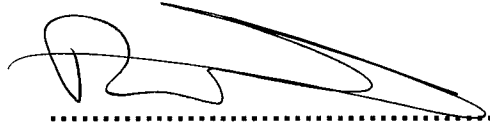


**THIS IS EXHIBIT "C" TO THE
AFFIDAVIT OF RICHARD SEXTON
SWORN BEFORE ME THIS 10th
DAY OF JUNE, 2009.**

A handwritten signature in black ink, consisting of a large, stylized initial 'R' followed by a long, sweeping horizontal stroke that tapers to a point on the right.

.....
A Commissioner, etc.

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 4- March 28, 2009

	Balance Sheet at March 28, 2009	Balance Sheet at March 22, 2008
Cash	852,467	345,584
Accounts Receivable Trade (from P22)	10,733,468	11,704,702
Accounts Receivable - Employees	38,630	67,619
Res for Bad Debts/Pricing Allowances	(686,789)	(589,602)
Accounts Receivable Misc	-	39,006
Inter Company Receivable	1,047,881	267,697
Inventories (from P24)	8,288,607	11,442,991
Prepaid Expenses	135,101	174,509
	<u>20,409,365</u>	<u>23,452,506</u>
Fixed Assets	15,626,228	14,925,150
Accumulated Dep'n	13,356,398	12,746,158
	<u>2,269,830</u>	<u>2,178,992</u>
Computer Software	26,160	-
Prepaid Pension Expense	-	34,583
Non-Current Mortgage	41,865	52,126
Goodwill	-	1,774,824
Total Assets	22,747,220	27,493,030
Less:		
Accounts Payable Trade	2,131,285	1,820,492
Accounts Payable Other	327,490	275,335
Accrued Payroll	968,758	1,178,846
Accrued Pension Liability	(418,400)	316,230
Taxes Non- Income	65,752	67,335
Accruals	252,415	1,065,321
	<u>3,327,300</u>	<u>4,723,560</u>
Net Assets Employed	19,419,920	22,769,470
Income Taxes Payable	555,334	525,419
Deferred Income Taxes		
Bank Indebtedness	9,151,555	5,532,168
Due to Hartmarx -Current	(2,894,169)	606,752
Inter Company Payables	12,409	5,104
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	-	(10,934)
Retained Earnings - Opening	9,892,235	13,448,632
Profit & Loss (from Pg 6)	(786,094)	(826,320)
Dividend Payment	-	-
Refundable Taxes	-	-
Retained Earnings - Ending	9,106,141	12,622,312
Total Shareholders Equity	<u>10,106,541</u>	<u>13,622,712</u>
	<u>19,419,920</u>	<u>22,769,470</u>

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 4- March 28, 2009

	Period Results	
	2009 ACTUAL	2008 ACTUAL
Sales - Independents	3,025,489	4,027,863
Sales - Affiliates	75,167	168,263
Less Allowances	-	(5,129)
Total Sales (from P3)	3,100,656	4,190,997
COGS (from P7)	2,379,128	3,173,943
GROSS PROFIT	721,528	1,017,053
GROSS PROFIT %	23.27%	24.27%
EXPENSES:		
SELLING (from P14)	291,990	477,547
ADVERTISING (from P17)	85,970	79,182
SHIPPING (from P15)	43,268	69,943
ADMINISTRATION (from P18)	253,267	353,114
Total Operating Expenses	674,495	979,786
Operating Exp. As a % Of Sales	21.75%	23.38%
OPERATING PROFIT(LOSS)	47,033	37,267
Other (Income) & Expenses (from P19)	(2,177)	10,722
PROFIT(Loss)Befor IT = (EBIT)	49,209	26,545
Interest Expense (from P19)	63,744	29,502
PROFIT BEFORE TAXES	(14,535)	(2,957)
Profit before Tax %	-0.47%	-0.07%
Income taxes	-	-
Profit (Loss) After Tax	(14,535)	(2,957)
Profit (Loss) After Tax %	-0.47%	-0.07%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since March 22, 2008

Net Income for period	(3,516)
Non cash items	
Depreciation	610
Amortization	
Goodwill Adjustment Retained Earnings	1,775
Computer Software	8
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	11
	(1,112)

Changes in Non Cash working Capital

A/R	356
Inventory	3,154
Prepaid	39
A/P	(654)
Taxes	30
Pension Liability	(683)
	2,243
	1,131

Investing

Marketable Securities	-
Goodwill	(1,775)
Fixed assets	(701)
Receipt on other assets	1,733
	(743)

Financing

Operating loan	3,619
Contributed Surplus	-
HMX Intercompany	(3,501)
	118

Increase(decrease) -cash	507
Opening Cash	346
Closing Cash	852
B/S says	852
	(0)

