theatres featuring more and more 3D films.

OBSERVATIONS

-7%
Compared to target

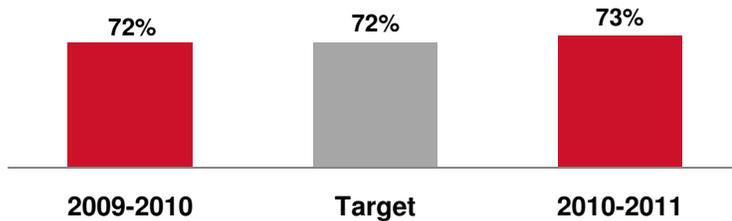
**Revenues from concessions and
corporate rentals
Montréal Science Centre (\$)**



This is an indirect effect of the lower attendance numbers for the IMAX® Theatre, and has had an impact on the performance of some concession holders. In addition, the effects of the economic slowdown in 2008-2009 are still being felt.

-8%
Compared to target

**Brand awareness
Montréal Science Centre**



The advertising campaigns presented by the Marketing Department this year have helped to keep the level of brand awareness high. In addition, more and more people know about MSC programming and activities.

**Target
achieved**

The Old Port is an urban park and must therefore serve as a model in terms of respect for the environment and sustainable development.

Building development and maintenance: protecting and conserving our heritage

The Old Port of Montréal has been undergoing a constant transformation for almost 30 years now. Today, all work on the site is carried out in accordance with the guidelines set down by the various master plans, thereby ensuring consistency, harmony and an integrated approach.

A long-term vision for the conservation of our assets

Since November 1, 2009 the Corporation has been the keeper of assets located between Berri Street and the Mill Bridge, from the southern end of De la Commune Street to the St. Lawrence River.

PWGSC completed an updated version of the *Building Condition Report* (BCR) on the Corporation's behalf in 2010. Prepared following a visual inspection of all infrastructures, equipment and buildings, the BCR highlights work to be carried out in the short term to ensure the conservation of these assets and remedy their deterioration. This report also informs the Corporation of the financial resources that will be required to address essential needs in the next five years.

The BCR, which was completed with technical studies carried out by the Corporation, confirms that several old buildings are not up to current standards. Experts have also shown that some uses are incompatible with building construction. In other cases, a number of corrections have to be made. These observations led to a work plan and a series of plans and specifications to begin urgent work in 2011-2012 and complete this work over a period of five years.

A total budget of \$6.8 million was earmarked for major work in 2010-2011.

Keeping an eye on our buildings

The Corporation continued to invest heavily in the past year to preserve its assets and renew its equipment and facilities.

The repairs to the King Edward Pier, a major operation undertaken three years ago, were completed in the spring of 2010.

At the same time, the major project to re-develop the Port d'escale, at a cost of \$3.5 million, was completed in mid-June 2010. The long-awaited new facilities include floating docks as well as an upgrade of certain services.

In the fall of 2010, the Corporation began work to re-furbish the parking facilities on the upper Clock Tower Pier. This \$5.5 million project will be completed in the summer of 2011.

Now that *Saute-Moutons* have moved, the Corporation will turn the space on the lower berth and the tip of the Clock Tower Pier into an urban beach. This project, which is estimated to cost \$3 million, will be carried out in 2011-2012.

Protecting the environment

The Old Port is a park and must therefore serve as a model in terms of respect for the environment and sustainable development.

Leases between the Corporation and its concession holders include specific environmental clauses, showing the Old Port's commitment to protect the environment. One such clause that came into effect this year encourages concession holders to manage their energy consumption via a re-billing program.

Moreover, this year the Corporation completed work to upgrade its outdoor lighting equipment by installing more energy efficient light bulbs.



The Corporation's arboreal plan intended to improve the Old Port's natural environment has entered a new phase with the planting of 50 or so trees throughout the site. The program will continue next year with the planting of more trees as well as a 1.5 km-long hedge along the rail line.

Human resources: making our employees the driving force behind our operations

The labour agreements with the two groups of unionized employees affiliated with the Public Service Alliance of Canada, which expired on March 31, 2010, were renewed as they expired after several months of negotiations. The settlement of these two collective agreements is the result of the efforts by both parties in recent years to develop a constructive and harmonious work climate. These four-year agreements are important to the Corporation and its employees since they ensure a positive working climate in the future.

Affirming our corporate values: Excellence, Team spirit and Commitment

Excellence, team spirit and commitment are the Corporation's management values, modelled on the very foundations of its corporate culture. These values are upheld by our managers and influence everything that we do.

In 2008, the Human Resources Department put in place an action plan to implement a model for values of success over a three-year period, from 2009 to 2011. A model for the typical manager was defined, identifying expected behaviours. Similarly, senior management and individual managers received specific training to ensure that they

uphold the three values for success—excellence, team spirit and commitment—in their management practices. In more concrete terms, officers and managers are given performance objectives in keeping with these values. The mid-year assessment results are encouraging since the large majority of managers for whom this exercise was put into place have achieved their objectives.

The code of ethics and professional conduct: an essential tool for ensuring good governance

Introduced in the spring of 2010, this guide was the subject of consultations with employees and all managers. It is the cornerstone for applying the Corporation's values in carrying out its mission. It sets out standards, rules and principles that will guide employees in situations involving ethical or professional conduct issues. It also includes a mandatory declaration of interests and a commitment signed by employees in certain positions to avoid any real or apparent conflict of interest, among other things.

Preventing work-related risks

The Corporation's performance in the area of occupational health and safety improved in 2010-2011 compared to a year earlier. The Human Resources Department is proud to see that there has been no accident resulting in time off work in the past six months. This is a first. There were 23 work accidents at the Montréal Science Centre compared to 41 a year earlier, a 40% improvement. This major decline in the number of accidents is due, in part, to prevention initiatives. The Corporation's continual efforts to reduce risks are paying off. The Occupational Health and Safety Committee regularly examines problems in this area as well as possible solutions. Moreover, training is a proven way to reduce risks.

Finally, an on-site awareness campaign at strategic locations reminds employees of the importance of exercising caution each and every day. The slogan is: "*I work safely...for me, for my family and my loved ones.*" The fact is that 70% of work accidents are the result of inappropriate behaviour, inattentiveness and the failure to wear personal protective equipment.

Good ergonomics means good posture

More than 100 employees do administrative-type work. The Corporation set up a first response brigade, focusing on prevention to raise awareness of the importance of good posture while working. Members of the brigade received initial training from ergonomists in January 2011. All staff members had a consultation to learn about the best posture. With better posture employees are more productive. Good posture also reduces the risk of injury and the absenteeism rate.

Lunch & learn and employee wellness program

An original activity reserved for the Corporation's personnel was held on the overhead walkway at the Montréal Science Centre on November 9: the first *Lunch & learn and employee wellness program*. A dozen companies and organizations such as Énergie Cardio, which provided spinning equipment, the Heart and Stroke Foundation of Québec, whose information officer answered people's questions, and the Montréal Science Centre, with its *Neurogym*, were asked to set up an information booth. The objective of this lunchtime event was to encourage employees to improve or maintain their level of wellness by adopting a healthy lifestyle. One hundred or so employees took part in this activity, which proved to be quite a success.

The 5/30 health and wellness challenge and Acti-menu

The Corporation has signed up for the *5/30 health and wellness challenge*, inviting participating employees to team training sessions. Sixty or so employees signed up for this initiative, which proposes ways to help employees to maintain or improve their physical and psychological health.

Nearly half of the Corporation's employees have completed a questionnaire presented by Acti-Menu, a recognized expert in the area of occupational health. The overall picture will soon be presented to management and employees. We believe that these results, which include a number of suggestions to encourage healthy living, will inspire

management to examine the implementation of programs tailored to our needs.

Marketing and business development: positioning the Old Port's offerings and setting them apart

More than 5.9 million visitors came to the Quays of the Old Port last year, which is equivalent to three quarters of the population of Québec. The level of awareness of the Old Port is remarkable; this recreational tourism park has become the top tourist destination in Québec and the second most popular destination in Canada after Niagara Falls. Moreover, its already excellent reputation saw a jump of 16% in the past year. However, the Old Port would not see this level of success without continual efforts on the part of its Marketing Department. The Corporation does not take its customers for granted.

Attracting visitors with spectacular events on the Quays is only the start of a process to ensure customer loyalty. Once they are on the site, visitors can discover and take part in new activities and, if the experience was enjoyable, promise to return. Increasing the level of customer satisfaction and enticing people to spend more time on the site and to come back again is therefore the major challenge for the Marketing Department. Every form of media is used to meet this challenge.

Using the Internet as a starting point

The MSC and QOP websites were completely revamped last year following the adoption of the Internet action plan. Web marketing strategies and initiatives were also put into place to get more people to consult these websites. This shift provided some conclusive results, with marked increases in the number of people visiting the websites. The Internet is now considered the best way to provide information on the Old Port.

The objective is to continually enrich the website content and make this information fun—and even captivating—for the visitor. The sites are easy to navigate, lively and constantly being updated with detailed information.

They promote all of the activities being held on the Quays, including those of the Corporation's 47 concession holders. Each year, the number of visitors increases by 25% to 30%.

This year, a new function, an on-line ticket service, has been added to the Old Port's websites to sell more products to targeted customers. This lets the Corporation provide more efficient service, in particular by simplifying the purchasing process so as to increase sales. Although the on-line ticket service has just started operating, the objective is for it to be used for at least 10% of purchase transactions.

Social networks are playing an increasingly important role in the Old Port's web strategy. Facebook pages are created for various events, including promotions, contests and exclusive products and services. This helps to foster a feeling of belonging to the Old Port. A webmaster is in charge of maintaining these sites and the Corporation is considering having one person who would work solely on social networking.

The *Technofolies* provided a good opportunity to test the impact of actively using the Internet and social networks. Since this is an event for young people, parents were targeted. Bloggers were of particular interest, since they got the message out by writing about it on their blog. Both the Public Relations Department and the Marketing Department play a role for social networking.

Infoletters have become a key promotional and information tool. They continue to be written and distributed to subscribers to stay in touch with them.

All of these on-line communication efforts, from advertising banners, mini promotional websites, Facebook pages or infoletters, are meant to direct Internet users to the Old Port's websites, which are the centerpiece of its entire web strategy.

Turn people taking a stroll into consumers

The Quays see the most visitors during the summer. Last year, more than 3.2 million came out to enjoy the activity. However, of this critical mass, only 26% of visitors last year purchased a ticket for an activity. Almost three-quarters of visitors came for a stroll without taking part in the wide array of activities available on the Quays.

On average, each visitor comes to the Quays five times. The Corporation's challenge is to turn people coming for a stroll into consumers as much as possible, by increasing the portion of paid visits to 30%. The Corporation is in the process of achieving this objective. Communication tools have been used to make products known and attractive promotional activities have been proposed to visitors. A "discount passport" that can be downloaded from the Old Port website has been developed in partnership with some 30 concession holders. With some interesting discounts, it has proven to be an effective tool to let all types of customers get to know the variety of products that are available.

Maintaining our high customer service standards

The important quality Certification for tourism products and services received from the Bureau de normalisation du Québec has been renewed this year. This certification is very demanding, but it provides a number of benefits for tourism organizations, including recognition in the form of a seal of quality.

A key component of the relationship between the Quays/MSQ and customers, customer service is one of the Corporation's priorities. A management committee including representatives of operations management, business units and the Marketing Department was created to maintain and develop high customer service standards.

The Corporation's personnel must deal with customers and visitors in a manner consistent with its brand image. Every employee is an ambassador, which is why internal communications are considered essential.

Strengthening the OPMC's positioning and developing its brands

The Corporation is continuing to develop unique offerings and strong communications that clearly highlight the distinctive character of each of its brands. The Quays are a unique destination in Montréal. However, to continue to stand out from the competition, the main attractions must continuously be highlighted and be shown to tourists and potential visitors. The Corporation must, especially, show people that there is a lot to see and do on the Quays and at the MSC.

The Marketing Department made particular efforts in 2010 to promote two major events at the MSC, namely *Sex: A Tell-all Exhibition!* and the MSC's 10th anniversary.

