Unaudited condensed consolidated interim financial statements of

# **ROGERS SUGAR INC.**

Three and nine months ended June 27, 2020 and June 29, 2019 (Unaudited and not reviewed by the Company's external independent auditors)

(Unaudited)

Condensed consolidated interim statements of earnings and comprehensive income (In thousands of dollars except per share amounts)

|   | F  | or the thre | e mo | onth | s ended  |      | For the ni | ne n | nont | hs ended   |
|---|----|-------------|------|------|----------|------|------------|------|------|------------|
| Condensed consolidated interim statements   |    | June 27,    |      |      | June 29, |      | June 27,   |      |      | June 29,   |
| of earnings   |    | 2020        |      |      | 2019     |      | 2020       |      |      | 2019       |
| Revenues (note 17)  | \$ | 206,147     | \$   |      | 191,448  | \$   | 614,589    | \$   |      | 586,720    |
| Cost of sales   |    | 176,274     |      |      | 160,707  |      | 526,280    |      |      | 493,218    |
| Gross margin  |    | 29,873      |      |      | 30,741   |      | 88,309     |      |      | 93,502     |
| Administration and selling expenses   |    | 11,818      |      |      | 8,153    |      | 28,548     |      |      | 24,219     |
| Distribution expenses   |    | 5,683       |      |      | 4,018    |      | 14,580     |      |      | 12,336     |
|   |    | 17,501      |      |      | 12,171   |      | 43,128     |      |      | 36,555     |
| Results from operating activities   |    | 12,372      |      |      | 18,570   |      | 45,181     |      |      | 56,947     |
| Finance income (note 5)   |    | (66)        |      |      | (117)    |      | (197)      |      |      | (309)      |
| Finance costs (note 5)  |    | 4,213       |      |      | 4,388    |      | 13,729     |      |      | 13,579     |
| Net finance costs (note 5)  |    | 4,147       |      |      | 4,271    |      | 13,532     |      |      | 13,270     |
| Earnings before income taxes  |    | 8,225       |      |      | 14,299   |      | 31,649     |      |      | 43,677     |
| Income tax expense (recovery):  |    |             |      |      |          |      |            |      |      |            |
| Current   |    | 541         |      |      | 4,333    |      | 8,845      |      |      | 12,046     |
| Deferred  |    | 2,146       |      |      | (466)    |      | 337        |      |      | (223)      |
|   |    | 2,687       |      |      | 3,867    |      | 9,182      |      |      | 11,823     |
| Net earnings  | \$ | 5,538       | \$   |      | 10,432   | \$   | 22,467     | \$   |      | 31,854     |
| Net earnings per share (note 12)  |    |             |      |      |          |      |            |      |      |            |
| Basic   | \$ | 0.05        | \$   |      | 0.10     | \$   | 0.22       | \$   |      | 0.30       |
| Diluted   | \$ | 0.05        | \$   |      | 0.10     | \$   | 0.22       | \$   |      | 0.30       |
|   |    | For the     | thre | e mo | nths end | ded  | For the i  | nine | mor  | iths ended |
| Condensed consolidated interim statements of  |    | June        |      |      | June     | ,    | June 2     |      |      | June 29,   |
| comprehensive income  |    |             | 020  |      |          | 019  |            | 20   |      | 2019       |
| Net earnings  | \$ | 5,          | 538  | \$   | 10,4     | 432  | \$<br>22,4 | 67   | \$   | 31,854     |
| Other comprehensive (loss) income Items that may or may not be reclassified subsequently to net earnings: |    |             |      |      |          |      |            |      |      |            |
| Cash flow hedges (note 7)   |    | (9          | 79)  |      | (2,1     | 61)  | (7,42      | 26)  |      | (4,792)    |
| Income tax on other comprehensive loss (note 7)   |    |             | 260  |      |          | 573  | 1,9        | 28   |      | 1,270      |
| Foreign currency translation differences  |    |             | 89)  |      |          | .01) | •          | 79   |      | 1,270      |
| . Groigh darrondy nanolation differences  |    | (1,2        |      |      | (1,9     |      | (4,9       |      |      | (3,332)    |
| Net earnings and comprehensive income for the period  | \$ | 4,3         | 330  | \$   | 8,4      | 443  | \$<br>17,5 | 48   | \$   | 28,522     |