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 3- February 28, 2009

	Balance Sheet at <u>February 28, 2009</u>	Balance Sheet at <u>February 23, 2008</u>
Cash	981,922	291,723
Accounts Receivable Trade (from P22)	9,896,839	10,072,340
Accounts Receivable - Employees	40,420	62,161
Res for Bad Debts/Pricing Allowances	(686,789)	(589,602)
Accounts Receivable Misc	-	39,006
Inter Company Receivable	1,144,701	488,923
Inventories (from P24)	9,217,205	11,844,401
Prepaid Expenses	<u>139,108</u>	<u>219,592</u>
	20,733,407	22,428,544
Fixed Assets	15,626,228	14,872,893
Accumulated Dep'n	<u>13,307,924</u>	<u>12,701,782</u>
	2,318,303	2,171,111
Computer Software	27,670	-
Prepaid Pension Expense	-	35,880
Non-Current Mortgage	42,639	52,900
Goodwill	-	1,774,824
Total Assets	23,122,019	26,463,259
Less:		
Accounts Payable Trade	2,322,454	2,377,560
Accounts Payable Other	334,395	334,540
Accrued Payroll	913,768	1,118,477
Accrued Pension Liability	(359,311)	353,462
Taxes Non- Income	95,695	80,780
Accruals	300,202	649,451
	<u>3,607,202</u>	<u>4,914,270</u>
Net Assets Employed	19,514,817	21,548,989
Income Taxes Payable		535,926
Deferred Income Taxes	555,334	
Bank Indebtedness	9,304,254	4,258,086
Due to Hartmarx -Current	(2,966,822)	596,174
Inter Company Payables	12,725	30,321
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	-	14,563
Retained Earnings - Opening	9,892,235	13,448,632
Profit & Loss (from Pg 6)	(771,559)	(823,363)
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	9,120,677	12,625,269
Total Shareholders Equity	<u>10,121,077</u>	<u>13,625,669</u>
	19,514,817	21,548,989

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 3- February 28, 2009

	Period Results	
	2009 ACTUAL	2008 ACTUAL
Sales - Independents	3,919,872	4,711,423
Sales - Affiliates	225,970	355,698
Less Allowances	(8,568)	(360)
Total Sales (from P3)	4,137,275	5,066,761
COGS (from P7)	3,133,732	3,959,279
GROSS PROFIT	1,003,542	1,107,483
GROSS PROFIT %	24.26%	21.86%
EXPENSES:		
SELLING (from P14)	328,568	573,571
ADVERTISING (from P17)	112,739	158,407
SHIPPING (from P15)	62,834	96,359
ADMINISTRATION (from P18)	382,964	387,887
Total Operating Expenses	887,106	1,216,223
Operating Exp. As a % Of Sales	21.44%	24.00%
OPERATING PROFIT(LOSS)	116,437	(108,740)
Other (Income) & Expenses (from P19)	9,623	(25,049)
PROFIT(Loss)Befor IT = (EBIT)	106,814	(83,691)
Interest Expense (from P19)	79,575	29,687
PROFIT BEFORE TAXES	27,239	(113,377)
Profit before Tax %	0.66%	-2.24%
Income taxes	-	-
Profit (Loss) After Tax	27,239	(113,377)
Profit (Loss) After Tax %	0.66%	-2.24%

**Coppley Apparel Group
Cash Flow Report**

Operating

12 Months Since February 23, 2008

Net Income for period	(3,505)
Non cash items	
Depreciation	606
Amortization	
Goodwill Adjustment Retained Earnings	1,775
Computer Software	8
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	(15)
	<u>(1,130)</u>

Changes in Non Cash working Capital

A/R	(322)
Inventory	2,627
Prepaid	80
A/P	(612)
Taxes	19
Pension Liability	(660)
	<u>1,133</u>

3

Investing

Marketable Securities	-
Goodwill	(1,775)
Fixed assets	(753)
Receipt on other assets	1,732
	<u>(796)</u>

Financing

Operating loan	5,046
Contributed Surplus	-
HMX Intercompany	(3,563)
	<u>1,483</u>

Increase(decrease) -cash	690
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Opening Cash	292
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Closing Cash	<u>982</u>
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B/S says

982

0

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 2- January 24, 2009

	Balance Sheet at <u>January 24, 2009</u>	Balance Sheet at <u>January 19, 2008</u>
Cash	1,344,325	263,267
Accounts Receivable Trade (from P22)	8,810,737	8,572,125
Accounts Receivable - Employees	46,312	50,978
Res for Bad Debts/Pricing Allowances	(636,776)	(589,736)
Accounts Receivable Misc	-	153,806
Inter Company Receivable	894,911	538,992
Inventories (from P24)	10,574,496	12,772,737
Prepaid Expenses	146,262	196,333
	21,180,266	21,958,501
Fixed Assets	15,614,373	14,830,299
Accumulated Dep'n	13,259,450	12,656,951
	2,354,922	2,173,348
Computer Software	29,179	37,178
Prepaid Pension Expense	-	-
Non-Current Mortgage	43,607	53,868
Goodwill	-	1,774,824
Total Assets	23,607,975	25,997,718
Less:		
Accounts Payable Trade	3,061,513	2,507,972
Accounts Payable Other	320,566	283,224
Accrued Payroll	790,104	1,070,053
Accrued Pension Liability	(305,382)	560,449
Taxes Non- Income	26,120	(4,398)
Accruals	411,594	1,096,439
	4,304,514	5,513,738
Net Assets Employed	19,303,460	20,483,980
Income Taxes Payable		
Deferred Income Taxes	555,334	489,541
Bank Indebtedness	9,068,471	3,241,511
Due to Hartmarx -Current	(2,913,128)	596,744
Inter Company Payables	10,697	41,529
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	-	-
Retained Earnings - Opening	9,892,235	13,335,990
Profit & Loss (from Pg 6)	(798,798)	(709,986)
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	9,093,437	12,626,004
Total Shareholders Equity	10,093,837	13,626,404
	19,303,460	20,483,980