Each campaign is an opportunity to assert the strong and unique positioning of each of its brands. *Sex: A Tell-all Exhibition!* was a huge success from a marketing and communications standpoint. Cossette Communications, which was in charge of the entire advertising strategy for the promotional campaign, received a *Créa* award in the *newspaper campaign* category. The campaign was hailed for its quality, originality, innovativeness and manner of execution.

The Corporation focussed on a public relations campaign to celebrate the 10th anniversary of the MSC, which resulted in a series of media reports. Claude Benoît, the Old Port of Montréal Corporation's President and the person who spearheaded the MSC project, was the ambassador and spokesperson for this campaign. She was named the *La Presse-Radio-Canada* personality of the week for the second time in her career with the Old Port of Montréal.

A huge marketing and communications campaign was organized for the *Tall Ships on the Quays*, the *Feux TELUS* and the skating rink in the Bonsecours basin during the winter.

The Corporation is especially proud of the media coverage for its first edition of the *Tall Ships*, which attracted five times more visitors than expected.

A total of 13 advertising campaigns and 23 public relations initiatives were held in 2010-2011 to support all of the Old Port's activities.

BOARD OF DIRECTORS

On June 26, 2009, the Canada Lands Company (CLC) appointed two new members to the Board of Directors of the Old Port of Montréal Corporation for a three-year mandate starting July 1, 2009. The Honourable Gerry Weiner P.C. and Mr. Anis A. Nazar have joined the team composed of Patrick Kenniff, Yves-André Godon and Yvon Martin. This new Board elected Mr. Gerry Weiner P.C. as the Corporation's Chairman.

Chairman



Gerry Weiner, P.C.

The Honourable Gerry Weiner, P.C. brings his distinguished political and business experience to his current role as Chairman of the Board of the Old Port of Montréal. He is excited by its vision and its challenges for future development.

He began serving his community as a Pharmacist and has continued to do so for the past half century. He has provided a lifetime of volunteer service in the fields of Health, Literacy, Youth and Social Services and Public Safety and Security. His career in Public Service extends over a thirty year period; having served as a member of five different government administrations. He was first elected as a Mayor and went on to serve the Government of Canada as a Member of Parliament, Minister of Immigration, Minister of Multiculturalism and Citizenship and Secretary of State of Canada, among other appointments.

He is currently the Director of Investor Relations for the Pace Law Firm/Pace Global Advantage Group.

Directors



Yves-André Godon

Over the course of his career, Mr. Godon has developed solid management expertise while working for public and institutional real estate companies. Over the years, he has filled senior positions in the leasing, operation, acquisition and disposal of multi-residential properties, hotels and office buildings on an international scale. He recently joined Groupe Distinction, a publicly listed company specializing in facility services, as Executive Vice-President. Mr. Godon holds a Bachelor's degree in Law from Université de Sherbrooke and has been a member of the Québec Bar Association since 1985. He also holds a commercial real estate broker's licence. As an active participant in the business community with his expertise, Mr. Godon has been a panelist for several real estate conferences.



Patrick Kenniff

Mr. Kenniff is a partner in the Montréal-based management consulting firm Kenniff & Racine, which specializes in executive recruitment. A former rector of Concordia University, he also served as Québec's Deputy Minister of Municipal Affairs from 1979 to 1984. In 1992, he chaired the organization responsible for the 350th Anniversary celebration of Montréal and, in 2001, he was vice-chair of the Transition Committee which implemented the municipal structure of the new City of Montréal. Mr. Kenniff is active in the community and currently serves on the boards of the Grace Dart Extended Care Centre, Les Amis de la Montagne, the Can Serve Foundation and the Foundation of the Nature Museums of Montréal.



Yvon Martin

Mr. Martin is the Honorary Consul General for the Republic of Madagascar to Québec and President of Les Placements Solicom inc. in Montréal. He is also a director of the Fondation de l'Hôpital du Sacré-Cœur de Montréal and a governor of the Orchestre Métropolitain. He has more than 30 years of marketing and communications experience. He founded the advertising agency Publicité Martin inc. of which he was President until May 1997. He was also a founding member and the President of the Association des agences de publicité du Québec. Prior to that, he was a director of Loto-Québec and Nurun. He served as a director for several companies including the Multiple Sclerosis Society of Canada and the Accueil Bonneau. He was also an advisor to Oxfam-Québec, the Arthritis Society and The Foundation of Stars.



Anis Nazar

Mr. Anis Nazar, the founder and principal director of Anis Nazar Architecte since 1982, has over 30 years of experience in the field of real estate asset construction and maintenance. He holds a Master's degree in urban planning from the Université de Montréal and teaches subjects such as managing architectural firms and administering construction contracts at the school of architecture. He was an adviser to a company specializing in Web-based medical services and an international investment holding company. Mr. Nazar is a member of the Ordre des Architectes du Québec and the Association des architectes en pratique privée du Québec, in addition to the Royal Architectural Institute of Canada. He has also been a member of the Ontario Association of Architects and the Alberta Association of Architects. He has sat on the Canadian Consultative Council on Multiculturalism and has been a director of the St-Laurent chamber of commerce. Mr. Nazar is involved in a number of financing committees for social and community organizations.

GOVERNANCE

Until August 6, 2010, the Corporation reported to Parliament through the Minister of Transport, Infrastructure and Communities, the Honourable John Baird, as well as the Minister of State, the Honourable Rob Merrifield. Since then, it has reported to Parliament through the government House leader, the Honourable John Baird.

Board of directors

During the year, with the support of the audit and human resources committees, the Board assumed the strategic direction of the Corporation and oversaw the management of its activities and its internal affairs. In addition, it ensured that appropriate risk management systems were implemented and that information systems and management practices guarantee the integrity of the information provided. In particular, the Board ensured that the Corporation's activities are managed in accordance with its mandate and the applicable provisions of the *Financial Administration Act*.

The Board met on eight occasions during the year and 90% of these meetings were attended by its members. Some of the strategic issues examined include monitoring work and activities carried out in connection with the general plan and the priorities in the *Vision for Development*, as well as reviewing and approving the *2011-2012 to 2015-2016 Corporate Plan*, which highlighted additional funding requirements in respect of payments in lieu of taxes (PILT) and the capital budget required to maintain the Old Port's assets.

Where the oversight of the Corporation's management activities is concerned, the Board examined the budget situation, the monthly statements of operations and management's various reports on the planning and holding of activities. It also approved a new framework for assessing the Corporation's performance to measure the cultural and economic impacts of its activities. During the course of each of their meetings, the directors had an opportunity to hold discussions with management and various external consultants, as necessary.

The highlights regarding the Corporation's governance in 2010-2011 are as follows:

- The Chairman and the President and Chief Executive Officer attended a workshop organized by the Treasury Board Secretariat on *effective governance practices to achieve results*;
- The first annual activity report required under the code of ethics and professional conduct was presented to employees;
- Board and committee performance assessment results were communicated and monitored.

Audit committee

The Audit Committee met on five occasions during the year and 80% of these meetings were attended by its members. Representatives of the Office of the Auditor General were invited to and attended each meeting. The Audit Committee, chaired by Yves-André Godon, examined the Corporation's audited annual financial statements for the preceding year, the annual audit plan for 2010-2011, the internal auditors' reports issued for 2010-2011, the budgets for the coming year, an amendment to the 2010-2011 Corporate Plan and the semi-annual and annual report on the environmental management system.

Among other things, the Audit Committee monitored the process adopted to measure and recognize the assets transferred to the Corporation during the previous year, the five-year budget planning exercise, the recommendations stemming from the internal audit reports, the conversion of appropriate systems to public sector accounting standards, and the implementation of a plan to communicate the code of ethics and professional conduct to employees. Finally, the Audit Committee advised the Board following these reviews and follow-ups.

Human resources committee

The Human Resources Committee met on one occasion during the year and was attended by 75% of members. The committee, which is chaired by Mr. Patrick Kenniff, examined the recommendations for filling a senior management position, the salary reviews regarding non-unionized employees for 2011-2012, the senior management performance assessments for the year and the recommendations for their salary review for 2011-2012.

Finally, the Human Resources Committee advised the Board following these reviews.

RISK MANAGEMENT

An organization such as the Old Port of Montréal Corporation has no choice but to manage its risks. In fact, risk management is an integral part of its administrative principles. The Corporation's directors and management team have a duty to determine, analyze and reduce risks. The Corporate Plan is a key part of this process since it makes it possible to develop guidelines for and manage the Corporation's initiatives in addition to organizing accountability to Parliament. There is also an integrated work program to address and implement the various recommendations resulting from the annual audit and the special examination by the Office of the Auditor General (OAG).

Internal risks

Managers use a project and portfolio management system to manage, monitor and control capital and major corporate projects. This process ensures that various aspects relating to a project are taken into account, in addition to the related risks and impacts. Progress reports and the approval of each of the five phases of the project by the Executive Committee are some of the measures included in this system to ensure strict follow-up and control.

Each year, the Corporation carries out internal audit activities to confirm practices and make the necessary improvements to its existing policies and procedures. The 2010-2011 fiscal year was the third year in which the five-year internal audit plan was applied.

This plan is based on 10 specific internal audit engagements considering the Corporation's strategic priorities. These audits make it possible to address risks by proposing appropriate measures.

The Corporation ensures the maintenance and conservation of its property, plant and equipment, which involves maintaining its equipment, facilities and infrastructure. Risks are rectified with the means at its disposal and are avoided, in particular, with the preventive maintenance system in place.

PWGSC completed its Building Condition Report (BCR) for the Old Port in 2010 in the wake of the asset transfer in 2009. The Corporation then carried out the complementary studies required to have a thorough understanding of the issues and needs. It was therefore able to establish a five-year work program and estimate the financial resources that would be required. It considered it necessary to invest \$10 million annually over the next five years to catch up on work that had been postponed and to consolidate buildings, infrastructures and facilities on the site so as to maintain commercial functions and utilities in keeping with the Corporation's mandate and objectives. This is \$27.6 million more than what was anticipated following the last BCR prepared by PWGSC in 2004.

The Corporation's environmental management system contributes to asset conservation and maintenance. The Corporation also ensures that its concession holders adhere to its environmental principles by incorporating environmental clauses in their leases, stating that they must respect rules for waste management and energy consumption. This makes it possible to reduce the environmental risks related to operating on the site, even those not under the Corporation's direct responsibility.

Personal, property and information security is an area where the Corporation faces considerable risks. The current security management framework is one tool that makes it possible to prevent risks. This framework determines which security and risk management measures will protect all human, physical, financial or IT resources. It includes a business continuity plan outlining various procedures to enable the Corporation to continue operating in the event of an emergency or a disaster.

Security analyses testing the Corporation's existing systems are carried out regularly by the IT Department to prevent flaws or weaknesses. The Corporation has a backup site should this be necessary. In addition to the risk management measures, the document management and archiving system allows for information to be processed, retrieved and used in a more controlled manner. Moreover, upgrading the technological infrastructure, which is an ongoing process, also helps to reduce risks.

Strict internal control measures as well as employee training regarding Bureau de normalisation du Québec standards ensure that measures are strictly followed.

Training remains an effective preventive measure. It also raises awareness of the importance of adopting safe behaviour and always following safety rules. The range of training activities provided by the Corporation is developed with the objective of preventing risks for visitors, employees and the facilities on the site.

The Corporation is maintaining the occupational health and safety action plan put in place in recent years. This plan raises awareness and equips employees to reduce risks and prevent work accidents. It includes a series of measures including an assessment of the risks related to the various types of position, various training and awareness activities as well as a follow-up for corrective measures

to be put into place to ensure that employees have a healthy and safe work environment. The Corporation can also rely on the work of an internal committee in charge of assessing health and safety-related efforts and proposing measures to optimize the Corporation's practices in this area.

External risks

The number of visitors coming to the Old Port all year long is a determining factor for the Corporation's revenues. However, attendance numbers may be influenced by factors beyond the Corporation's control, such as the economic situation, the weather, the cost of gas, international security problems or the international tourist tendencies. To address these risks, the Corporation operates prudently and shows versatility and flexibility in managing its advertising investments. It also relies on its experience acquired over the years, using models to simulate impacts and determine measures to be implemented to correct the situation.

Performance indicators are also management tools to identify risks and deal with them promptly.