(Unaudited) Condensed consolidated interim statements of financial position

(In thousands of dollars)

|   |    | June 27,          |    | September 28,    |    | June 29,         |
|---|----|-------------------|----|------------------|----|------------------|
| -   |    | 2020              |    | 2019             |    | 2019             |
| Assets  |    |                   |    |                  |    |                  |
| Current assets:  Cash                                     | \$ | 357               | φ  | 204              | Φ. | 1 070            |
| Trade and other receivables                               | Ψ  | 83,289            | \$ | 284<br>85,823    | \$ | 1,270<br>75,050  |
| Inventories (note 6)                                      |    | •                 |    |                  |    | •                |
| Prepaid expenses  |    | 195,033<br>10,902 |    | 182,359<br>4,162 |    | 220,195<br>4,814 |
| Income taxes receivable                                   |    | 10,902            |    | 1,977            |    | 1,450            |
| Derivative financial instruments (note 7)                 |    | 3,373             |    | 931              |    | 3,064            |
| Total current assets                                      |    | 292,954           |    | 275,536          |    | 305,843          |
| Non-current assets:                                       |    |                   |    |                  |    |                  |
| Property, plant and equipment                             |    | 225,677           |    | 220,408          |    | 216,423          |
| Right-of-use assets (note 3)                              |    | 20,428            |    | , <u>-</u>       |    | -                |
| Intangible assets   |    | 32,688            |    | 35,444           |    | 36,178           |
| Other assets  |    | 795               |    | 928              |    | 839              |
| Deferred tax assets                                       |    | 24,059            |    | 19,684           |    | 14,265           |
| Derivative financial instruments (note 7)                 |    | ,<br>-            |    | 21               |    | 125              |
| Goodwill  |    | 283,007           |    | 283,007          |    | 333,007          |
| Total non-current assets                                  |    | 586,654           |    | 559,492          |    | 600,837          |
| Total assets  | \$ | 879,608           | \$ | 835,028          | \$ | 906,680          |
|   |    |                   |    |                  |    |                  |
| Liabilities and Shareholder's Equity Current liabilities: |    |                   |    |                  |    |                  |
| Bank overdraft  | \$ | 449               | \$ | 8,325            | \$ | _                |
| Revolving credit facility (note 8)                        | •  | 25,000            | Ψ  | 17,000           | Ψ  | 47,000           |
| Trade and other payables                                  |    | 138,756           |    | 117,735          |    | 121,608          |
| Provisions  |    | 711               |    | 878              |    | 870              |
| Lease obligations (note 9)                                |    | 3,222             |    | 139              |    | 50               |
| Income taxes payable                                      |    | 3,452             |    | -                |    | -                |
| Derivative financial instruments (note 7)                 |    | 3,161             |    | 615              |    | 1,839            |
| Total current liabilities                                 |    | 174,751           |    | 144,692          |    | 171,367          |
| Non-current liabilities:                                  |    |                   |    |                  |    |                  |
| Revolving credit facility (note 8)                        |    | 165,000           |    | 160,000          |    | 160,000          |
| Employee benefits   |    | 53,085            |    | 51,810           |    | 31,696           |
| Provisions  |    | 510               |    | 819              |    | 1,140            |
| Derivative financial instruments (note 7)                 |    | 9,712             |    | 4,677            |    | 3,846            |
| Lease obligations (note 9)                                |    | 17,003            |    | 742              |    | 864              |
| Convertible unsecured subordinated debentures (note 10)   |    | 145,366           |    | 144,230          |    | 143,772          |
| Deferred tax liabilities                                  |    | 45,421            |    | 42,626           |    | 44,037           |
| Total non-current liabilities                             |    | 436,097           |    | 404,904          |    | 385,355          |
| Total liabilities   | \$ | 610,848           | \$ | 549,596          | \$ | 556,722          |
| Shareholder's equity:                                     |    |                   |    |                  |    | ,                |
| Share capital (note 11)                                   |    | 99,452            |    | 100,522          |    | 100,639          |
| Contributed surplus                                       |    | 300,753           |    | 300,626          |    | 300,580          |
| Equity portion of convertible unsecured subordinated      |    | 5,085             |    | 5,085            |    | 5,085            |
| debentures (note 10)                                      |    | •                 |    |                  |    |                  |
| Deficit   |    | (120,464)         |    | (109,654)        |    | (59,670)         |
| Accumulated other comprehensive (loss) income             |    | (16,066)          |    | (11,147)         |    | 3,324            |
| Total shareholder's equity                                |    | 268,760           |    | 285,432          |    | 349,958          |
| Total liabilities and shareholder's equity                | \$ | 879,608           | \$ | 835,028          | \$ | 906,680          |

(Unaudited)

Condensed consolidated interim statements of changes in shareholders' equity (In thousands of dollars except number of shares)