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 2- January 24, 2009

	Period Results	
	2009 ACTUAL	2008 ACTUAL
Sales - Independents	2,585,536	2,130,269
Sales - Affiliates	96,701	159,319
Less Allowances	-	(5,815)
Total Sales (from P3)	<u>2,682,237</u>	<u>2,283,773</u>
COGS (from P7)	<u>2,049,734</u>	<u>1,873,335</u>
GROSS PROFIT	<u>632,503</u>	<u>410,438</u>
GROSS PROFIT %	23.58%	17.97%
EXPENSES:		
SELLING (from P14)	501,879	405,282
ADVERTISING (from P17)	33,847	69,355
SHIPPING (from P15)	41,655	41,445
ADMINISTRATION (from P18)	<u>89,172</u>	<u>195,650</u>
Total Operating Expenses	666,554	711,731
Operating Exp. As a % Of Sales	24.85%	31.16%
OPERATING PROFIT(LOSS)	(34,051)	(301,293)
Other (Income) & Expenses (from P19)	19,945	53,949
PROFIT(Loss)Befor IT = (EBIT)	<u>(53,996)</u>	<u>(355,242)</u>
Interest Expense (from P19)	34,564	23,563
PROFIT BEFORE TAXES	(88,560)	(378,805)
Profit before Tax %	-3.30%	-16.59%
Income taxes	743	-
Profit (Loss) After Tax	<u>(89,304)</u>	<u>(378,805)</u>
Profit (Loss) After Tax %	-3.33%	-16.59%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since January 19, 2008

Net Income for period	(3,533)
Non cash items	
Depreciation	602
Amortization	
Goodwill Adjustment Retained Earnings	1,775
Computer Software	8
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	-
	(1,147)

Changes in Non Cash working Capital

A/R	(389)
Inventory	2,198
Prepaid	50
A/P	(374)
Taxes	66
Pension Liability	(812)
	739
	(408)

Investing

Marketable Securities	-
Goodwill	(1,775)
Fixed assets	(784)
Receipt on other assets	1,731
	(828)

Financing

Operating loan	5,827
Contributed Surplus	-
HMX Intercompany	(3,510)
	2,317

Increase(decrease) -cash 1,081

Opening Cash 263

Closing Cash 1,345

B/S says 1,344

0

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 1- December 27, 2008

	Balance Sheet at <u>December 27, 2008</u>	Balance Sheet at <u>December 22, 2007</u>
Cash	660,403	594,300
Accounts Receivable Trade (from P22)	8,612,974	9,555,076
Accounts Receivable - Employees	42,452	26,805
Res for Bad Debts/Pricing Allowances	(636,776)	(589,736)
Accounts Receivable Misc	-	62,350
Inter Company Receivable	770,454	363,902
Inventories (from P24)	11,311,362	12,745,942
Prepaid Expenses	155,636	190,151
	<u>20,916,505</u>	<u>22,948,790</u>
Fixed Assets	15,612,028	14,729,074
Accumulated Dep'n	13,211,068	12,612,388
	<u>2,400,960</u>	<u>2,116,686</u>
Computer Software	30,689	38,475
Prepaid Pension Expense	-	-
Non-Current Mortgage	44,381	54,642
Goodwill	1,774,824	1,774,824
Total Assets	25,167,359	26,933,418
Less:		
Accounts Payable Trade	1,678,003	2,879,567
Accounts Payable Other	306,470	308,841
Accrued Payroll	825,099	1,184,155
Accrued Pension Liability	(251,911)	591,475
Taxes Non- Income	(64,943)	(98,628)
Accruals	780,578	1,223,465
	<u>3,273,296</u>	<u>6,088,875</u>
Net Assets Employed	21,894,063	20,844,543
Income Taxes Payable		
Deferred Income Taxes	555,335	487,772
Bank Indebtedness	11,528,200	3,261,923
Due to Hartmarx -Current	(4,646,078)	576,986
Inter Company Payables	10,392	24,403
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	-	-
Retained Earnings - Opening	11,667,059	13,335,990
Profit & Loss (from Pg 6)	(709,495)	(331,180)
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	10,957,564	13,004,809
Total Shareholders Equity	<u>11,957,964</u>	<u>14,005,209</u>
	<u>21,894,063</u>	<u>20,844,543</u>

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 1- December 27, 2008

	Period Results	
	2009 ACTUAL	2008 ACTUAL
Sales - Independents	1,339,016	2,699,995
Sales - Affiliates	144,218	285,741
Less Allowances	(527)	5,222
Total Sales (from P3)	1,482,708	2,990,958
COGS (from P7)	1,433,503	2,477,320
GROSS PROFIT	49,205	513,638
GROSS PROFIT %	3.32%	17.17%
EXPENSES:		
SELLING (from P14)	292,838	303,201
ADVERTISING (from P17)	54,075	118,685
SHIPPING (from P15)	43,781	68,321
ADMINISTRATION (from P18)	257,937	289,987
Total Operating Expenses	648,630	780,195
Operating Exp. As a % Of Sales	43.75%	26.09%
OPERATING PROFIT(LOSS)	(599,425)	(266,556)
Other (Income) & Expenses (from P19)	72,842	38,179
PROFIT(Loss)Befor IT = (EBIT)	(672,267)	(304,736)
Interest Expense (from P19)	37,227	26,445
PROFIT BEFORE TAXES	(709,495)	(331,181)
Profit before Tax %	-47.85%	-11.07%
Income taxes	-	-
Profit (Loss) After Tax	(709,495)	(331,181)
Profit (Loss) After Tax %	-47.85%	-11.07%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since December 22, 2007

Net Income for period	(2,047)
Non cash items	
Depreciation	599
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	8
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	-
	(1,441)