Over the past few years, the Corporation has reviewed and adjusted its strategies and financial agreements with its partners. This allows the Corporation to position itself strongly and competitively in the marketplace so as to adapt to changes in the environment and promptly deal with unforeseen situations.

SENIOR MANAGEMENT



Claude Benoit, M.C.
President and Chief Executive Officer



Benoît Légaré
Vice-president, Montréal Science Centre



Jacques LaGarde
Vice-president, Quays of the Old Port



Luc Nadeau
Vice-president, Human Resources



Jérôme Dufour
Vice-president, Marketing

Vice-president, Finance and Administration¹

Vice-president, Building Development and Maintenance²

¹ Mr. Richard Tardif, the *Vice-president, Finance and Administration*, left the Corporation in December 2010.

² Mr. Patrick Goineau, the *Vice-president, Building Development and Maintenance* left us in September 2010.

OUR EMPLOYEES

SARAH ADLHOCH • ABDUL AYSAR • CAROLINE AKSYNCZAK • DOMINIC ALARIE • MARINO ALBENSI • CÉLINE ALEGRET • OLGA ALEXEEVA • DOMINIQUE ANCTIL-GOINEAU • ALAIN ARSENAULT • SARA ARSENAULT • MARIE-CLAIRE AUDET-GAGNON • MARIE-FRANCE AUGER • MICHAEL BALACKI • MICHEL BEAUDET • STÉPHANE BEAUDET • PIERRE BEAUDOIN • STÉPHANIE BEAULIEU • MARIANNE BEAUPRÉ-LAPERRIÈRE • MARYSE BÉLAIR • LORRAINE BÉLANGER • MARTIN BÉLISLE • ALEXIS BELLAVANCE • BRIGITTE BELLEVILLE • ÉLIANE BÉLIVEAU-LEBLANC • SYLVIE BENNARDI • CLAUDE BENOÎT • TAMARA BERGER • JÉRÔME BERGERON • MARIE BERRUEL • PHILIPPE BERTOUT • LOUISE JULIE BERTRAND • JEAN BÉRUBÉ • MARILOU BÉRUBÉ-PICARD • FRÉDÉRIC BESSETTE • JEAN BESSETTE • ISABELLE BIRON • MARIE-JOSÉE BIRON • SOPHIE BISHOP • SIMON BISSONNETTE • CARL BLAIS • DANIEL BLIER • MIKHAËL BOIS • ALAIN BOISVERT • MICHAËL BOISVERT • VALÉRIE BOIVIN • EUGÉNIE BONNEVILLE • FRANCO BORIERO • BÉATRICE BOSCO • CHRISTINE BOUDREAU • CHANTALE BOUDREAU • RAPHAËLE BOURGONNOVEL • DONALD BOULAY • NANCY BOURASSA • CATHERINE BOURDON • JULIEN BOUSQUET • VANESSA BOUSQUET • STÉPHANIE BRISEBOIS • DARKO BRIZIK • ALAIN BROCHU • KARL BROUILLARD • SARAH BROWN • MARTIN BRÛLÉ • AMÉLIE BUREAU LA MOTHEFRANÇOIS CADIEUX • MONIQUE CAMIRAND • BERNARDO CARRARA • ROMEO CARRELLI • STEPHAN CHAIX • DENIS CHAMBERLAND • LYNE CHAMBERLAND • WILLIAM CHAPUT • JULIE CHARBONNEAU • GHISLAIN CHARTIER • HAROUT CHIKIAN • CIGUINEAU NICOLAS • PHILIPPE CLERMONT • DANIEL CLOUTIER • ANTONIO COLASURDO • CHANTAL CORMIER • MANON CORTES • ROGER CORTES • PIERRE-YVES CÔTÉ • SUZANNE COUILLARD • DENISE COULOMBE • SIMON COUTURE CONAN • RENÉ CYR • GABRIEL DAMANT-SIROIS • LUCAS DANCOSÉ-GIAMBATTISTO • YVES DANDURAND • MARC DANEAU • ISABEL DANSEREAU • JOANY DARSIGNY • CHARLOTTE-MARGUERITE DEBUNNE • PHILIPPE DEPESTRE • HÉLÈNE DERRIEN • NICOLAS DES ALLIERS • VALÉRIE DESCHÈNES • SYLVIE DESROCHERS • GILLES DESROSIERS • MARTIN DION • ANIK DIONNE • ÉRIC DONAIS • STÉPHANIE DORÉ • NICOLE DOUCET • DÉLIA DRAGOMIR • JÉRÔME DUFOUR • JOSÉE DUHAIME • GAÉTAN DUPONT • DAVID DUPRAS • LAWRENCE DUPUIS • MARTINE DUQUETTE • ANTOINE DUROCHER • FRANTZ DUTEAU • CÉDRIC EGAÏN • JAMAL ELBAZ • BRIANNE FEQUET • JONATHAN FORGET • MARTIN FORTIER • GAÉTAN FORTIN • MARJOLAIN Fournier • GUY FOURNIER • FRANÇOIS GADBOISYAN GAGNON • GAÉTAN GAGNON • STEVE GALIANOS • BENOIT GAMACHE • JEAN-CLAUDE GAUDREAU • MICHEL GAUTHIER • FRANCOIS-LOUIS GAUTHIER • PHILIPPE GAY • ÉRIC GENDREAU • HÉLÈNE GILBERT • MAGALIE GILBERT • YANN GILBERT-BÉLANGER • VÉRONIQUE GILBERT-PICARD • MARJOLAIN GINGRAS • ISABELLE GIRARD • DAVID GIRARD • ANNIE GIRARD • JULIE GIROUX • JULIEN GOBEIL-PROULX • LYNN GODBOUT • JOSÉ LUIS GOMEZ DUENAS • FRÉDÉRIC GOSPARINI • OLIVER GRANT • HERMAN-CARL GRAVEL • LUCIE GRENON • OLIVIER GRENON • MICHEL GROULX • MARIANNE GROULX • MARTINE GUAY • GAÉTAN HAMEL • TOMOTHY HARDMAN • RONALD HERRON • MARC-ANDRE HOUDE • MARC-ANDRE HOULE • JENNIFER HUYNH • KARINE-ISEULT IPPERSIEL • FRÉDÉRIC JACOB • MARC-ANDRÉ JACQUES • DIMITRI JACQUES • CYNTHIA JARRY • BEDJOU JEAN • LESLY JEAN-CHARLES • JEAN-LOUIS MCGREGOR • BERNARD JONES • ALEXANDRA JONNAERT • LYETTE JULIEN • MARC-OLIVIER LA BARRE-LAVALLÉE • JULIE LA ROCHE • SERGE LABELLE • SYLVAIN LACOURCIÈRE • NADIA LAFLAMME • JACQUES LAGARDE • JEAN LAGUÉ • MARIE-CLAUDE LALONDE • JULIEN LAMONTAGNE • KONRAD LAMOUR • DANIEL LAMPON • FANNIE LANDRY • ESTELLE LANDRY-PARÉ • CLAUDE-ÉLAINE LANGEVIN • CATHERINE LANTIN • LOUIS LAPIERRE • HUGO LAROCQUE • GONTRAN LAURENDEAU • JULIE LAUZON • PATRICE LAVERDIÈRE • GENEVIÈVE LAVOIE-PALLETIER • MARIE-ÈVE LE SCELLEUR • LYNE LEBEL-CUSSON • PATRICK LEBLANC • SIMON LEBLANC-GAUTHIER • SYLVIE LECLERC • MAXIME LECLERC • SABRINA LEDUC • CLAUDE LEFEBVRE • BENOÎT LÉGARÉ • JULIE LANCTÔT-LEGAULT • AUDREY LEMIEUX • NORMAND LEMONDE • MARCO LENZI • ANNIE LEPAGE • CLAUDE LEROUX • REBECCA LEROUX • SUZIE LEROUX • ROLAND LÉSCARBEAU • STÉPHANIE LESSARD • ESTELLE LESSARD-LACROIX • DIANE LETIZI • MARC-ANDRÉ L'HEUREUX • ALEXANDRE LÉVESQUE • MARISE LORANGER • PATRICE LORANGER • ALI AOUAD LUONG • ANDRÉ LUSSIER • JULIE MAILHOT • TANIA MAILHOT-GERVAIS • JULIO MAMANI HUANCA • FRÉDÉRIC MARCHAND • SARAH MARCOTTE-AMAR • GLÉNN MARTIN • ELYSE MARTIN • MADELEINE MARTIN • CAROLE MARTINEAU • JEAN-FRANÇOIS MARTIN • ÉRIC MATHIEU • HÉLÈNE MATHIEU • SUNDY MÉNARD • SHAHILA MERALI • VANESSA MÉRETTE • CAROLINE MÉROZ • IAN MÉTAYER • GABRIEL-ÉTIENNE MEUNIER • MOUHSSINE MHAJI • LUCY MICHAUD • RENATA MILITZER • LINDA MILLETTE • ANNABELLE MIMOUNI • TIHOMIR MITEV • CHANTALE MOISAN • MICHEL MOLLICONE • JULIE MOREAU • LAURA CATALINA MORENO • ISABELLE MORIN • ISRAËL MORIN • ELIZABETH MUÑOZ RIVARD • ANDRÉ NADEAU • LUC NADEAU • DENIS NANTEL • ALAIN NÉRON • NGOC SINH NGUYEN • JEAN-SEBASTIEN NOËL • JAMES OGER • HÉLÈNE OLIGNY-HÉBERT • BOUCHRA HANNA OUARTIK • GABRIELLE OUELLET • FRANCIS-OLIVIER OUELLET • JUDY OUELLET • LINDA OUELLET • RAPHAËL OUELLET-BÉLIVEAU • ALEXANDRE CLAUDE PAGÉ • BENOÎT PAPINEAU • GUYLAINE PARENT • MARC PARIZEAU • RONNY PARRA • ANTONIO PASSARELLI • VÉRONIC PATENAUDE • CAROL PAUZÉ • LAURÉLISE PELLETIER-AUDETTE • CARL PÉPIN • ALAIN PERREAU • MICHEL PERRON • ÉRIC PERREAU • CAROLE-ANN PERRON • JUNE PERRY • NADIA PICARD • ROSALIE PIERRE • SARA PILOTE • MARIE-PIERRE PINARD • MARIE-PAULE PLANTE • JOSEF POMERLEAU • RODICA ANA POPA • NADIA POPIVANOVA • MARIE-ÈVE PRINCE • JOCELYNE PROVENCHER • LOIC QUESNEL • GUILLAUME RABY-MORIN • MICHEL RAFIE • HAJA RAMAHATRA • SACHA RATCLIFFE • JEAN-HUGUES RAYMOND • ANNE REIGNER • ANDRÉ RÉGIMBALD • BENOÎT RENAUD • FRANCA RICCI • SARAH RIOUX • KATYNA RIVARD • CYBÈLE ROBICHAUD • BENOÎT ROBITAILLE • MARIE-PIER ROULEAU-CHARBONNEAU • MARIE-STÉPHANIE ROUX • ROGER ROY • MAHMOUD SAADI • DOMINIC SABOURIN • ALINE SAFFORE • STÉPHANE SALVAIL • TOMMY SAMSON • CATHERINE SAUVÉ • FRANÇOIS SAVARD • GUY SAVARD • PASCAL SEGUEL-REYNOLDS • CAROLE SÉGUIN • SYLVIE SÉGUIN • STÉPHANE SÉVIGNY • RICHARD SÉVIGNY • JEAN-FRANÇOIS SIMARD • JEAN-SÉBASTIEN SIROIS • GABRIELLE SMILGA-PALARDY • GABRIELLE SOUCY-GIRARD • MATHIEU ST-GERMAIN • KIM STOCKMEYER • JEAN SUZETTE STUTSMAN • DAVID TALL • STÉPHANIE ST-ONGE-ROSS • ISABELLE TARDIF • KARINE TARDIF • ANNE-VALERIE TCHIENGANG • CHRISTINE THÉRIAULT • LYNDIA THIBODEAU • CLAIRE TIMPERLEY • MARIE-ÈVE TOUGAS • LISA TRAVERSY • RICHARD TREMBLAY • BENOIT TREMBLAY • DOMINIQUE TREMBLAY • MARC TREMBLAY • MYRIAM TREMBLAY • PIERRE-LUC TREMBLAY-LEMOINE • LISE TRÉPANIER • PHILIPPE TRIEU • MARCEL TURCOTTE • BERNARD TURCOTTE • RÉMI VACHON • PHILIPPE VAILLANCOURT • VALENTIN VAKLINOV • STÉPHANE VAKOULA • MATHIEU VALIQUETTE • PIERRE-MARC VALLÉE • DANIEL VEILLEUX • DANIEL VEILLEUX • CHRISTOPHE VERRIER • SÉBASTIEN VERRIER • MARC-ALEXANDRE VINET-GIGUÈRE • ÉLISABETH WARREN • SIDNEY JOHN WATKINS • SÉBASTIEN WINIARSKI • TOUFIK YOUNES • JADE ZAKAIB • AMIR ZERROUGUI • JIMMY ZOLETTI

HUMAN RESOURCES MANAGEMENT

The Quays of the Old Port and the Montréal Science Centre are the OPMC's two primary business units. The work of these two business units is supported by corporate services (the Building Development and Maintenance, Finance and Administration, Marketing and Human Resources departments).