|  |                  |                  |                     |  |   |  | For the nine r   | nonths ended J | une 27, 2020 |
|--|------------------|------------------|---------------------|--|---|--|--|----------------|--------------|
|  | Number of shares | Common<br>shares | Contributed surplus | Equity portion of convertible debentures | Accumulated<br>unrealized<br>gain on<br>employee<br>benefit plans | Accumulated<br>cash flow<br>hedge gain<br>(loss) | Accumulated<br>foreign<br>currency<br>translation<br>differences | Deficit        | Total        |
|  |                  | \$               | \$                  | \$                                       | \$  | \$   | \$   | \$             | \$           |
| Balance, September 28, 2019                              | 104,885,464      | 100,522          | 300,626             | 5,085                                    | (8,638)   | (3,248)  | 739  | (109,654)      | 285,432      |
| Net earnings for the period                              | -                | -                | -                   | -  | -   | -  | -  | 22,467         | 22,467       |
| Dividends (note 11)                                      | -                | -                | -                   | -  | -   | -  | -  | (28,061)       | (28,061)     |
| Purchase and cancellation of                             |                  |                  |                     |  |   |  |  |                |              |
| shares (note 11)   | (1,377,394)      | (1,320)          | -                   | -  | -   | -  | -  | (5,216)        | (6,536)      |
| Share-based compensation                                 |                  |                  |                     |  |   |  |  |                |              |
| (note 13)  | -                | -                | 127                 | -  | -   | -  | -  | -              | 127          |
| Conversion of convertible debentures into common shares, |                  |                  |                     |  |   |  |  |                |              |
| (notes 10 and 11)  | 28,853           | 250              | -                   | -  | -   | -  | -  | -              | 250          |
| Cash flow hedges, net of tax                             |                  |                  |                     |  |   |  |  |                |              |
| (note 7)   | -                | -                | -                   | -  | -   | (5,498)  | -  | -              | (5,498)      |
| Translation of foreign operations                        | -                | -                | -                   | -  | -   | -  | 579  | -              | 579          |
| Balance, June 27, 2020                                   | 103,536,923      | 99,452           | 300,753             | 5,085                                    | (8,638)   | (8,746)  | 1,318  | (120,464)      | 268,760      |

|                                   |                     |                  |                        |  |  |  | For the nine   | months ended J | une 29, 2019 |
|-----------------------------------|---------------------|------------------|------------------------|--|--|--|--|----------------|--------------|
|                                   | Number of<br>shares | Common<br>shares | Contributed<br>surplus | Equity portion of convertible debentures | Accumulated<br>unrealized gain<br>on employee<br>benefit plans | Accumulated<br>cash flow<br>hedge gain<br>(loss) | Accumulated<br>foreign<br>currency<br>translation<br>differences | Deficit        | Total        |
|                                   |                     | \$               | \$                     | \$                                       | \$   | \$   | \$   | \$             | \$           |
| Balance, September 29, 2018       | 105,008,070         | 100,639          | 300,436                | 5,085                                    | 6,070  | 272  | 314  | (63,171)       | 349,645      |
| Net earnings for the period       | -                   | -                | -                      | -  | -  | -  | -  | 31,854         | 31,854       |
| Dividends (note 13)               | _                   | -                | -                      | -  | -  | -  | -  | (28,353)       | (28,353)     |
| Share-based compensation          |                     |                  |                        |  |  |  |  |                |              |
| (note 13)                         | -                   | -                | 144                    | =  | -  | -  | -  | -              | 144          |
| Cash flow hedges, net of tax      |                     |                  |                        |  |  |  |  |                |              |
| (note 7)                          | -                   | -                | -                      | -  | =  | (3,522)  | =  | -              | (3,522)      |
| Translation of foreign operations | -                   | -                | -                      | -  | -  | =  | 190  | -              | 190          |
| Balance, June 29, 2019            | 105,008,070         | 100,639          | 300,580                | 5,085                                    | 6,070  | (3,250)  | 504  | (59,670)       | 349,958      |

(Unaudited)

Condensed consolidated interim statements of cash flows

(In thousands of dollars)