Changes in Non Cash working Capital

A/R	629
Inventory	1,435
Prepaid	35
A/P	(1,986)
Taxes	68
Pension Liability	(789)
	(609)
	(2,050)

Investing

Marketable Securities	-
Fixed assets	(883)
Receipt on other assets	(44)
	(927)

Financing

Operating loan	8,266
Contributed Surplus	-
HMX Intercompany	(5,223)
	3,043

Increase(decrease) -cash	66
Opening Cash	594
Closing Cash	660
B/S says	660
	(0)

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 12- November 29, 2008

	Balance Sheet at <u>November 29, 2008</u>	Balance Sheet at <u>November 24, 2007</u>
Cash	339,979	377,254
Accounts Receivable Trade (from P22)	11,099,186	11,216,381
Accounts Receivable - Employees	42,452	48,596
Res for Bad Debts/Pricing Allowances	(636,776)	(589,736)
Accounts Receivable Misc	-	57,324
Inter Company Receivable	635,367	383,470
Inventories (from P24)	10,664,472	11,583,710
Prepaid Expenses	<u>127,071</u>	<u>189,531</u>
	22,271,750	23,266,529
Fixed Assets	15,602,140	14,672,830
Accumulated Dep'n	<u>13,162,708</u>	<u>12,568,849</u>
	2,439,432	2,103,981
Computer Software	32,199	35,430
Prepaid Pension Expense	-	-
Non-Current Mortgage	45,156	55,417
Goodwill	1,774,824	1,774,824
Total Assets	26,563,361	27,236,181
Less:		
Accounts Payable Trade	1,415,292	2,007,261
Accounts Payable Other	350,673	363,732
Accrued Payroll	1,144,574	1,255,601
Accrued Pension Liability	(185,979)	627,304
Taxes Non- Income	33,245	97,428
Accruals	<u>759,038</u>	<u>1,390,004</u>
	3,516,842	5,741,330
Net Assets Employed	23,046,518	21,494,851
Income Taxes Payable	564,197	488,376
Deferred Income Taxes		
Bank Indebtedness	10,812,263	3,610,983
Due to Hartmarx -Current	(3,505,885)	568,820
Inter Company Payables	1,828	2,032
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	18,407	
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(1,781,573)	227,279
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	11,667,059	13,335,990
Total Shareholders Equity	<u>12,667,459</u>	14,336,390
	23,046,518	21,494,851

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 12- November 29, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	3,855,886	3,799,357
Sales - Affiliates	60,617	249,685
Less Allowances	4,456	(6,774)
Total Sales (from P3)	3,920,960	4,042,268
COGS (from P7)	3,184,206	3,199,574
GROSS PROFIT	736,754	842,694
GROSS PROFIT %	18.79%	20.85%
EXPENSES:		
SELLING (from P14)	502,733	495,453
ADVERTISING (from P17)	194,854	37,765
SHIPPING (from P15)	81,359	106,957
ADMINISTRATION (from P18)	630,997	331,138
Total Operating Expenses	1,409,942	971,312
Operating Exp. As a % Of Sales	35.96%	24.03%
OPERATING PROFIT(LOSS)	(673,188)	(128,618)
Other (Income) & Expenses (from P19)	133,955	68,749
PROFIT(Loss)Befor IT = (EBIT)	(807,143)	(197,368)
Interest Expense (from P19)	56,540	35,438
PROFIT BEFORE TAXES	(863,683)	(232,806)
Profit before Tax %	-22.03%	-5.76%
Income taxes	(36,316)	(37,850)
Profit (Loss) After Tax	(827,367)	(194,956)
Profit (Loss) After Tax %	-21.10%	-4.82%

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 11- October 18, 2008

	Balance Sheet at October 18, 2008	Balance Sheet at October 20, 2007
Cash	238,815	292,540
Accounts Receivable Trade (from P22)	12,090,726	12,150,360
Accounts Receivable - Employees	45,967	63,873
Res for Bad Debts	(495,405)	(606,650)
Accounts Receivable Misc	-	-
Inter Company Receivable	545,765	288,343
Inventories (from P24)	10,235,299	10,825,350
Prepaid Expenses	<u>146,424</u>	<u>124,490</u>
	22,807,592	23,138,307
 Fixed Assets	 15,402,244	 14,558,143
Accumulated Dep'n	<u>13,089,321</u>	<u>12,509,978</u>
	2,312,923	2,048,165
 Computer Software	 33,816	 23,117
Prepaid Pension Expense	135,100	-
Non-Current Mortgage	46,318	56,385
Goodwill	1,774,824	1,774,824
 Total Assets	 27,110,573	 27,040,797
 Less:		
Accounts Payable Trade	1,435,998	1,516,594
Accounts Payable Other	284,308	283,283
Accrued Payroll	967,434	1,128,381
Accrued Pension Liability	-	657,882
Taxes Non- Income	76,288	87,954
Accruals	<u>620,019</u>	<u>1,052,980</u>
	3,384,047	4,727,074
 Net Assets Employed	 23,726,526	 22,313,723
 Income Taxes Payable	 578,782	 526,226
Deferred Income Taxes	-	-
Bank Indebtedness	10,510,249	4,246,730
 Due to Hartmarx -Current	 (3,406,469)	 516,361
Inter Company Payables	12,187	4,811
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	48,701	-
 Retained Earnings - Opening	 13,448,632	 13,108,711
Profit & Loss (from Pg 6)	(954,206)	422,235
Dividend Payment	-	-
Refundable Taxes	-	-
Retained Earnings - Ending	<u>12,494,426</u>	<u>13,530,946</u>
 Total Shareholders Equity	 <u>13,494,826</u>	 <u>14,531,346</u>
	23,726,526	22,313,723