The Corporation employed 358 people this year, including 182 permanent full-time employees. The remaining staff fills temporary, occasional and seasonal positions. In all, 62% of employees filled summer positions, the highest level during the year.

In 2010-2011, 69% of employees were unionized a level that has remained fairly constant in recent years. Given the Corporation's wide range of responsibilities and the activities that it carries out, it requires various types of expertise. The Corporation has more than 100 different positions and profiles are extremely varied, from museology technicians to maintenance employees, from accounting analysts to Webmasters, from logistical offers to educators.

The Corporation seeks to offer competitive and fair compensation and working conditions. Each and every employee plays a role in achieving corporate objectives and management makes sure to provide a healthy, stimulating and safe working environment. It also makes it its duty to keep its personnel abreast of the Corporation's business.

An open dialogue with the President and Vice Presidents

Since 2004, employees have had two opportunities each year, in the spring and fall, to meet with the Corporation's President and Vice Presidents. The meeting held in the IMAX[®] TELUS Theatre in May 2010 was attended by 160 employees. The President took the opportunity to present the results for the previous winter and upcoming projects for the summer. The fall meeting was held according to a different formula adopted a year earlier. Nine meetings were organized for small groups of 10 to 30 people, according to department. This type of meeting makes it easier for

participants to discuss matters with the President and the Vice President, Human Resources, allowing them to address problems and issues that directly affect employees each and every day.

To show its commitment to its employees, the Corporation has a series of policies, including a *Total Compensation Policy* as well as a *Training and Development Program*. Similarly, a *Bursaries* program is in place to encourage student personnel to continue to further their studies and hone their skills. This program increases employees' feeling of belonging. The two recipients this year are Chantale Boudreault, logistical officer and Raphaël Amabili-Rivet, information and ticket agent. Each has received a \$1,000 bursary.

Employee training contributes to our success

Training is important to the Corporation. It is geared towards business needs but also takes personal development needs into account. Training programs were developed largely with the invaluable cooperation of all employees, whose experience has to be considered, and is always in keeping with people's professional development needs. Some employees even provide training to their peers, which help to foster good team spirit and a feeling of belonging.

Once again this year, employees had the opportunity to take English classes to maintain their knowledge of this language. In the fall and winter, a dozen employees took part in the various lunch & learn sessions. Employees who deal directly with customers had the opportunity to take some refresher courses on how to deal with customers.

Managers have also received training provided by the Corporation. Change management training was provided to all personnel, and each department manager received training on mental health issues in the workplace. Finally, all department supervisors had the opportunity to attend a one and a half hour conference on the signs of various mental health problems.

Employees working in the education/animation department took various courses in the past year, including how to present activities to the public, the voice tool box and a sexuality workshop.

Increasing cultural diversity

The *Employment Equity Act* was implemented to provide assurance to employees that their organization is an equal opportunity employer.

The Corporation recognizes and appreciates the added value provided by a diverse, multicultural team. By respecting this legislation, it seeks to hire people from the four groups designated by the Act, namely women, disabled individuals, Aboriginal people and visible minorities.

The Corporation became acquainted with the *Contact* job fair this year intended for disabled individuals. This initial experience provided much useful information that the Corporation will surely use.

Recognizing years of service

Each year, the Corporation celebrates employment anniversaries by organizing a special celebration for employees with 10, 15 and 20 years of service.

On June 2, 2010, this special celebration honoured 36 employees, including three “veterans” in particular, who took a well-earned retirement.

In developing a feeling of belonging to the Corporation, employees have also created some personal ties. The Corporation creates opportunities to develop a feeling of belonging through engagement activities.

This year, 59 children and their parents had an early Christmas party in late November. The employees’ Christmas Gala was then held on December 17 and was attended by 187 employees and 35 spouses.

FINANCIAL ANALYSIS

The following section should be read in conjunction with the Corporation's audited financial statements for the year ended March 31, 2011 and the related notes included in the financial statements section in this Annual Report.

Financing (in thousands of dollars)

	Results 2010-2011	Budget 2010-2011	Variance between results and budget		Results 2009-2010
			\$	%	
Parliamentary appropriations	28,975	28,987	12	0.1	23,745

The Corporation is presenting a balanced budget for 2010-2011. The used parliamentary appropriations amounted to \$28,975 K, representing an increase of \$5,230 K (22%) compared to 2009-2010. The parliamentary appropriations attributed for the 2010-2011 budget totalled \$28,987 K and covered both operating and capital expenditures.

The increase in parliamentary appropriations relates to the amount received by the Corporation to ensure the maintenance of assets transferred by PWGSC in November 2009.

Statements of operations (in thousands of dollars)

	Results 2010-2011	Budget 2010-2011	Variance between results and budget		Results 2009-2010
			\$	%	
Operating revenues	15,463	15,418	45	0.3	14,892
Amortization of deferred contributions	1,670	-	1,670	+100.0	1,948
Total revenues	17,133	15,418	1,715	11.1	16,840
Operating expenditures (before depreciation)	33,111	33,205	(94)	(0.3)	30,957
Depreciation of property, plant and equipment	11,090	4,777	6,313	132.2	7,230
Total expenditures	44,201	37,982	6,219	16.4	38,187

The operating deficit (before depreciation) amounts to \$17,648 K compared to \$16,065 K in 2009-2010, an increase of \$1,583 K (9.9%). This increase is attributable to an increase of \$571 K in operating revenues, combined with an increase of \$2,154 K in expenditures, including the major part relating to PILT and the new parking tax.

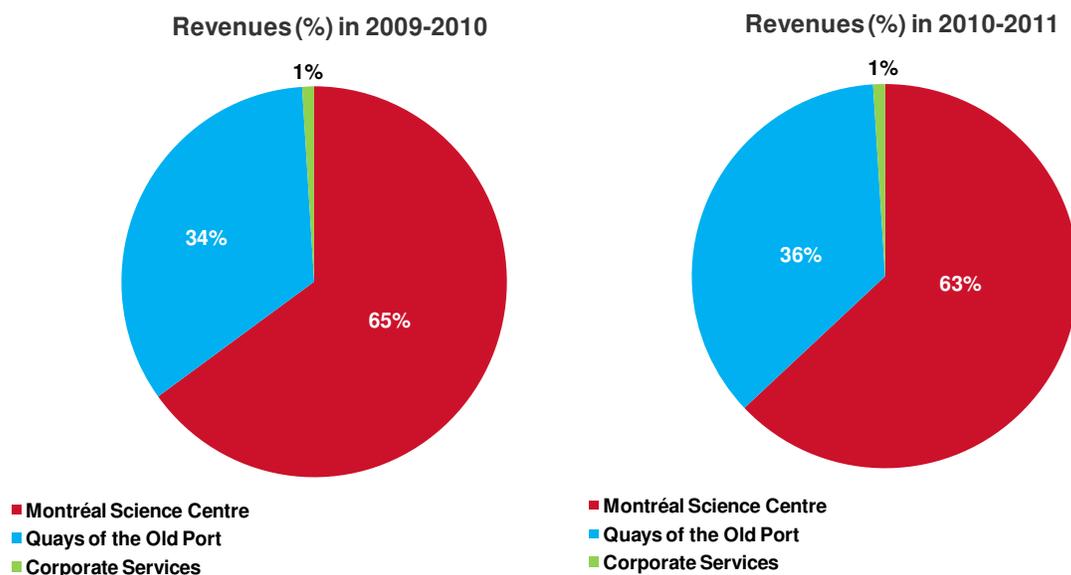
The operating deficit (before depreciation) is \$139 K lower than the \$17,787 K budgeted. This result is attributable to a 0.3% favourable variance for revenues and an increase of only 0.3% in operating expenditures.

Revenues (in thousands of dollars)

	Results 2010-2011	Budget 2010-2011	Variance between results and budget		Results 2009-2010
			\$	%	
Montréal Science Centre	10,713	9,750	963	9.9	11,013
Quays of the Old Port	6,194	5,621	573	10.2	5,695
Corporate services	226	47	179	380.9	132
Total revenues	17,133	15,418	1,715	11.1	16,840

Self-generated revenues related to the Corporation's products in 2010-2011 amount to \$17,133 K, compared to \$16,840 K in 2009-2010, an 1.7% increase equivalent to \$293 K. The losses relating to the closure of the IMAX[®] TELUS Theatre for a six-week period in 2009-2010, combined with revenues generated by the Cirque du Soleil in 2010-2011, explain this variance.

Excluding the variance due to the amortization of deferred contributions in the amount of \$1,670 K, total revenues for 2010-2011 are \$45 K higher than the amount forecast in the Corporate Plan. The principal variance stems from favourable results for parking facilities.

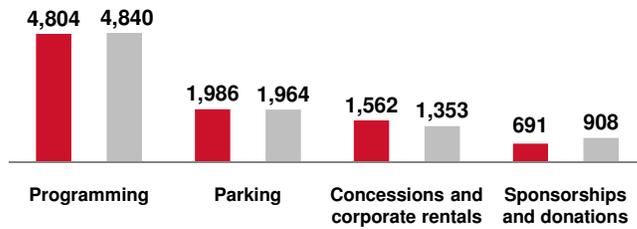




Montréal Science Centre

Montréal Science Centre Revenues (\$000)

■ 2010-2011 ■ 2009-2010



Programming revenues, which include the revenues from the Imax®Telus Theatre and exhibition revenues, total \$4,804 K in 2010-2011, compared to \$4,840 K in 2009-2010.

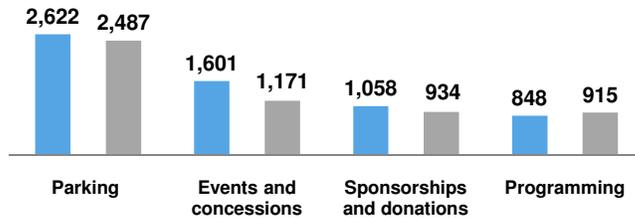
The \$217 K (23.9%) decrease in sponsorships and donations is attributable to a decrease in amounts received for educational programs for schools and an amount of \$50 K in sponsorships for a temporary exhibition in 2009-2010 that was not renewed.



Quays of the Old Port

Quays of the Old Port Revenues (\$000)

■ 2010-2011 ■ 2009-2010



Parking revenues rose by \$135 K (5.4%) due in particular to the presence of the Cirque du Soleil. Revenues from events and concessions rose by \$430 K (36.7%), resulting mainly from the arrival of new concession holders and the impact of the Tall Ships on sales in September. Programming revenues are down by \$67 K (7.3%), in particular due to a decline in revenues from film shoots and La Balade.

Expenditures (in thousands of dollars)

	Results 2010-2011	Budget 2010-2011	Variance between results and budget		Results 2009-2010
			\$	%	
Montréal Science Centre	14,728	14,685	43	0.3	13,780
Quays of the Old Port	11,749	11,885	(136)	(1.1)	11,202
Corporate services	6,634	6,635	(1)	(0.1)	5,975
Total operating expenditures (before depreciation)	33,111	33,205	(94)	(0.3)	30,957
Depreciation of property, plant and equipment	11,090	4,777	6,313	132.2	7,230
Total expenditures	44,201	37,982	6,219	16.4	38,187

Total operating expenditures (before depreciation) for 2010-2011 increased by \$2,154 K (7%) compared to 2009-2010, due primarily to the total annual effect of PILT versus the effect for only five months. In addition, since January 2010, a new parking tax of \$914 K was imposed by the City of Montréal, explaining the increase in PILT.