|  | For the thre     | ee mo | onths ended      | For the nin      | e moi | nths ended       |
|--|------------------|-------|------------------|------------------|-------|------------------|
|  | June 27,<br>2020 |       | June 29,<br>2019 | June 27,<br>2020 |       | June 29,<br>2019 |
| Cash flows from operating activities:              |                  |       |                  |                  |       |                  |
| Net earnings                                       | \$<br>5,538      | \$    | 10,432           | \$<br>22,467     | \$    | 31,854           |
| Adjustments for:                                   |                  |       |                  |                  |       |                  |
| Depreciation of property, plant and equipment and  |                  |       |                  |                  |       |                  |
| right-of-use assets (note 4)                       | 4,764            |       | 3,788            | 14,452           |       | 11,462           |
| Amortization of intangible assets (note 4)         | 956              |       | 943              | 2,862            |       | 2,828            |
| Changes in fair value of derivative financial      | (4.904)          |       | (2.066)          | (2.000)          |       | (474)            |
| instruments included in cost of sales              | (4,891)          |       | (3,066)          | (2,069)          |       | (471)            |
| Income tax expense                                 | 2,687            |       | 3,867            | 9,182            |       | 11,823           |
| Pension contributions                              | (2,695)          |       | (2,439)          | (7,154)          |       | (6,640)          |
| Pension expense                                    | 3,118            |       | 2,306            | 8,429            |       | 6,842            |
| Net finance costs (note 5)                         | 4,147            |       | 4,271            | 13,532           |       | 13,270           |
| Share-based compensation – equity settled          | 42               |       | 46               | 127              |       | 144              |
| (note 13)  | 42               |       | 40               | 127              |       | 144              |
| Share-based compensation – cash settled (note 13)  | 26               |       | (25)             | 17               |       | 85               |
| Gain on disposal of property, plant and equipment  | (7)              |       | (20)             | (13)             |       | (16)             |
| Other  | (,,              |       | (1)              | (10)             |       | (10)             |
| Othor  | 13,685           |       | 20,122           | 61,832           |       | 71,185           |
| Changes in:  | 10,000           |       | 20,122           | 01,002           |       | 7 1,100          |
| Trade and other receivables                        | 6,559            |       | 6,344            | 2,578            |       | 6,721            |
| Inventories  | (60,967)         |       | (69,805)         | (12,436)         |       | (40,762)         |
| Prepaid expenses                                   | (2,928)          |       | 3,437            | (6,735)          |       | 490              |
| Trade and other payables                           | 69,978           |       | 62,435           | 17,457           |       | 8,273            |
| Provisions   | (2)              |       | (169)            | (576)            |       | (195)            |
| 1 TOVISIONS  | 12,640           |       | 2,242            | 288              |       | (25,473)         |
| Cash flows from operating activities               | 26,325           |       | 22,364           | 62,120           |       | 45,712           |
| Internat waid                                      | (4.240)          |       | (F.022)          | (0.604)          |       | (42.024)         |
| Interest paid                                      | (1,349)          |       | (5,833)          | (9,601)          |       | (13,831)         |
| Income taxes received (paid)                       | 3,433            |       | (4,601)          | (3,401)          |       | (16,662)         |
| Net cash from operating activities                 | 28,409           |       | 11,930           | 49,118           |       | 15,219           |
| Cash flows (used in) from financing activities:    |                  |       |                  |                  |       |                  |
| Dividends paid (note 11)                           | (9,320)          |       | (9,451)          | (28,183)         |       | (28,353)         |
| Decrease in bank overdraft                         | (1,661)          |       | -                | (7,876)          |       | (5,469)          |
| (Decrease) increase in revolving credit facility   |                  |       |                  |                  |       |                  |
| (note 8)   | (11,000)         |       | (1,000)          | 13,000           |       | 35,000           |
| Payment of financing fees                          | -                |       | -                | (16)             |       | -                |
| Payment of lease obligations (note 9)              | (1,025)          |       | -                | (3,088)          |       | -                |
| Purchase and cancellation of shares (note 11)      | (80)             |       | -                | (6,536)          |       | -                |
| Cash flow (used in) from financing activities      | (23,086)         |       | (10,451)         | (32,699)         |       | 1,178            |
| Cash flows used in investing activities:           |                  |       |                  |                  |       |                  |
| Additions to property, plant and equipment, net of | (6.115)          |       | / <del></del>    | 440              |       | / <b></b>        |
| proceeds on disposal                               | (6,110)          |       | (7,349)          | (16,521)         |       | (17,235)         |
| Additions to intangible assets                     | -                |       | <del>-</del>     |                  |       | (2)              |
| Cash flow used in investing activities             | (6,110)          |       | (7,349)          | (16,521)         |       | (17,237)         |
| Effect of changes in exchange rate on cash         | (258)            |       | (161)            | <br>175          |       | 9                |
| Net (decrease) increase in cash                    | <br>(1,045)      |       | (6,031)          | <br>73           |       | (831)            |
| Cash, beginning of period                          | 1,402            |       | 7,301            | 284              |       | 2,101            |
| Cash, end of period                                | \$<br>357        | \$    | 1,270            | \$<br>357        | \$    | 1,270            |

Supplemental cash flow information (note 14)

#### 1. Reporting entity:

Rogers Sugar Inc. ("Rogers" or the "Company") is a company domiciled in Canada, incorporated under the *Canada Business Corporations Act*. The head office of Rogers is located at 123 Rogers Street, Vancouver, British Columbia, V6B 3V2. The unaudited condensed consolidated interim financial statements of Rogers for the three and nine month periods ended June 27, 2020 and June 29, 2019 comprise Rogers and the directly and indirectly controlled subsidiaries, Lantic Inc. ("Lantic") and The Maple Treat Corporation ("TMTC"), (together referred to as the "Company"). The principal business activities of the Company are the refining, packaging and marketing of sugar and maple products.

#### 2. Basis of presentation and statement of compliance:

#### (a) Statement of compliance:

These unaudited condensed consolidated interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting on a basis consistent with those accounting policies followed by the Company in the most recent audited consolidated annual financial statements other than the adoption of IFRS 16, IFRIC 23 and Annual Improvements to IFRS Standards (2015-2017) Cycle as described in note 3(b). Certain information, in particular the accompanying notes, normally included in the audited annual consolidated financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") has been omitted or condensed. Accordingly, these unaudited condensed consolidated interim financial statements do not include all the information required for full annual financial statements, and, therefore, should be read in conjunction with the audited annual consolidated financial statements and the notes thereto for the year ended September 28, 2019. The quarterly unaudited condensed consolidated interim financial statements were neither reviewed nor audited by our external auditors and were authorized for issue by the Board of Directors on August 5, 2020.