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

05-Jun-09

PERIOD 11- October 18, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	2,944,717	3,762,247
Sales - Affiliates	221,053	212,284
Less Allowances	(25,446)	(385)
Total Sales (from P3)	3,140,324	3,974,145
COGS (from P7)	2,429,250	2,916,643
GROSS PROFIT	711,074	1,057,502
GROSS PROFIT %	22.64%	26.61%
EXPENSES:		
SELLING (from P14)	326,470	359,140
ADVERTISING (from P17)	27,061	17,918
SHIPPING (from P15)	60,341	59,356
ADMINISTRATION (from P18)	276,336	305,094
Total Operating Expenses	690,207	741,508
Operating Exp. As a % Of Sales	21.98%	18.66%
OPERATING PROFIT(LOSS)	20,867	315,994
Other (Income) & Expenses (from P19)	38,508	121,922
PROFIT(Loss)Befor IT = (EBIT)	(17,641)	194,072
Interest Expense (from P19)	46,062	28,917
PROFIT BEFORE TAXES	(63,703)	165,155
Profit before Tax %	-2.03%	4.16%
Income taxes	(20,235)	37,850
Profit (Loss) After Tax	(43,468)	127,305
Profit (Loss) After Tax %	-1.38%	3.20%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since October 20, 2007

Net Income for period	(1,037)
Non cash items	
Depreciation	579
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(11)
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	49
	(419)

Changes in Non Cash working Capital

A/R	(291)
Inventory	590
Prepaid	(22)
A/P	(678)
Taxes	53
Pension Liability	(737)
	(1,085)
	(1,504)

Investing

Marketable Securities	-
Fixed assets	(844)
Receipt on other assets	(46)
	(890)

Financing

Operating loan	6,264
Contributed Surplus	-
HMX Intercompany	(3,923)
	2,341
Increase(decrease) -cash	(54)
Opening Cash	293
Closing Cash	239
B/S says	239
	0

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 10- September 20, 2008

	Balance Sheet at September 20, 2008	Balance Sheet at September 22, 2007
Cash	179,595	301,646
Accounts Receivable Trade (from P22)	11,236,621	11,375,001
Accounts Receivable - Employees	51,191	69,254
Res for Bad Debts	(495,405)	(651,528)
Accounts Receivable Misc	-	5,280
Inter Company Receivable	265,509	229,095
Inventories (from P24)	10,375,015	10,869,506
Prepaid Expenses	143,263	97,153
	<u>21,755,788</u>	<u>22,295,406</u>
Fixed Assets	15,372,388	14,548,509
Accumulated Dep'n	13,035,172	12,462,875
	<u>2,337,216</u>	<u>2,085,634</u>
Computer Software	35,433	23,974
Prepaid Pension Expense	79,994	-
Non-Current Mortgage	47,092	57,159
Goodwill	1,774,824	1,774,824
Total Assets	26,030,348	26,236,997
Less:		
Accounts Payable Trade	969,854	1,558,756
Accounts Payable Other	296,867	291,084
Accrued Payroll	931,573	1,063,680
Accrued Pension Liability	-	690,867
Taxes Non- Income	149,397	82,667
Accruals	565,761	870,966
	<u>2,913,452</u>	<u>4,558,020</u>
Net Assets Employed	23,116,896	21,678,978
Income Taxes Payable	556,109	486,000
Deferred Income Taxes	-	-
Bank Indebtedness	9,541,315	3,809,887
Due to Hartmarx -Current	(3,020,103)	479,222
Inter Company Payables	11,422	11,578
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	1,610	-
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(910,738)	294,930
Dividend Payment	-	-
Refundable Taxes	-	-
Retained Earnings - Ending	12,537,894	13,403,641
Total Shareholders Equity	<u>13,538,294</u>	<u>14,404,041</u>
	23,116,896	21,678,978

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

16-Dec-08

PERIOD 10- September 20, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	4,069,851	4,956,833
Sales - Affiliates	208,239	118,928
Less Allowances	-	(421)
Total Sales (from P3)	4,278,090	5,075,340
COGS (from P7)	3,277,556	3,912,746
GROSS PROFIT	1,000,533	1,162,594
GROSS PROFIT %	23.39%	22.91%
EXPENSES:		
SELLING (from P14)	406,765	401,473
ADVERTISING (from P17)	32,334	86,242
SHIPPING (from P15)	58,060	73,164
ADMINISTRATION (from P18)	197,174	311,435
Total Operating Expenses	694,333	872,313
Operating Exp. As a % Of Sales	16.23%	17.19%
OPERATING PROFIT(LOSS)	306,201	290,281
Other (Income) & Expenses (from P19)	9,021	150,071
PROFIT(Loss)Befor IT = (EBIT)	297,180	140,209
Interest Expense (from P19)	45,429	20,973
PROFIT BEFORE TAXES	251,751	119,236
Profit before Tax %	5.88%	2.35%
Income taxes	-	-
Profit (Loss) After Tax	251,751	119,236
Profit (Loss) After Tax %	5.88%	2.35%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since September 22, 2007

Net Income for period	(866)
Non cash items	
Depreciation	572
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(11)
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	2
	(303)

Changes in Non Cash working Capital

A/R	(31)
Inventory	494
Prepaid	(46)
A/P	(954)
Taxes	70
Pension Liability	(771)
	(1,237)
	(1,540)