Operating expenditures (before depreciation) decreased by \$94 K (0.3 %) compared to the 2010-2011 budget submitted in the Corporate Plan.



Montréal Science Centre

Expenditures related to the Montréal Science Centre amounted to \$14,728 K, an increase of \$948 K (6.9%) compared to 2009-2010. The principal variance stems from the effect of part of the increase in PILT for the year.



Quays of the Old Port

Expenditures relating to the Quays of the Old Port total \$11,749 K in 2010-2011, an increase of \$547 K (5%) over 2009-2010. This variance is also attributable to part of the increase in PILT.



Corporate services

Expenditures relating to corporate services total \$6,634 K in 2010-2011, an increase of \$659 K (11.0%) compared to 2009-2010. This variance is mainly attributable to a \$387 K increase in labour costs resulting from the annual statutory increase and a reorganization affecting certain employees, among other things. The cost of professional services has increased by \$143 K as a result of special internal audit engagements.

Expenditure analysis by major category:

	Results 2010-2011	Budget 2010-2011	Variance between results and budget		Results 2009-2010
			\$	%	
(in thousands of dollars)					
Salaries and employee benefits	16,463	16,527	(64)	(0.4)	16,068
Depreciation	11,090	4,777	6,313	132.2	7,230
Taxes, permits, rents and utilities	4,592	4,779	(187)	(3.9)	2,852
Advertising	3,051	2,882	169	5.9	2,870
Maintenance	2,590	2,631	(41)	(1.6)	2,539
Professional services	1,395	952	443	46.5	1,252
Exhibitions	949	1,004	(55)	(5.5)	1,339
Movie rentals	835	984	(149)	(15.1)	845
Animation contracts	606	820	(214)	(26.1)	775
Office expenses	563	624	(61)	(9.8)	642
Research and development costs	528	500	28	5.6	413
Telecommunications	398	276	122	44.2	246
Travel and entertainment costs	285	343	(58)	(16.9)	286
Insurance	239	262	(23)	(8.8)	229
Software maintenance	207	234	(27)	(11.5)	204
Vehicle and equipment rentals	137	139	(2)	(1.4)	144
Machinery and tools	122	120	2	1.7	140
Training	69	75	(6)	(8.0)	61
Bad debts	10	10	-	-	-
Other	72	43	29	67.4	52
Total expenditures	44,201	37,982	6,219	16.4	38,187

Compared to 2009-2010, the analysis of the major expenditure categories for the current year reveals the following:

% of expenditures (before depreciation)

49.7%

Salaries and employee benefits rose by \$395 K, or 2.5%. This year, the Corporation's unionized employees received an annual statutory increase of 2.5%.

13.9%

Taxes, permits, rent and utilities rose by \$1,740 K (61%) due to the effect of a full year with the PILT compared to five months last year and the new parking tax totalling \$914 K imposed by the City of Montréal in January 2010.

9.2%	Advertising expenditures totalled \$3,051 K in 2010-2011, an \$181 K increase warranted largely by promotional activities surrounding the Tall Ships.
7.8%	Site maintenance and the maintenance of facilities represent a significant expense for the Corporation. Due to the size of the site and the age of certain assets, rigorous maintenance work is required, which explains the expense.
4.2%	Professional services amount to \$1,395 K, an increase of 11.4% compared to 2009-2010 attributable to additional internal audit engagements required in 2010-2011.
2.9%	Exhibitions represented an expenditure of \$949 K, which is 29.1% less than last year since the program did not require the rental of exhibitions not developed internally in 2010-2011.
2.5%	Movie rentals include the cost of movies shown at the IMAX [®] TELUS Theatre and royalties.
1.9%	Animation contracts totalled \$606 K, down \$169 K due to the cancellation of programming for the Promenade des Arts du Cirque.
1.7%	Office expenses include stationery, postage and uniforms.
1.6%	Research and development costs include surveys and marketing analyses in addition to the costs relating to the arrival of the Tall Ships.
1.2%	Telecommunications expenses totalled \$398 K, an increase of \$152 K (61.8%) resulting from the change of related equipment which has been necessary for the past few years.
0.9%	Travel and entertainment expenses amounted to \$285 K, the same level as last year.

0.7%

Insurance costs totalled \$239 K, a 4.4% increase attributable to greater risk coverage.

0.6%

Software maintenance costs totalled \$207 K, which is essentially the same as in 2009-2010.

0.4%

Vehicle and equipment rentals totalled \$137 K, down \$7 K.

0.4%

Machinery and tooling expenses totalled \$122 K, which is \$18 K less than in 2009-2010.

0.2%

Training expenses totalled \$69 K.

0.0%

The **bad debt expense** totalled \$10 K.

0.2%

“Other” expenses totalled \$72 K, representing various operating expenditures.

Balance sheet (in thousands of dollars)

	31-03-2011	31-03-2010
Total assets	105,862	106,522
Total liabilities	104,202	104,862
Shareholder's equity	1,660	1,660

Total assets as at March 31, 2011 amount to \$105,862 K compared to \$106,522 K at the end of the last fiscal year, a decrease of \$660 K.

Assets

Cash, restricted cash and investments total \$5,298 K compared to \$7,628 K in 2009-2010. Receivables and balance receivable from related corporations decreased by \$1,096 K (47.5%) compared to the amount as at March 31, 2010. The bad debt allowance totals \$32 K.

Liabilities

The total amount of accounts payable, accrued liabilities and balance payable to related corporations decreased from \$10,383 K in 2009-2010 to \$9,351 K 2010-2011. Repayable parliamentary appropriations total \$18 K for 2010-2011.

Capital expenditures (in thousands of dollars)

	Actual 2010-2011	Budget 2010-2011	Variance between results and budget		Actual 2009-2010
			\$	%	
Property, plant and equipment	11,390	11,200	190	1.7	7,680

Capital expenditures totalled \$11,390 K in 2010-2011, compared to \$7,680 K in 2009-2010 and compared to the budgeted amount of \$11,200 K submitted in the Corporate Plan. For 2010-2011, an amount of \$6,842 K represents the value of property, plant and equipment for asset maintenance.

The following projects represented capital expenditures in excess of \$100 K in 2010-2011:

■ Repairs and filling of cracks – asphalt work	\$102 K
■ 2010-2011 – Sex: A Tell-all Exhibition	\$105 K
■ MSC: Belvedere: Plans and specifications to replace wrought iron staircases on the terrace	\$106 K
■ Renewal of the IT backup system	\$108 K
■ Acquisition of hybrid vehicles and transportation of goods	\$117 K
■ Change of equipment and Krono and InSynnc software	\$120 K
■ Virtual exhibition interpreting the Old Port's heritage	\$120 K
■ Repairs to the Jacques Cartier Pier – Plans and specifications	\$123 K
■ Screens, bulletin boards at entrances	\$128 K
■ Exhibition presented in the summer of 2010 – Glass	\$134 K
■ Revamping of MSC, Quays and OPMC web sites	\$134 K
■ Upgrading of technical equipment	\$146 K
■ Repairs to some railings on the site	\$155 K
■ Acquisition of technical/multimedia service equipment	\$159 K
■ Relocation of <i>Saute-Moutons</i>	\$197 K
■ Development work to the lower berth (urban beach), plans and specifications	\$229 K
■ Work to move and set up <i>idTV</i> in the movie game room	\$237 K
■ Development plan and urban furniture – various work on the site	\$274 K
■ New ticket system for OPMC activities	\$275 K
■ Refurbishment of the Port d'escalé-phase 3 / Repairs to the Jacques Cartier Basin/ Replacement of floating docks	\$296 K
■ Repairs to the King Edward Pier– repairs to correct weaknesses	\$433 K
■ Structural repairs to the Jacques Cartier Pier	\$545 K
■ Parking management system – Hardware and software	\$642 K
■ Repairs to the upper Clock Tower Pier and the southern basin – plans, specifications and surface work	\$4,671 K
Total	\$9,556 K

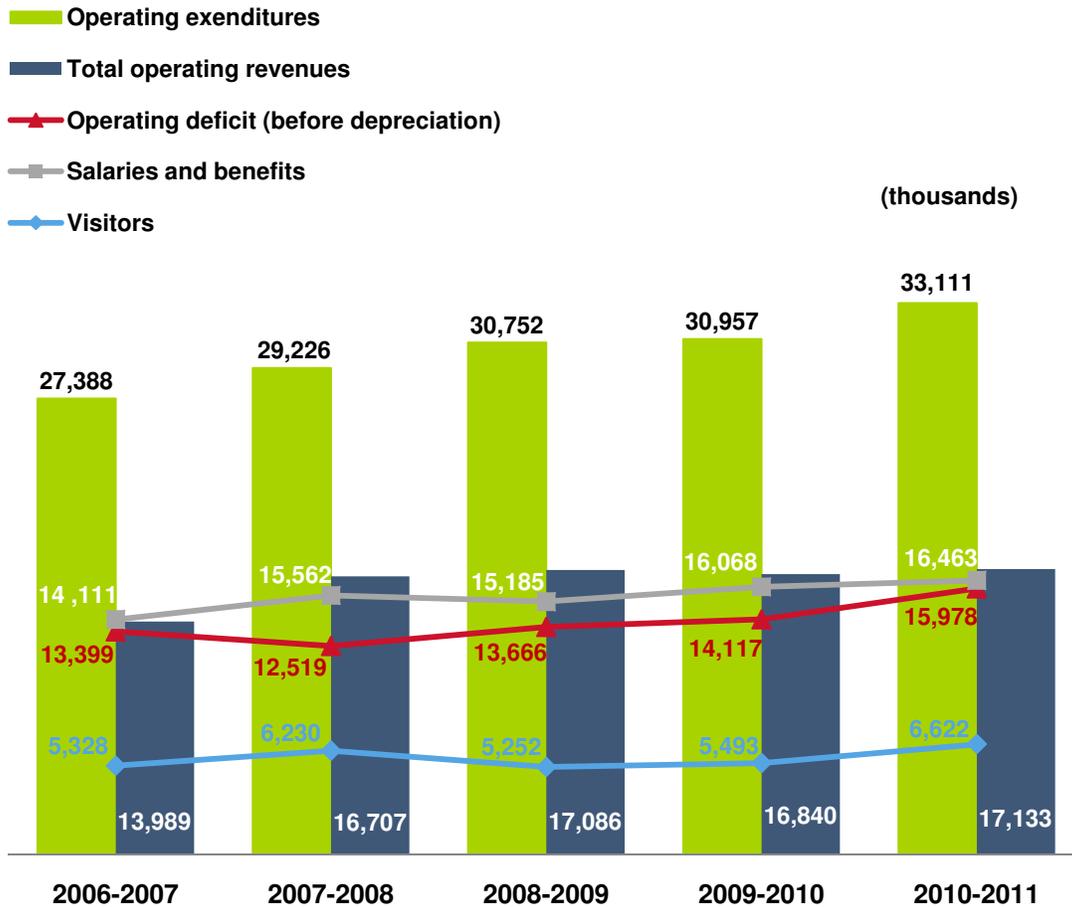
Finally, six other projects represented expenditures in excess of \$50 K during the year, which corresponded to a total amount of \$446 K. The considerable variety of the Corporation's commercial and cultural activities, the size of its site, and the fact that its buildings and equipment are aging explain the Corporation's extensive initiatives in the form of specific investments on the site.