#### (b) Basis of measurement:

These unaudited condensed consolidated interim financial statements have been prepared on the historical cost basis except for the following material items in the unaudited condensed consolidated statements of financial position:

- (i) derivative financial instruments are measured at fair value,
- (ii) equity-settled share-based compensation, cash-settled share appreciation rights and cash-settled performance share units are measured at fair value,
- (iii) the defined benefit liability is recognized as the net total of the present value of the defined benefit obligation less the total of the fair value of the plan assets and the unrecognized past service costs;
- (iv) assets and liabilities acquired in business combinations are measured at fair value at acquisition date, less any subsequent impairment, if applicable; and
- (v) lease liabilities are measured at the present value of future lease payments when the leased asset is available for use by the Company.

# 2. Basis of presentation and statement of compliance (continued):

(c) Functional and presentation currency:

These unaudited condensed consolidated interim financial statements are presented in Canadian dollars since it is the Company's functional currency. All financial information presented in Canadian dollars has been rounded to the nearest thousands, except as noted and per share amounts.

(d) Use of estimates and judgements:

The preparation of these unaudited condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

In preparing these unaudited condensed consolidated interim financial statements, the significant judgements made by management in applying the Company's accounting policies and key sources of estimation of uncertainty are as those applied and described in the Company's audited annual consolidated financial statements for the year ended September 28, 2019.

The novel coronavirus disease ("COVID-19") did not have a significant impact on estimates and judgements.

#### 3. Significant accounting policies:

# (a) Basis of consolidation:

#### (i) Subsidiaries:

The consolidated financial statements include the Company and the subsidiary it controls, Lantic Inc. ("Lantic") and its subsidiaries, TMTC and Highland Sugarworks Inc. ("Highland") (the latter two companies together referred to as "TMTC"). Control exists where the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date control commences until the date that control ceases. The accounting policies of subsidiaries are aligned with the policies adopted by the Company.

Inter-company balances and transactions, and any unrealized income and expenses arising from inter-company transactions, are eliminated in preparing the consolidated financial statements.

# 3. Significant accounting policies (continued):

(b) New standards and interpretations adopted:

The significant accounting policies as disclosed in the Company's audited annual consolidated financial statements for the year ended September 28, 2019 have been applied consistently in the preparation of these unaudited condensed consolidated interim financial statements, except as noted below:

#### (i) IFRS 16, Leases:

On January 13, 2016 the IASB issued IFRS 16 Leases. The new standard is effective for annual periods beginning on or after January 1, 2019.

Effective September 29, 2019 (date of initial application), the Company adopted IFRS 16 using the modified retrospective transition approach. Accordingly, comparative figures as at and for the year-ended September 28, 2019 and the three and nine month periods ended June 29, 2019 have not been restated and continue to be reported under IAS 17 and IFRIC 4.

The Company has elected to apply the practical expedient to grandfather the assessment of which transactions are leases on the date of initial application, as previously assessed under IAS 17 and IFRIC 4. The Company applied the definition of a lease under IFRS 16 to contracts entered into or modified on or after September 29, 2019.

At transition, the Company used the following practical expedients when applying IFRS 16 to leases previously classified as operating lease under IAS 17;

- the Company relied on the assessment of the onerous lease provisions under IAS 37, Provisions, contingent liabilities and contingent assets, instead of performing an impairment review. The Company adjusted the right-of-use assets at the date of initial application by the amount of any provision for onerous leases recognized in the consolidated balance sheet immediately before the date of initial application;
- the Company accounted for leases for which the lease term ends within twelve months of the date of initial application as short-term leases; and
- the Company used hindsight in determining the lease term at the date of initial application.

The Company applied the modified retrospective transition approach measuring the right-of-use asset ("ROU asset") to be equal to the lease liability with no restatement of the comparative period. As such, as at September 29, 2019, the Company recorded ROU assets of \$11.0 million and lease obligations of \$11.0 million. When measuring the lease liabilities, the Company discounted future lease payments using its incremental borrowing rate as at September 29, 2019 being 4.40%.

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# ROGERS SUGAR INC.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 3. Significant accounting policies (continued):

- (b) New standards and interpretations adopted (continued):
  - (i) IFRS 16, Leases (continued):

The following table summarizes the impact of the adoption on certain items on the Company's consolidated balance sheet as at September 29, 2019:

|  | September 28,<br>2019 | Transition adjustments | September 29,<br>2019 |
|--|-----------------------|------------------------|-----------------------|
|  | \$                    | \$                     | \$                    |
| Property, plant and equipment            | 220,408               | (1,059)                | 219,349               |
| Right-of-use assets                      | -                     | 12,094                 | 12,094                |
| Finance lease obligations - current      | 139                   | (139)                  | -                     |
| Lease obligations - current              | -                     | 2,596                  | 2,596                 |
| Finance lease obligations – non -current | 742                   | (742)                  | -                     |
| Lease obligations – non-current          | -                     | 9,320                  | 9,320                 |