Investing

Marketable Securities	-
Fixed assets	(824)
Receipt on other assets	10
	(814)

Financing

Operating loan	5,731
Contributed Surplus	-
HMX Intercompany	(3,499)
	2,232

Increase(decrease) -cash	(122)
Opening Cash	302
Closing Cash	180
B/S says	180
	(0)

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 9- August 23, 2008

	Balance Sheet at August 23, 2008	Balance Sheet at August 25, 2007
Cash	(221,542)	613,774
Accounts Receivable Trade (from P22)	9,483,082	8,917,311
Accounts Receivable - Employees	51,917	73,115
Res for Bad Debts	(592,975)	(651,528)
Accounts Receivable Misc	-	3,136
Inter Company Receivable	645,637	368,460
Inventories (from P24)	11,613,815	12,183,048
Prepaid Expenses	<u>232,011</u>	<u>104,037</u>
	21,211,945	21,611,352
Fixed Assets	15,283,577	14,458,269
Accumulated Dep'n	<u>12,982,516</u>	<u>12,415,284</u>
	2,301,060	2,042,986
Computer Software	37,051	24,451
Non-Current Mortgage	47,866	57,934
Goodwill	1,774,824	1,774,824
Total Assets	25,372,747	25,511,547
Less:		
Accounts Payable Trade	1,211,759	1,753,172
Accounts Payable Other	312,162	394,143
Accrued Payroll	988,412	953,047
Accrued Pension Liability	176,786	729,261
Taxes Non- Income	137,622	92,721
Accruals	<u>456,320</u>	<u>978,705</u>
	3,283,062	4,901,048
Net Assets Employed	22,089,685	20,610,498
Income Taxes Payable	556,764	478,560
Deferred Income Taxes	-	-
Bank Indebtedness	9,813,132	2,837,472
Due to Hartmarx -Current	(4,066,820)	498,829
Inter Company Payables	8,853	22,584
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	2,963	-
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(1,162,489)	175,694
Dividend Payment	-	-
Refundable Taxes	-	-
Retained Earnings - Ending	12,286,143	13,284,404
Total Shareholders Equity	<u>13,286,543</u>	<u>14,284,804</u>
	22,089,685	20,610,498

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

25-Nov-08

PERIOD 9- August 23, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	4,714,431	4,149,115
Sales - Affiliates	169,438	147,193
Less Allowances	-	(820)
Total Sales (from P3)	4,883,868	4,295,488
COGS (from P7)	3,209,066	2,819,447
GROSS PROFIT	1,674,803	1,476,041
GROSS PROFIT %	34.29%	34.36%
EXPENSES:		
SELLING (from P14)	577,012	699,651
ADVERTISING (from P17)	97,893	150,435
SHIPPING (from P15)	68,986	72,902
ADMINISTRATION (from P18)	307,625	390,754
Total Operating Expenses	1,051,517	1,313,742
Operating Exp. As a % Of Sales	21.53%	30.58%
OPERATING PROFIT(LOSS)	623,286	162,299
Other (Income) & Expenses (from P19)	71,170	(30,464)
PROFIT(Loss)Befor IT = (EBIT)	552,116	192,763
Interest Expense (from P19)	51,270	18,468
PROFIT BEFORE TAXES	500,846	174,296
Profit before Tax %	10.26%	4.06%
Income taxes	-	(112,713)
Profit (Loss) After Tax	500,846	287,009
Profit (Loss) After Tax %	10.26%	6.68%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since August 25, 2007

Net Income for period	(998)
Non cash items	
Depreciation	567
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(13)
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	3
	(441)

Changes in Non Cash working Capital

A/R	(877)
Inventory	569
Prepaid	(128)
A/P	(1,079)
Taxes	78
Pension Liability	(552)
	(1,989)
	(2,430)

Investing

Marketable Securities	-
Fixed assets	(825)
Receipt on other assets	10
	(815)

Financing

Operating loan	6,976
Contributed Surplus	-
HMX Intercompany	(4,566)
	2,410

Increase(decrease) -cash (835)

Opening Cash 614

Closing Cash (222)

B/S says (222)
(0)

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 8- July 19, 2008

	Balance Sheet at July 19, 2008	Balance Sheet at July 21, 2007
Cash	629,828	1,001,928
Accounts Receivable Trade (from P22)	7,223,414	7,845,431
Accounts Receivable - Employees	49,534	66,328
Res for Bad Debts	(625,604)	(629,271)
Accounts Receivable Misc	-	1,679
Inter Company Receivable	485,104	393,311
Inventories (from P24)	12,319,801	12,050,969
Prepaid Expenses	228,139	109,554
	20,310,216	20,839,930
Fixed Assets	15,209,618	14,411,410
Accumulated Dep'n	12,932,550	12,371,310
	2,277,068	2,040,100
Computer Software	38,668	25,687
Non-Current Mortgage	48,834	58,902
Goodwill	1,774,824	1,774,824
Total Assets	24,449,610	24,739,443
Less:		
Accounts Payable Trade	1,421,737	2,402,897
Accounts Payable Other	269,037	329,936
Accrued Payroll	914,596	868,844
Accrued Pension Liability	195,361	755,982
Taxes Non- Income	58,885	4,969
Accruals	863,063	1,161,987
	3,722,678	5,524,614
Net Assets Employed	20,726,932	19,214,829
Income Taxes Payable	555,337	605,546
Deferred Income Taxes		-
Bank Indebtedness	8,789,263	1,610,800
Due to Hartmarx -Current	(3,914,414)	489,513
Inter Company Payables	22,799	22,924
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	-	-
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(1,663,335)	(111,315)
Dividend Payment	-	-
Refundable Taxes		-
Retained Earnings - Ending	11,785,297	12,997,395
Total Shareholders Equity	12,785,697	13,997,795
	20,726,932	19,214,829