Five-year Summary (in thousands of dollars)

	Budget	Results				
	2010-2011	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007
Statements of operations						
Revenues						
Montréal Science Centre (\$)	9,750	10,713	11,013	11,629	10,105	8,424
%	63.2	62.5	65.4	68.1	60.5	60.2
Quays of the Old Port (\$)	5,621	6,194	5,695	5,232	6,340	5,347
%	36.5	36.2	33.8	30.6	37.9	38.2
Corporate services (\$)	47	226	132	225	262	218
%	0.3	1.3	0.8	1.3	1.6	1.6
Total operating revenues	15,418	17,133	16,840	17,086	16,707	13,989
Expenditures						
Operating expenditures (before depreciation)	33,205	33,111	30,957	30,752	29,226	27,388
Salaries and benefits	16,527	16,463	16,068	15,185	15,562	14,111
Salaries and benefits to operating expenditures (%)	49.8	49.7	51.9	49.4	53.2	51.5
Depreciation	4,777	11,090	7,230	4,398	2,810	2,695
Operating deficit (before depreciation)	17,787	15,978	14,117	13,666	12,519	13,399
Financing						
Parliamentary appropriations and contributions	28,987	28,975	23,745	21,146	18,899	15,199

	Budget	Results				
	2010-2011	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007
Balance sheet						
Assets						
Cash and cash equivalents, restricted cash and investments	47	5,298	7,628	4,230	6,057	5,145
Receivables and balance receivable from related corporations	1,000	1,213	2,309	2,042	2,568	1,397
Parliamentary appropriations receivable	-	-	-	1,244	-	-
Prepaid expenses	600	2,935	467	430	337	364
Property, plant and equipment	95,732	96,416	96,118	26,165	22,970	16,246
Liabilities						
Accounts payable, accrued liabilities and balance payable to related corporations	4,600	9,351	10,383	7,261	8,869	5,819
Parliamentary appropriations repayable	-	18	6	-	2	1
Deferred contributions	3,283	3,352	4,899	6,921	6,214	3,094
Deferred property, plant and equipment financing	89,499	91,481	89,574	19,932	16,690	12,917

Key operating statistics	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007
Operating revenues to operating expenditures (excluding depreciation)	52 %	54%	55%	57%	51%
Number of visitors to the Old Port of Montréal (in thousands)	6,622	5,493	5,252	6,230	5,328



MANAGEMENT'S RESPONSIBILITY REGARDING THE FINANCIAL STATEMENTS

The Corporation's management is responsible for preparing the financial statements in the annual report. These have been prepared in accordance with generally accepted accounting principles in Canada and necessarily contain estimates made by Management to the best of its judgment and for which Management is responsible. Management acknowledges its responsibility for choosing accounting principles and methods that are compatible with the Corporation's circumstances. Financial information presented elsewhere in the annual report is consistent with that of the financial statements. Management applies internal controls, accounting principles and practices to ensure with a reasonable degree of certainty that financial information is relevant and reliable, that the assets it manages are safeguarded and that corporate transactions have been in compliance with the appropriate authorizations. The Board of Directors is responsible for examining and approving the financial statements and for overseeing how Management discharges its responsibility for the presentation of financial information.

The Board exercises this responsibility primarily through the Audit Committee, which is composed exclusively of Directors who are neither part of Management nor employed by the Corporation. This Committee examines the financial statements with Management and representatives of the Office of the Auditor General of Canada, who is appointed as external auditor by the shareholder, before submitting them to the Board for approval. This Committee also examines the work plans submitted by internal and external auditors and meets with them in order to discuss their findings and observations regarding accounting issued, audit procedures and the presentation of financial information.

The Auditor General of Canada is responsible for auditing the transactions and the financial statements of the Corporation and for reporting on these financial statements. Management considers that the financial statements faithfully present the financial position of the Corporation, the results of its operations, and its cash flows. The Board of Directors has studied and approved the financial statements following a recommendation from the Audit Committee.



Claude Benoit, C.M.
President and Chief Executive Officer



Bernard Jones
Controller

Montréal
June 21, 2011



INDEPENDENT AUDITOR'S REPORT

To the Minister of Public Works and Government Services

Report on the Financial Statements

I have audited the accompanying financial statements of the Old Port of Montréal Corporation Inc., which comprise the balance sheet as at 31 March 2011, and the statement of operations and comprehensive income, statement of retained earnings and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with Canadian generally accepted auditing standards. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements present fairly, in all material respects, the financial position of the Old Port of Montréal Corporation Inc. as at 31 March 2011, and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

Report on Other Legal and Regulatory Requirements

As required by the *Financial Administration Act*, I report that, in my opinion, Canadian generally accepted accounting principles have been applied on a basis consistent with that of the preceding year.

Further, in my opinion, the transactions of the Old Port of Montréal Corporation Inc. that have come to my notice during my audit of the financial statements have, in all significant respects, been in accordance with Part X of the *Financial Administration Act* and regulations, the *Canada Business Corporations Act* and the articles and by-laws of the Old Port of Montréal Corporation Inc.

Sylvain Ricard, CA auditor
Assistant Auditor General
for the Interim Auditor General of Canada

21 June 2011
Montréal, Canada

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

BALANCE SHEET AS AT MARCH 31

(in thousands of dollars)	2011	2010
<i>Current assets</i>		
Cash	1,041	498
Restricted cash (Note 4)	257	130
Investments (Note 5)	4,000	7,000
Receivables	1,213	866
Balance receivable from related parties (Note 16)	-	1,443
Prepaid expenses	2,935	467
<i>Current assets</i>	<i>9,446</i>	<i>10,404</i>
<i>Long-term assets</i>		
Intangible assets (Note 6)	2,061	364
Property, plant and equipment (Note 7)	94,355	95,754
<i>Long-term assets</i>	<i>96,416</i>	<i>96,118</i>
Assets	105,862	106,522
<i>Current liabilities</i>		
Accounts payable and accrued liabilities	7,066	10,328
Balance payable to related parties (Note 16)	2,285	55
Repayable parliamentary appropriations (Note 20)	18	6
Current portion of deferred contributions (Note 8)	1,474	1,833
<i>Current liabilities</i>	<i>10,843</i>	<i>12,222</i>
<i>Long-term liabilities</i>		
Deferred contributions (Note 8)	1,878	3,066
Deferred property, plant and equipment financing (Note 9)	91,481	89,574
<i>Long-term liabilities</i>	<i>93,359</i>	<i>92,640</i>
Liability without equity	104,202	104,862
<i>Shareholders' equity</i>		
Retained earnings	1,660	1,660
Accumulated other comprehensive income (Note 10)	-	-
Capital stock (Note 11)	-	-
<i>Shareholders' equity</i>	<i>1,660</i>	<i>1,660</i>
Liabilities and shareholders' equity	105,862	106,522

Contingencies (Note 17)

Commitments (Note 18)

The notes are an integral part of the financial statements.

Approved on behalf of the Board of Directors

Director

Director

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

STATEMENT OF OPERATIONS AND COMPREHENSIVE INCOME

For the years ended March 31

(in thousands of dollars)	2011	2010
<i>Revenues</i>		
Quays (Note 12)	6,194	5,695
Montréal Science Centre (Note 12)	10,713	11,013
Corporate services (Note 12)	226	132
<i>Revenues</i>	<i>17,133</i>	<i>16,840</i>
<i>Operating expenditures</i>		
Quays (Note 12)	11,749	11,202
Montréal Science Centre (Note 12)	14,728	13,780
Corporate services (Note 12)	6,634	5,975
Depreciation of long term assets	11,090	7,230
<i>Operating expenditures (Note 13)</i>	<i>44,201</i>	<i>38,187</i>
Excess of operating expenditures over revenues	(27,068)	(21,347)
Parliamentary appropriations - operating expenditures (Note 20)	17,648	16,065
Amortization of deferred property, plant and equipment financing (Note 9)	9,420	5,082
Net results	0	(200)
Other comprehensive income (Note 10)	-	-
Comprehensive income	0	(200)

The notes are an integral part of the financial statements.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

STATEMENT OF RETAINED EARNINGS

For the years ended March 31

(in thousands of dollars)	2011	2010
<i>Balance, beginning of year</i>	1,660	(3)
Transfer of non-amortizable property (Note 7)	-	1,863
Net results	0	(200)
<i>Balance, end of year</i>	1,660	1,660

The notes are an integral part of the financial statements.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

STATEMENT OF CASH FLOWS

(in thousands of dollars)	2011	2010
<i>Operating activities</i>		
Net results	0	(200)
Non-cash items:		
Depreciation of long term assets	11,090	7,230
Loss on disposal of property, plant and equipment	-	3
Amortization of deferred property, plant and equipment financing	(9,420)	(5,082)
Amortization of deferred contributions	(1,670)	(1,948)
Sponsorships recognized as revenue	(563)	(645)
Donations recognized as revenue	-	(80)
Changes in non-cash working capital items	(2,392)	4,068
<i>Cash flows from operating activities</i>	<i>(2,955)</i>	<i>3,346</i>
<i>Financing activities</i>		
Sponsorships received for the Montréal Science Centre	686	571
Donations received for the Montréal Science Centre	-	80
Parliamentary appropriations for the acquisition of property, plant and equipment	11,327	7,680
Deferred approved annual funding	-	(600)
<i>Cash flows from financing activities</i>	<i>12,013</i>	<i>7,731</i>
<i>Investing activities</i>		
Decrease (increase) in investments	3,000	(4,000)
Acquisition of property, plant and equipment	(11,390)	(7,680)
Proceeds from sale of property, plant and equipment	2	1
Net decrease (increase) in restricted cash	(127)	88
<i>Cash flows from investing activities</i>	<i>(8,515)</i>	<i>(11,591)</i>
Change in cash during the year	543	(514)
Cash, beginning of year	498	1,012
Cash, end of year	1,041	498

The notes are an integral part of the financial statements.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

1. AUTHORITY AND ACTIVITIES

The Old Port of Montréal Corporation Inc. (hereinafter referred to as the “Corporation”) was incorporated on November 26, 1981 under the *Canada Business Corporations Act* and is a wholly-owned subsidiary of Canada Lands Company Limited, a Crown corporation named in Part I of Schedule III of the *Financial Administration Act*. In accordance with Order in Council P.C. 1987-86, the Old Port of Montréal Corporation Inc. is subject to certain provisions of the *Financial Administration Act* as if it were a parent Crown corporation, agent of the Crown, listed in Part I of Schedule III of the *Financial Administration Act*.

The Corporation’s mandate is to develop and promote the development of the lands of the Old Port of Montréal, and to administer, manage and maintain the properties of Her Majesty located thereon.

2. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles. Significant accounting policies are described below.

2.1. Measurement uncertainty

The preparation of the financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as at the date of the financial statements and the reported amounts of revenues and expenditures for the reporting period. Estimates relating to allowance for bad debts, claims from suppliers, accrued liabilities and the useful life of property, plant and equipment are the most significant items requiring estimates to be made. Actual figures may differ substantially from these estimates.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

2.2. Cash

Cash includes only cash.

2.3. Restricted cash

Restricted cash represents cash received that is externally restricted to be used to acquire capital assets or for other specific activities of the Montréal Science Centre.

2.4. Investments

Investments include deposit certificates redeemable at any time and maturing less than 12 months from the transaction date.

2.5. Intangible assets

Intangible assets, accounted for at cost, are amortized over their estimated useful lives as of their date of implementation according to the straight-line method and the following periods:

Computer software

3 years

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

2.6. Property, plant and equipment

With the exception of land, property, plant and equipment, which are recorded at cost, are amortized over their estimated useful lives as of the date of commissioning under the straight-line method. In addition, all property, plant and equipment transferred from PWGSC to the Corporation on November 2, 2009 are recorded at their carrying amount as submitted by PWGSC. Amortizable property, plant and equipment are amortized over their estimated useful lives according to the straight-line method and the following periods:

Buildings	15 to 25 years
Leasehold improvements	15 to 25 years or over the lease term
Facilities and landscaping	15 to 25 years
Automotive equipment	5 years
Office furniture and equipment	7 years
Urban furniture	15 to 25 years
Computer hardware	3 years
Machinery, tooling and equipment	10 years
Exhibitions	According to the duration of the exhibition
Bridges, piers and structures	15 to 40 years
Signage	4 to 10 years

2.7. Impairment of long-lived assets

Long-lived assets are tested for impairment when events or changes in circumstances indicate that their carrying amount may not be recoverable. An impairment loss is recognized when the carrying amount exceeds undiscounted cash flows resulting from their use and eventual disposition. The impairment loss recognized is measured as the amount by which the asset's carrying amount exceeds its fair value.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

2.8. Parliamentary appropriations

The Government of Canada funds the Corporation through parliamentary appropriations. The appropriations for the purchase of depreciable property, plant and equipment are recorded as deferred property, plant and equipment financing and amortized on the same basis as the related property, plant and equipment. The appropriations for operating expenditures are recorded in the Statement of Operations and Comprehensive Income in the year for which the appropriations are approved.