The following table reconciles the Company's operating lease obligations as at September 28, 2019 as previously disclosed in the Company's audited annual consolidated financial statements, to the lease obligation recognized on initial application of IFRS 16 as at September 29, 2019:

|   | \$      |
|---|---------|
| Operating lease commitment as at September 28, 2019                       | 20,930  |
| Finance lease liability as at September 28, 2019                          | 881     |
| Lease commitments of leases commencing after the initial application date | (9,349) |
| Recognition exemption for short-term leases                               | (263)   |
| Discounted using the incremental borrowing rate as at September 29, 2019  | (2,214) |
| Extension option reasonably certain to be exercised                       | 3,240   |
| Other   | (1,309) |
| Lease obligations as at September 29, 2019                                | 11,916  |

The following table summarizes the reconciliation of the right-of-use assets from the date of initial application until June 27, 2020:

|  | \$      |
|--|---------|
| Right-of-use assets as at September 28, 2019                     | -       |
| Reclassification from property, plant and equipment              | 1,059   |
| Additions as at September 29, 2019 (date of initial application) | 11,035  |
| Additions during the period                                      | 10,766  |
| Depreciation   | (2,457) |
| Effect of movements in exchange rate                             | 25      |
| Right-of-use assets as at June 27, 2020                          | 20,428  |

# 3. Significant accounting policies (continued):

- (b) New standards and interpretations adopted (continued):
  - (i) IFRS 16, Leases (continued):

The following table summarizes the reconciliation of the lease obligations from the date of initial application until June 27, 2020:

|  | \$      |
|--|---------|
| Lease obligations as at September 28, 2019                       | -       |
| Reclassification from finance lease obligations                  | 881     |
| Additions as at September 29, 2019 (date of initial application) | 11,035  |
| Additions during the period                                      | 10,766  |
| Payment of lease obligations                                     | (3,088) |
| Interest accretion   | 611     |
| Effect of movements in exchange rate                             | 20      |
| Lease obligations as at June 27, 2020                            | 20,225  |

As a result of the adoption of IFRS 16, the Company updated its accounting policy for leases as follows:

The Company recognizes a right-of-use asset and a lease liability based on the present value of future lease payments when the leased asset is available for use by the Company. The lease payments include fixed and in-substance fixed payments and variable lease payments that depend on an index or rate, less any lease incentives receivable. The lease payments are discounted using the interest rate implicit in the lease or the lessee's incremental borrowing rate. Generally, the Company's uses the lessee's incremental borrowing rate for its present value calculations. Lease payments are discounted over the lease term, which includes the fixed term and renewal options that the Company is reasonably certain to exercise. Lease payments are allocated between the lease liability and a finance cost, which is recognized in finance costs over the lease term in the consolidated statement of earnings.

When a contract contains both lease and non-lease components, the Company will allocate the consideration in the contract to each of the components on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components. Relative stand-alone prices are determined by maximizing the most observable prices for a similar asset and/or service.

Lease payments for assets that are exempt through the short-term exemption and variable payments not based on an index or rate are recognized in administration and selling expenses or distribution expenses as incurred.

# 3. Significant accounting policies (continued):

- (b) New standards and interpretations adopted (continued):
  - (i) IFRS 16, Leases (continued):

Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses, and adjusted for any re-measurement of lease liabilities. Cost is calculated as the initial measurement of the lease liability plus any initial direct costs and any lease payments made at or before the commencement date. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term or the useful life.

(ii) IFRIC 23, Uncertainty over Income Tax Treatments:

On June 7, 2017, the IASB issued IFRIC Interpretation 23, *Uncertainty over Income Tax Treatments*.

The Interpretation provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments.

The Interpretation is applicable for annual periods beginning on or after January 1, 2019. Earlier application is permitted.

The Interpretation requires an entity to:

- Contemplate whether uncertain tax treatments should be considered separately, or together as a group, based on which approach provides better predictions of the resolution;
- Reflect an uncertainty in the amount of income tax payable (recoverable) if it is probable that it will pay (or recover) an amount for the uncertainty; and
- Measure a tax uncertainty based on the most likely amount or expected value depending on whichever method better predicts the amount payable (recoverable).

The Company adopted the Interpretation in its consolidated interim financial statements for the annual period beginning on September 29, 2019. The adoption of the Interpretation did not have an impact on the consolidated interim financial statements.

# 3. Significant accounting policies (continued):

- (b) New standards and interpretations adopted (continued):
  - (iii) Annual Improvements to IFRS Standards (2015-2017) Cycle:

On December 12, 2017 the IASB issued narrow-scope amendments to three standards as part of its annual improvements process.

The amendments are effective on or after January 1, 2019, with early application permitted. Each of the amendments has its own specific transition requirements.

Amendments were made to the following standards:

- IFRS 3, Business Combinations and IFRS 11, Joint Arrangements to clarify how a company accounts for increasing its interest in a joint operation that meets the definition of a business;
- IAS 12, Income Taxes to clarify that all income tax consequences of dividends are recognized consistently with the transactions that generated the distributable profits in profit or loss, OCI, or equity; and
- IAS 23, Borrowing Costs to clarify that specific borrowings i.e. funds borrowed specifically to finance the construction of a qualifying asset – should be transferred to the general borrowings pool once the construction of the qualifying asset has been completed.