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

25-Nov-08

PERIOD 8- July 19, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	1,013,267	1,665,918
Sales - Affiliates	297,742	228,112
Less Allowances	-	(336)
Total Sales (from P3)	1,311,010	1,893,694
COGS (from P7)	1,403,872	1,743,582
GROSS PROFIT	(92,863)	150,112
GROSS PROFIT %	-7.08%	7.93%
EXPENSES:		
SELLING (from P14)	302,888	334,666
ADVERTISING (from P17)	143,117	150,367
SHIPPING (from P15)	58,232	74,457
ADMINISTRATION (from P18)	273,972	301,341
Total Operating Expenses	778,209	860,832
Operating Exp. As a % Of Sales	59.36%	45.46%
OPERATING PROFIT(LOSS)	(871,072)	(710,720)
Other (Income) & Expenses (from P19)	11,240	22,397
PROFIT(Loss)Befor IT = (EBIT)	(882,312)	(733,117)
Interest Expense (from P19)	(8,294)	12,926
PROFIT BEFORE TAXES	(874,018)	(746,043)
Profit before Tax %	-66.67%	-39.40%
Income taxes	(117,689)	(222,155)
Profit (Loss) After Tax	(756,329)	(523,888)
Profit (Loss) After Tax %	-57.69%	-27.66%

Copley Apparel Group Cash Flow Report

<u>Operating</u>	<u>12 Months Since July 21, 2007</u>
Net Income for period	(1,212)
Non cash items	
Depreciation	561
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(13)
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	-
	<u>(664)</u>
 <u>Changes in Non Cash working Capital</u>	
A/R	545
Inventory	(269)
Prepaid	(119)
A/P	(1,241)
Taxes	(50)
Pension Liability	(561)
	<u>(1,695)</u>
	(2,358)
 <u>Investing</u>	
Marketable Securities	-
Fixed assets	(798)
Receipt on other assets	10
	<u>(788)</u>
 <u>Financing</u>	
Operating loan	7,178
Contributed Surplus	-
HMX Intercompany	(4,404)
	<u>2,775</u>
 Increase(decrease) -cash	 (372)
 Opening Cash	 1,002
 Closing Cash	 <u>630</u>
B/S says	630
	0

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 7- June 21, 2008

	Balance Sheet at June 21, 2008	Balance Sheet at June 23, 2007
Cash	21,379	141,960
Accounts Receivable Trade (from P22)	9,247,682	9,865,435
Accounts Receivable - Employees	33,469	44,843
Res for Bad Debts	(625,604)	(629,271)
Accounts Receivable Misc	39,006	2,266
Inter Company Receivable	439,453	448,006
Inventories (from P24)	12,089,434	11,802,506
Prepaid Expenses	<u>184,686</u>	<u>105,509</u>
	21,429,504	21,781,254
Fixed Assets	15,142,985	14,335,293
Accumulated Dep'n	<u>12,884,230</u>	<u>12,328,327</u>
	2,258,754	2,006,966
Computer Software	30,690	19,095
Non-Current Mortgage	49,609	59,676
Goodwill	1,774,824	1,774,824
Total Assets	25,543,382	25,641,815
Less:		
Accounts Payable Trade	1,554,642	2,214,957
Accounts Payable Other	273,667	391,377
Accrued Payroll	1,490,870	1,407,432
Accrued Pension Liability	224,085	790,063
Taxes Non- Income	(15,450)	52,760
Accruals	855,627	1,308,570
	<u>4,383,441</u>	<u>6,165,159</u>
Net Assets Employed	21,159,941	19,476,656
Income Taxes Payable	559,081	828,308
Deferred Income Taxes		
Bank Indebtedness	3,934,569	1,119,836
Due to Hartmarx -Current	612,392	495,518
Inter Company Payables	15,847	23,060
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	7,775	
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(907,005)	412,573
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	12,541,627	13,521,284
Total Shareholders Equity	<u>13,542,027</u>	<u>14,521,684</u>
	21,159,941	19,476,656

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

25-Nov-08

PERIOD 7- June 21, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	2,774,129	2,513,525
Sales - Affiliates	404,293	261,019
Less Allowances	(120)	(1,022)
Total Sales (from P3)	3,178,301	2,773,521
COGS (from P7)	2,433,119	2,181,122
GROSS PROFIT	745,183	592,399
GROSS PROFIT %	23.45%	21.36%
EXPENSES:		
SELLING (from P14)	338,321	357,818
ADVERTISING (from P17)	66,564	123,855
SHIPPING (from P15)	72,063	63,400
ADMINISTRATION (from P18)	297,474	289,944
Total Operating Expenses	774,422	835,017
Operating Exp. As a % Of Sales	24.37%	30.11%
OPERATING PROFIT(LOSS)	(29,239)	(242,618)
Other (Income) & Expenses (from P19)	25,987	(31,554)
PROFIT(Loss)Befor IT = (EBIT)	(55,226)	(211,063)
Interest Expense (from P19)	22,934	14,441
PROFIT BEFORE TAXES	(78,160)	(225,504)
Profit before Tax %	-2.46%	-8.13%
Income taxes	-	(78,926)
Profit (Loss) After Tax	(78,160)	(146,578)
Profit (Loss) After Tax %	-2.46%	-5.28%