2.9. Deferred contributions

The Corporation follows the deferral method of accounting for contributions, which are mainly in the form of donations and sponsorships. Unrestricted contributions are recognized as revenue when they are received or receivable provided that collection is reasonably assured.

Externally restricted contributions are deferred and recognized as revenue during the year in which the underlying expenses are incurred. These contributions are intended for the renewal of the exhibitions or for other specific activities for the Montréal Science Centre. Contributions restricted for the acquisition of depreciable capital assets are amortized over the estimated useful lives of the capital assets acquired.

2.10. Donations from non-owners

Donations from non-owners through the Montréal Science Centre Foundation are deferred to other comprehensive income and recognized as revenue during the year in which the underlying expenses are incurred. Donations restricted for the acquisition of depreciable capital assets are recognized as deferred contributions during the year in which the capital assets are acquired and amortized over their useful lives.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

2.11. Revenues

Quays, Montréal Science Centre and corporate services

Revenues from programming sales, parking revenues, concession revenues and other revenues including those from La Balade, the Port d'Escale and the skating rink are accounted for during the year in which the services were rendered. Interest income on investments is accounted for on an accrual basis of accounting.

The Corporation has signed agreements with a number of sponsors that provide cash, products, advertising and other services in exchange for various benefits, including exclusive marketing rights and visibility. Sponsorships are recognized in the period to which they relate. Non-monetary transactions are recorded at fair market value. A portion of donations and sponsorships is accounted for in deferred contributions while another portion is accounted for with revenue.

2.12. Retirement savings plan

The Corporation has set up a group retirement savings plan that provides for the creation of a single trust with a corporation in the private sector to administer the contributions it receives to provide retirement income for employees through individually registered retirement savings plans. The Corporation acts solely as an agent and assumes no financial responsibility or obligation regarding this plan.

2.13. Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at market exchange rates. Revenues and expenses and other assets and liabilities are translated into Canadian dollars at exchange rates in effect at the dates on which the related transactions are carried out.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

2.14. Financial instruments

All financial assets are classified as either being held for trading, held to maturity, available for sale or as loans and receivables, whereas financial liabilities are classified as being held for trading or as other liabilities. Upon initial recognition, all financial assets and financial liabilities, including derivative financial instruments, are accounted for at fair value on the balance sheet.

The Corporation therefore classified cash, restricted cash and investments as financial assets held for trading. They are measured at fair value and any changes in fair value are accounted for under net results.

Receivables and the balance receivable from related companies are classified as loans and receivables. Receivables are measured at amortized cost according to the effective interest method.

Accounts payable and accrued liabilities as well as the balance payable to related companies are classified as other financial liabilities. They are measured at amortized cost according to the effective interest method.

The Corporation has no financial instruments that are classified as available for sale or held to maturity, nor does it have any derivative financial instruments or embedded derivatives.

3. FUTURE CHANGES IN ACCOUNTING STANDARDS

3.1. Changes in accounting standards

In October 2009, the Public Sector Accounting Board (PSAB) modified the scope of application of public sector accounting standards. This communication redefines three categories of government organization. The Corporation is considered an Other Government Organization (OGO). The Corporation has the option to choose to prepare its financial statements according to public sector accounting standards or IFRS starting on April 1, 2011.

The Corporation has opted for public sector accounting standards and began its conversion in the fall of 2009. All of the new accounting standards have been reviewed and the effects of the conversion on the opening balance sheet as at April 1, 2010 were calculated during the first quarter of 2010-2011.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

4. RESTRICTED CASH

For the year ended March 31, 2011, restricted cash represents amounts received totalling \$257 (\$130 in 2010) for which the counterparties are accounted for on the balance sheet under accumulated other comprehensive income, \$0 (\$0 in 2010) and deferred contributions, \$257 (\$130 in 2010).

5. INVESTMENTS

Investments include the following deposit certificates redeemable at any time:

	2011	2010
1.46%, maturing on January 26, 2012	4,000	
0.82%, maturing on March 25, 2011		7,000
Investments	4,000	7,000

6. INTANGIBLE ASSETS

Intangible assets are software and are detailed as follows:

	Cost	Accumulated depreciation	Book value
As at March 31, 2010	2,161	1,797	364
Acquisition of the year	2,214		2 214
Depreciation of the year		517	(517)
As at March 31, 2011	4,375	2,314	2,061

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

7. PROPERTY, PLANT AND EQUIPMENT

March 31, 2011	Cost	Accumulated depreciation	Book value
Land	1,863	0	1,863
Buildings	43,803	19,702	24,101
Leasehold improvements	64	22	42
Facilities and landscaping	14,004	8,042	5,962
Automotive equipment	1,396	1,080	316
Office furniture and equipment	2,831	2,168	663
Urban furniture	881	242	639
Computer hardware	3,158	2,466	692
Machinery, tooling and equipment	12,486	8,038	4,448
Exhibitions	11,051	9,965	1,086
Bridges, piers and structures	113,237	65,123	48,114
Signage	1,674	785	889
Work in process	5,540	0	5,540
Total	211,988	117,633	94,355

March 31, 2010	Cost	Accumulated depreciation	Book value
Land	1,863	-	1,863
Buildings	42,159	17,746	24,413
Leasehold improvements	64	19	45
Facilities and landscaping	13,850	7,160	6,690
Automotive equipment	1,280	1,057	223
Office furniture and equipment	2,623	1,979	644
Urban furniture	404	201	203
Computer hardware	3,057	2,323	734
Machinery, tooling and equipment	11,318	7,204	4,114
Exhibitions	9,772	7,159	2,613
Bridges, piers and structures	108,785	61,915	46,870
Signage	1,521	625	896
Work in process	6,446	-	6,446
Total	203,142	107,388	95,754

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

8. DEFERRED CONTRIBUTIONS

Deferred contributions represent the unrecognized portion of externally restricted contributions used to acquire capital assets or to be used for other specific activities for the Montréal Science Centre.

The changes in the balance of deferred contributions can be explained as follows:

	2011	2010
Balance, beginning of year	4,899	6,921
plus:		
Reclassification of donations from non-owners (Note 10)	-	-
Sponsorships	686	571
Additions	686	571
less:		
Sponsorships recognized as revenue	563	645
Amortization of contributions restricted for the purchase of depreciable property, plant and equipment	1,670	1,948
Subtractions	2,233	2,593
Balance, end of year	3,352	4,899
Current portion	1,474	1,833
Long-term portion	1,878	3,066
Total	3,352	4,899

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

9. DEFERRED PROPERTY, PLANT AND EQUIPMENT FINANCING

Deferred property, plant and equipment financing represents the unamortized portion of the parliamentary appropriations for the purchase of property, plant and equipment.

The changes in the deferred property, plant and equipment financing balance are as follows:

	2011	2010
Balance, beginning of year	89,574	19,932
Deferred capital financing for the transfer of depreciable property, plant and equipment held by PWGSC	-	67,644
Parliamentary appropriations received during the year for the acquisition and improvement of property, plant and equipment	11,327	7,080
Amortization for the year	(9,420)	(5,082)
Balance, end of year	91,481	89,574

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

10. ACCUMULATED OTHER COMPREHENSIVE INCOME

Other comprehensive income represents the unrecognized portion of donations from the Montréal Science Centre Foundation to be used to acquire capital assets or for other specific activities for the Montréal Science Centre.

	2011	2010
Donations from non-owners		
Balance, beginning of year	-	-
Changes during the year:		
Donations during the year (Note 14)	-	80
Reclassification of donations to the statement of operations (Note 14)	-	(80)
Reclassification of donations to deferred contributions (Note 14)	-	-
Balance, end of year	-	-

11. CAPITAL STOCK

The Corporation is authorized to issue a single share with a par value of \$1, to be held in trust for Her Majesty in Right of Canada. The share may not be transferred without the consent of the Governor General in Council. The authorized share has been issued in consideration of services rendered.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

12. OPERATING RESULTS

The Corporation has the mandate to develop and promote the development of the Old Port of Montréal's territory. It therefore carries out activities in two business units: the Quays of the Old Port and the Montréal Science Centre.

	Quays		Montréal Science Centre		Corporate services	
	2011	2010	2011	2010	2011	2010
<i>Revenues</i>						
Parking	2,622	2,487	1,986	1,964	-	-
Events/concessions /corporate rentals	1,601	1,171	1,562	1,353	-	-
Sponsorships and donations	1,058	934	691	908	-	-
Programming	848	915	4,804	4,840	-	-
Amortization of deferred contributions	-	-	1,670	1,948	-	-
Interest	-	-	-	-	155	77
Other	65	188	-	-	71	55
Total revenues	6,194	5,695	10,713	11,013	226	132
<i>Expenditures</i>						
Management and administrative services	-	-	-	-	5,493	4,893
Parking	1,249	1,021	257	245	-	-
Events/concessions /corporate rentals	1,435	1,439	424	325	-	-
Sponsorships and donations	211	266	199	173	-	-
Programming	1,011	1,278	8,101	8,565	-	-
Maintenance, repairs, prevention	4,720	4,679	1,235	1,180	339	325
Communications	1,370	1,290	1,403	1,231	359	329
Utilities	1,311	755	2,557	1,497	118	100
Information technology	163	160	287	275	325	328
Clothing	55	91	10	29	-	-
Other	224	223	255	260	-	-
Total expenditures before amortization	11,749	11,202	14,728	13,780	6,634	5,975

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

13. SUMMARY OF OPERATING EXPENDITURES BY MAJOR CATEGORY

	2011	2010
Salaries and fringe benefits	16,463	16,068
Depreciation	11,090	7,230
Taxes, permits, rent and utilities	4,592	2,852
Advertising	3,051	2,870
Maintenance	2,590	2,539
Professional services	1,395	1,252
Exhibitions	949	1,339
Movie rentals	835	845
Animation contract	606	775
Office expenses	563	642
Research and development costs	528	413
Telecommunications	398	246
Travel and entertainment costs	285	286
Insurance	239	229
Software maintenance	207	204
Vehicle and equipment rentals	137	144
Machinery and tooling	122	140
Training	69	61
Bad debts	10	-
Other	72	52
	44,201	38,187

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

14. MONTRÉAL SCIENCE CENTRE FOUNDATION

The Montréal Science Centre Foundation is a not-for-profit organization founded on March 27, 2000. It was incorporated as a trust under a notarial deed and is a registered charity under the *Income Tax Act*. The audited financial statements of the Montréal Science Centre Foundation are not consolidated in these financial statements.

The purpose of the Foundation is to promote better knowledge and understanding of science and technologies. It must also manage the funds and fund-raising activities for the sole benefit of the Montréal Science Centre.

According to the trust arrangement, the Foundation must remit to the Old Port of Montréal Corporation Inc. no later than 90 days after its year end, its disbursement quota as per the *Income Tax Act*, in particular a minimum of 80% of the donations received and the revenues generated by the accumulated capitalized funds.

Funds remitted to the Corporation must be used for activities of the Montréal Science Centre.

The Foundation remitted the amount of \$0 (\$80 in 2010) to the Corporation for the year ended March 31, 2011, including \$0 (\$80 in 2010) for the activities of the Montréal Science Centre.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

14. MONTRÉAL SCIENCE CENTRE FOUNDATION (CONTINUED)

The Foundation's condensed financial statements for the fiscal year ended December 31 are as follows:

	2010	2009
Financial position		
Total assets	2,639	1,360
Total liabilities	2,591	1,330
Total net assets	48	30
Operating results		
Total revenues	305	298
Total expenditures	287	341
Net results	18	(43)
Cash flows		
Net inflows (outflows) of cash - operating activities	1,253	1,019
Net inflows (outflows) of cash - financing and investing activities	(1,033)	(194)
Increase (decrease) in cash	220	825

15. NON-MONETARY TRANSACTIONS

The Corporation has granted exclusive rights to certain sponsors for the sale of their products in exchange primarily for advertising. These non-monetary transactions with unrelated parties were recorded equally in revenues and expenditures. They were valued at \$384 (\$415 in 2010), which represents the fair value of the assets and services received.

OLD PORT OF MONTRÉAL CORPORATION INC.