The Company adopted the amendments in its consolidated interim financial statements for the annual period beginning on September 29, 2019. The adoption of the amendments did not have an impact on the consolidated interim financial statements.

(c) New standards and interpretations not yet adopted:

A number of new standards and amendments to standards and interpretations are not yet effective for the period ended June 27, 2020 and have not been applied in preparing these unaudited condensed consolidated interim financial statements. New standards and amendments to standards and interpretations that are currently under review include:

(i) Amendments to References to the Conceptual Framework in IFRS Standards:

On March 29, 2018 the IASB issued a revised version of its *Conceptual Framework for Financial Reporting* (the Framework), that underpins IFRS Standards. The IASB also issued *Amendments to References to the Conceptual Framework in IFRS Standards* (the Amendments) to update references in IFRS Standards to previous versions of the Conceptual Framework.

Both documents are effective from January 1, 2020 with earlier application permitted.

The Company does not intend to adopt the Amendments in its consolidated financial statements before the annual period beginning on October 4, 2020. The Company does not expect the amendments to have a material impact on the consolidated financial statements.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 4. Depreciation and amortization expense:

Depreciation and amortization expense were charged to the unaudited condensed consolidated interim statements of earnings as follows:

|  | For the three m  | onths ended      | For the nine months ende |                  |  |
|--|------------------|------------------|--------------------------|------------------|--|
|  | June 27,<br>2020 | June 29,<br>2019 | June 27,<br>2020         | June 29,<br>2019 |  |
|  | \$               | \$               | \$                       | \$               |  |
| Depreciation of property, plant and equipment: |                  |                  |                          |                  |  |
| Cost of sales                                  | 3,751            | 3,659            | 11,597                   | 11,071           |  |
| Administration and selling                     |                  |                  |                          |                  |  |
| expenses                                       | 135              | 129              | 398                      | 391              |  |
|  | 3,886            | 3,788            | 11,995                   | 11,462           |  |
| Depreciation of right-of-use assets:           |                  |                  |                          |                  |  |
| Cost of sales                                  | 611              | -                | 1,676                    | -                |  |
| Distribution expenses                          | 267              | -                | 781                      | -                |  |
|  | 878              | -                | 2,457                    | -                |  |
| Amortization of intangible assets:             |                  |                  |                          |                  |  |
| Administration and selling                     |                  |                  |                          |                  |  |
| expenses                                       | 956              | 943              | 2,862                    | 2,828            |  |
| Total depreciation and amortization            |                  |                  |                          |                  |  |
| expense  | 5,720            | 4,731            | 17,314                   | 14,290           |  |

#### 5. Finance income and finance costs:

Recognized in net earnings:

|  | For the three m  | onths ended | For the nine m | onths ended      |
|--|------------------|-------------|----------------|------------------|
|  | June 27,<br>2020 | •           |                | June 29,<br>2019 |
|  | \$               | \$          | \$             | \$               |
| Net change in fair value of interest rate                          |                  |             |                |                  |
| swap (note 7)  | 66               | 117         | 197            | 309              |
| Finance income   | 66               | 117         | 197            | 309              |
| Interest expense on convertible unsecured subordinated debentures, |                  |             |                |                  |
| including accretion expense (1)                                    | 2,114            | 2,093       | 6,285          | 6,257            |
| Interest on revolving credit facility                              | 1,461            | 1,894       | 4,990          | 5,723            |
| Amortization of deferred financing fees                            | 297              | 294         | 890            | 883              |
| Other interest expense   | 121              | 107         | 953            | 716              |
| Interest accretion on discounted                                   |                  |             |                |                  |
| lease obligations  | 220              | -           | 611            | -                |
| Finance costs  | 4,213            | 4,388       | 13,729         | 13,579           |
| Net finance costs recognized in net                                |                  |             |                |                  |
| earnings   | 4,147            | 4,271       | 13,532         | 13,270           |

<sup>(1)</sup> Includes accretion expense of \$217 and \$645 for the three and nine months ended June 27, 2020 (June 29, 2019 - \$205 and \$610, respectively)

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

#### 6. Inventories:

During the three and nine months ended June 27, 2020, inventories recognized as cost of goods sold amounted to \$180.2 million and \$528.5 million respectively (\$165.2 million and \$499.2 million respectively for the three and nine months ended June 29, 2019).

#### 7. Financial instruments:

Disclosures relating to risks exposures, in particular credit risk, liquidity risk, foreign currency risk, interest rate risk and equity risk were provided in the September 28, 2019 annual consolidated financial statements and there have been no significant changes in the Company's risk exposures during the three and nine months ended June 27, 2020.

For its financial assets and liabilities measured at amortized cost as at June 27, 2020, the Company has determined that the carrying value of its short-term financial assets and liabilities approximates their fair value because of the relatively short periods to maturity of these instruments.

Details of recorded gains (losses) for the year, in marking-to-market all derivative financial instruments and embedded derivatives that are outstanding at quarter end, are noted below. For sugar futures contracts (derivative financial instruments), the amounts noted below are netted with the variation margins paid or received to/from brokers at the end of the reporting period. Natural gas forwards and sugar futures have been marked-to-market using published quoted values for these commodities, while foreign exchange forward contracts have been marked-to-market using rates published by the financial institution which is counterparty to these contracts.