Copley Apparel Group Cash Flow Report

Operating

12 Months Since June 21, 2007

Net Income for period	-980
Non cash items	
Depreciation	556
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(12)
Forward Exchange Contract	-
Acc. Other Comprehensive Inc	8
	(428)

Changes in Non Cash working Capital

A/R	597
Inventory	(287)
Prepaid	(79)
A/P	(1,223)
Taxes	(269)
Pension Liability	(566)
	(1,827)
	(2,255)

Investing

Marketable Securities	-
Fixed assets	(808)
Receipt on other assets	10
	(798)

Financing

Operating loan	2,815
Contributed Surplus	-
HMX Intercompany	117
	2,932

Increase(decrease) -cash (121)

Opening Cash 142

Closing Cash 21

B/S says 21

0

COPPLEY APPAREL GROUP LIMITED
BALANCE SHEET
PERIOD 6- May 24, 2008

	Balance Sheet at <u>May 24, 2008</u>	Balance Sheet at <u>May 26, 2007</u>
Cash	292,723	508,668
Accounts Receivable Trade (from P22)	10,165,438	11,449,567
Accounts Receivable - Employees	58,071	64,626
Res for Bad Debts	(625,604)	(629,271)
Accounts Receivable Misc	39,006	1,679
Inter Company Receivable	287,801	410,252
Inventories (from P24)	11,869,687	10,644,553
Prepaid Expenses	159,096	115,421
	22,246,218	22,565,495
Fixed Assets	15,085,908	14,239,796
Accumulated Dep'n	12,837,393	12,292,053
	2,248,515	1,947,743
Forward Exchange Contract	7,170	-
Computer Software	31,988	16,778
Non-Current Mortgage	50,383	60,450
Goodwill	1,774,824	1,774,824
Total Assets	26,359,098	26,365,291
Less:		
Accounts Payable Trade	1,558,211	2,030,044
Accounts Payable Other	323,733	327,780
Accrued Payroll	1,407,211	1,335,640
Accrued Pension Liability	257,882	836,975
Taxes Non- Income	65,926	56,492
Accruals	1,217,025	1,493,904
	4,829,988	6,080,835
Net Assets Employed	21,529,109	20,284,457
Income Taxes Payable	557,667	907,841
Deferred Income Taxes		
Bank Indebtedness	4,258,342	1,716,390
Due to Hartmarx -Current	590,173	495,971
Inter Company Payables	9,653	7,743
Contributed Surplus	2,488,250	2,488,250
Share Capital	1,000,400	1,000,400
Accum. Other Comprehensive Income	4,839	
Retained Earnings - Opening	13,448,632	13,108,711
Profit & Loss (from Pg 6)	(828,846)	559,151
Dividend Payment	-	-
Refundable Taxes		
Retained Earnings - Ending	12,619,787	13,667,862
Total Shareholders Equity	13,620,187	14,668,262
	21,529,109	20,284,457

**HARTMARX/MEN'S APPAREL GROUP
COPPLEY APPAREL GROUP**

PROFIT & LOSS STATEMENT

25-Nov-08

PERIOD 6- May 24, 2008

	Period Results	
	2008 ACTUAL	2007 ACTUAL
Sales - Independents	3,321,777	4,549,168
Sales - Affiliates	137,170	286,315
Less Allowances	(136)	(3,081)
Total Sales (from P3)	3,458,811	4,832,402
COGS (from P7)	2,586,790	2,961,435
GROSS PROFIT	872,021	1,870,967
GROSS PROFIT %	25.21%	38.72%
EXPENSES:		
SELLING (from P14)	370,669	430,649
ADVERTISING (from P17)	45,561	101,314
SHIPPING (from P15)	76,399	77,009
ADMINISTRATION (from P18)	419,693	348,889
Total Operating Expenses	912,322	957,861
Operating Exp. As a % Of Sales	26.38%	19.82%
OPERATING PROFIT(LOSS)	(40,302)	913,106
Other (Income) & Expenses (from P19)	(18,451)	113,039
PROFIT(Loss)Before IT = (EBIT)	(21,851)	800,067
Interest Expense (from P19)	30,329	24,360
PROFIT BEFORE TAXES	(52,179)	775,707
Profit before Tax %	-1.51%	16.05%
Income taxes	32,172	271,497
Profit (Loss) After Tax	(84,351)	504,209
Profit (Loss) After Tax %	-2.44%	10.43%

Copley Apparel Group Cash Flow Report

<u>Operating</u>	12 Months Since May 26, 2007
Net Income for period	-1,048
Non cash items	
Depreciation	545
Amortization	-
Pension Adjustment Retained Earnings	
Computer Software	(15)
Forward Exchange Contract	(7)
Acc. Other Comprehensive Inc	5
	<u>(520)</u>
 <u>Changes in Non Cash working Capital</u>	
A/R	1,372
Inventory	(1,225)
Prepaid	(44)
A/P	(670)
Taxes	(350)
Pension Liability	(579)
	<u>(1,496)</u>
	(2,016)
 <u>Investing</u>	
Marketable Securities	-
Fixed assets	(846)
Receipt on other assets	10
	<u>(836)</u>
 <u>Financing</u>	
Operating loan	2,542
Contributed Surplus	-
HMX Intercompany	94
	<u>2,636</u>
 Increase(decrease) -cash	 (216)
 Opening Cash	 509
 Closing Cash	 <u>293</u>
B/S says	293
	(0)