Financial Statements as at March 31, 2011

(in thousands of dollars)

16. RELATED PARTY TRANSACTIONS

The Corporation is related in terms of common ownership to all Government of Canada departments, agencies and Crown corporations. The Corporation carries out transactions with these entities in the normal course of business. These transactions were recorded at the exchange amount, i.e. the value of the consideration paid or received, which was established and accepted by the related parties.

Excluding the transactions referred to elsewhere in these financial statements or minor ones, the Corporation carried out the following transactions with related parties:

16.1. Landscaping work on the site

PWGSC manages contracts based on the cost plus method. For the fiscal year ended March 31, 2011, the cost of these contracts totaled \$19 (\$23 in 2010) and is included in expenditures for corporate services under management and administrative services.

Under an agreement signed in September 2010, PWGSC and the Corporation have determined specific work to be carried out on its assets. PWGSC has managed this work on behalf of the Corporation, using the cost-plus method. The balance invoiced by PWGSC in connection with this work totals \$6,102 in 2011. A balance of \$2,240 is included in the balance payable to related parties as at March 31, 2011. In 2010, the Corporation managed, on behalf of PWGSC, a large portion of the work performed on property, plant and equipment before their transfer from PWGSC to the Corporation and invoiced \$1,736 to PWGSC in connection with this work. A balance of \$1,443 was included in receivables as at March 31, 2010.

16.2. Rental of space

The Corporation signed an agreement with the Montréal Port Authority, beginning on January 1, 2007 and ending on December 31, 2011, covering the rental of space for parking facilities and administrative offices. Rental costs under this agreement amounted to \$605 for the fiscal year (\$628 in 2010) and are included in Quays expenditures under Maintenance, repairs, prevention and parking.

16.3. Joint operations

The Corporation and federal and provincial museums are party to agreements for the sharing of exhibition production costs in the normal course of operations. The Corporation had a commitment under these agreements for \$565 (\$565 in 2010) for the year ended March 31, 2011. In this respect, an amount of \$200 (\$200 in 2010) is included in exhibitions under property, plant and equipment. The balance payable under these agreements totals \$40 as at March 31, 2011 (\$40 in 2010).

17. CONTINGENCIES

OLD PORT OF MONTRÉAL CORPORATION INC.

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(in thousands of dollars)

The Corporation's activities are governed by many federal, provincial and municipal by-laws to ensure sound environmental practices, in particular for the management of emissions, sewage, hazardous materials, waste and soil contamination. Decisions relating to the ownership of real estate assets and any other activity carried on by the Corporation have an inherent risk relating to environmental responsibility.

The Corporation assessed all of its activities and all of its sites and facilities involving risks to determine potential environmental risks. Sites and facilities considered to represent an environmental risk were or will be examined in detail and corrective measures have been or will be taken, as necessary, to eliminate or mitigate these risks. The ongoing risk management process currently in place enables the Corporation to examine its activities and property under normal operating conditions and to follow up on accidents that occur. The property that may be contaminated, or the activities or property that may cause contamination, are taken charge of immediately as soon as contamination is noted, thanks to an action plan developed depending upon the nature and extent of the repercussions as well as the applicable requirements. We therefore have no guarantee that material liabilities and costs relating to environmental issues will not be incurred in the future or that such liabilities and costs will not have significant negative impacts on the Corporation's financial situation.

In the normal course of its activities, the Corporation is either a claimant or a defendant in a number of claims or lawsuits. Various claims have been filed or lawsuits instituted against the Corporation. In management's opinion, the outstanding issues are of a current nature. Management is of the opinion that the resolution of these contingencies should not have a major impact on the Corporation's financial situation.

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18. COMMITMENTS

18.1. Commitments relating to operating expenditures and acquisitions of property, plant and equipment

As at March 31, 2011, the Corporation's total contractual obligations amounted to \$817 (\$1,009 in 2010), including \$776 (\$881 in 2010) for maintenance services, advertising contracts and professional services, and \$41 (\$128 in 2010) for the acquisition of property, plant and equipment. Payments under these contracts must be made within the next five years.

18.2. Operating lease

Operating leases mainly pertain to the rental of space to operate parking facilities and administrative offices and to the rental of property. Future minimum lease payments to be made annually under these operating leases are as follows in the next five years:

2011-2012	2,546
2012-2013	294
2013-2014	24
2014-2015	11
2015-2016	2
<u>Total future minimum payments</u>	<u>2,877</u>

Of this amount, the commitment under a lease with the Montréal Port Authority, a related party, represents \$375 (\$823 in 2010).

19. ASSET RETIREMENT OBLIGATIONS

The Corporation operates certain structures under an operating lease. The agreement signed by the parties includes a clause which stipulates that upon expiry of the lease the owner will retake control of these structures without providing any compensation for any additions or modifications made by the Corporation to the initial structures, provided that the owner considers them to be in satisfactory condition. According to the Corporation, the changes made to the structures since it has had responsibility for management thereof satisfy the lessor's requirements. Accordingly, no liability relating to the retirement of these assets has been recognized in the financial statements.

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20. RECONCILIATION NET NET RESULTS FROM OPERATIONS TO GOVERNMENT FUNDING

The Corporation receives its funding from the Government of Canada based on cash flow requirements. The Treasury Board Secretariat allotted a parliamentary appropriation in the amount of \$28,987 for the 2011 fiscal year (\$23,745 in 2010).

Items recognized in the Statement of operations and comprehensive income in one year may be funded by the Government of Canada in different years. Accordingly, the Corporation has different net results of operations for the year on a government funding basis than on a Canadian generally accepted accounting principles basis. These differences are outlined below:

	2011	2010
Excess of operating expenditures over revenues	27,068	21,347
Items not affecting government funding:		
Amortization of deferred contributions	1,670	1,948
Depreciation of long term assets	(11,090)	(7,230)
Parliamentary appropriations required to fund operations	17,648	16,065
Amount used to acquire property, plant and equipment	11,327	7,680
Total parliamentary appropriations used	28,975	23,745
Parliamentary appropriations approved	28,987	23,745
Parliamentary appropriations received	28,987	23,745
Repayable parliamentary appropriations for the current year	(12)	-
Repayable parliamentary appropriations for previous years	(6)	(6)
Repayable parliamentary appropriations	(18)	(6)

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21. FINANCIAL INSTRUMENTS

The Corporation's financial assets and financial liabilities are measured on a continual basis either at fair value or at amortized cost depending upon their classification.

The carrying amounts of the financial assets and financial liabilities carried at amortized cost approximates fair value given that these financial assets and liabilities will be realized or settled within less than one year.

The financial instruments recognized at fair value on the balance sheet are measured according to the following three levels within the fair value measurement hierarchy:

- Level 1 - measurement based on quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2 - valuation techniques based primarily on observable market data; and
- Level 3 - valuation techniques not based primarily on observable market data.

The breakdown of financial instruments measured at fair value among the various levels within the hierarchy are presented in the tables below.

For 2011	Level 1	Level 2	Level 3	Total
Held for trading				
Cash	1,041			1,041
Restricted cash	257			257
Investments		4,000		4,000
Financial assets	1,298	4,000		5,298

For 2010	Level 1	Level 2	Level 3	Total
Held for trading				
Cash	498			498
Restricted cash	130			130
Investments		7,000		7,000
Financial assets	628	7,000	-	7,628

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Financial Statements as at March 31, 2011

(in thousands of dollars)

22. MANAGEMENT OF RISKS RELATED TO FINANCIAL INSTRUMENTS

Credit risk

Credit risk is the risk that a party to a financial instrument will fail to meet one of its obligations, causing the other party to incur a financial loss. The Corporation's credit risk relates mainly to its receivables. The Corporation manages credit risk by monitoring and analyzing its balances receivable on a continual basis. The Corporation's exposure to bad debts is not material. Finally, since there is no concentration of receivables, the credit risk is low.

The Corporation's maximum credit risk exposure is equivalent to the carrying amount of receivables as at March 31:

	As at March 31	
	2011	2010
Current - 30 days	907	653
31-90 days	185	129
91 days and more	153	110
Bad debt allowance	(32)	(26)
Total	1,213	866

The Corporation has a cumulative bad debt allowance for all clients:

	As at March 31	
	2011	2010
Cumulative bad debt allowance:		
Balance, beginning of year	26	171
Bad debt expense	10	-
Receivables written off and recovery	(4)	(145)
Balance, end of year	32	26

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(in thousands of dollars)

Liquidity risk

Liquidity risk is the risk that an entity will have difficulty meeting its commitments related to financial liabilities. The Corporation manages its liquidity risk in a manner to maintain a sufficient amount of cash. The Corporation establishes budget and cash forecasts in order to ensure that it has the necessary funds to meet its obligations.

Contractual maturities as at March 31 for accounts payable are presented below:

	As at March 31	
	2011	2010
Current - 30 days	6,676	9,876
31-90 days	41	49
91 days and more	349	403
Total	7,066	10,328

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate according to changes in market price. Market risk includes interest rate and foreign currency risk. The Corporation's investment policy provides that any excess cash should be invested in top-quality redeemable term deposits.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in the market interest rate. In order to manage this risk, the Corporation invests in fixed-rate short-term securities. A variation in the interest rates would not have a significant impact on the net results.

(in thousands of dollars)

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign currency exchange rates. The Corporation carries on activities for which certain expenditures are in U.S. dollars. Given that these expenditures represent a minor portion of the Corporation's expenditures, the variation between the Canadian and U.S. dollars will not have a significant impact on the Corporation's net results, its financial position or its cash flows. The Corporation has not hedged its currency risk exposure.

23. CAPITAL MANAGEMENT

The Corporation is not subject to any capital requirements under outside rules. Nonetheless, its capital management objectives are to:

- Preserve the Corporation's ability to continue to operate in order to provide a report to its sole shareholder, Her Majesty in Right of Canada;
- Maintain a flexible capital structure allowing for the optimization of capital costs at an acceptable level.

The Corporation's primary capital management objective is to ensure that it has sufficient sources of funding to continue operating and to acquire capital assets. In order to obtain the necessary capital, the Corporation may attempt to obtain funding by way of parliamentary appropriations, donations, sponsorships, and revenues from the Quays and Montréal Science Centre activities.

In managing its capital, the Corporation includes equity in the amount of \$1,660 (\$1,660 in 2010) in the definition of capital.

Management is confident that it has the necessary liquidities to support the Corporation's activities. It is monitoring its financial situation. There was no change in equity management during the year.

24. COMPARATIVE FIGURES

Certain 2010 figures were restated to conform to the presentation of the current year.

OUR PARTNERS

Partner of the Old Port of Montreal Corporation

Canada

Major partners of the Quays of the Old Port



Other partners

- Astral Media Affichage
- Fédération canadienne de la faune
- Société développement commercial Vieux-Montréal (SDC)
- Société de transport de Montréal (STM)
- Van Houtte
- Zoom Media
- Roots
- Rocky Mountain Chocolate Factory

Presenting sponsors of the Montréal Science Centre

- TELUS
- Hydro-Québec

Presenting sponsor of the Montréal Science Centre's IMAX®TELUS Theatre

- TELUS

Presenting sponsor for regular programming at the Montréal Science Centre's IMAX®TELUS Theatre

- Desjardins

Other partners of the Montréal Science Centre

- Administration portuaire de Montréal
- Fédération canadienne de la Faune
- Mieux Consommer

Eurêka ! Festival

- CRÉ de Montréal
- Ordre des ingénieurs du Québec
- Conseil de recherches en sciences naturelles et en génie du Canada
- Fonds québécois de la recherche sur la nature et les technologies
- Bombardier
- Pratt & Whitney Canada
- Amgen
- Merck
- Société des arts technologiques (SAT)
- Association francophone pour le savoir

Technofolies

- Nintendo (Corn & Wolf)
- Insertech Angus
- Musion Canada
- Laser Quantum
- SolidXperts
- Samsung
- Cybercap
- Sension
- Acmé
- Electronic arts
- Micro Application
- Ubisoft
- Fuji

Donors of the Montréal Science Centre Foundation

- Honda Canada Foundation
- Trottier Family Foundation
- Imperial Oil Foundation
- Canada Royal Bank Foundation

Media partners of the two Business Unit

- Radio-Canada
- RDI
- La Presse
- Métro

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Team of dock workers, circa 1930
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