The fair value of natural gas contracts, foreign exchange forward contracts and interest rate swap calculations include a credit risk adjustment for the Company's or counterparty's credit, as appropriate.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 7. Financial instruments (continued):

As at June 27, 2020, September 28, 2019 and June 29, 2019, the Company's financial derivatives carrying values were as follows:

|   | Financ  | ial Assets  | Financia | Liabilities |  |
|---|---------|-------------|----------|-------------|--|
|   | Current | Non-Current | Current  | Non-Current |  |
|   | June    | 27, 2020    | June     | 27, 2020    |  |
|   | \$      | \$          | \$       | \$          |  |
| Derivative financial instruments measured at fair value through profit or loss:         |         |             |          |             |  |
| Sugar futures contracts   | -       | -           | 45       | 218         |  |
| Foreign exchange forward contracts  | 3,373   | -           | -        | 579         |  |
| Derivative financial instruments designated as effective cash flow hedging instruments: |         |             |          |             |  |
| Natural gas futures contracts   | -       | -           | 1,590    | 3,283       |  |
| Interest rate swap  | -       | -           | 1,526    | 5,632       |  |
|   | 3,373   | -           | 3,161    | 9,712       |  |

|   | Financia | al Assets       | Financial I | ₋iabilities     | Financial | Assets          | Financial L | iabilities      |
|---|----------|-----------------|-------------|-----------------|-----------|-----------------|-------------|-----------------|
|   | Current  | Non-<br>Current | Current     | Non-<br>Current | Current   | Non-<br>Current | Current     | Non-<br>Current |
|   |          | Septemb         | er 28, 2019 |                 |           | June 2          | 9, 2019     |                 |
|   | \$       | \$              | \$          | \$              | \$        | \$              | \$          | \$              |
| Derivative financial instruments measured at fair value through profit or loss:         |          |                 |             |                 |           |                 |             |                 |
| Sugar futures contracts   | 27       | -               | -           | 59              | -         | 46              | 195         | -               |
| Foreign exchange forward Contracts  | 673      | 21              | 13          | 328             | 2,856     | 79              | -           | 157             |
| Derivative financial instruments designated as effective cash flow hedging instruments: |          |                 |             |                 |           |                 |             |                 |
| Natural gas futures contracts   | -        | -               | 602         | 2,956           | -         | -               | 1,644       | 2,307           |
| Interest rate swap  | 231      | -               | -           | 1,334           | 208       | -               | -           | 1,382           |
|   | 931      | 21              | 615         | 4,677           | 3,064     | 125             | 1,839       | 3,846           |

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 7. Financial instruments (continued):

|   |                  |                  |                  | For              | the three mon    | ths ended        |
|---|------------------|------------------|------------------|------------------|------------------|------------------|
|   | Charged to c     | ost of sales     | Charge           | d to finance     | Other com        | prehensive       |
|   | Unrealized g     | ain / (loss)     | _                | income           | gain / (loss)    |                  |
|   | June 27,<br>2020 | June 29,<br>2019 | June 27,<br>2020 | June 29,<br>2019 | June 27,<br>2020 | June 29,<br>2019 |
|   | \$               | \$               | \$               | \$               | \$               | \$               |
| Derivative financial instruments measured at fair value through profit or loss:         |                  |                  |                  |                  |                  |                  |
| Sugar futures contracts   | 1,302            | (551)            | -                | -                | -                | -                |
| Foreign exchange forward contracts  | 3,079            | 2,541            | -                | -                | -                | -                |
| Derivative financial instruments designated as effective cash flow hedging instruments: |                  |                  |                  |                  |                  |                  |
| Natural gas futures contracts   | 49               | 510              | -                | -                | 608              | (1,051)          |
| Interest rate swap  | -                | -                | 66               | 117              | (1,587)          | (1,110)          |
|   | 4,430            | 2,500            | 66               | 117              | (979)            | (2,161)          |

|   |  |                  |                  | For                    | the nine mor       | nths ended       |
|---|--|------------------|------------------|------------------------|--------------------|------------------|
|   | Charged to cost of sales<br>Unrealized gain / (loss) |                  | Charge           | d to finance<br>income | Other comprehensiv |                  |
|   | June 27,<br>2020                                     | June 29,<br>2019 | June 27,<br>2020 | June 29,<br>2019       | June 27,<br>2020   | June 29,<br>2019 |
|   | \$   | \$               | \$               | \$                     | \$                 | \$               |
| Derivative financial instruments measured at fair value through profit or loss:         |  |                  |                  |                        |                    |                  |
| Sugar futures contracts   | 965  | (1,565)          | -                | -                      | -                  | -                |
| Foreign exchange forward contracts  | 554  | (237)            | -                | -                      | -                  | -                |
| Derivative financial instruments designated as effective cash flow hedging instruments: |  |                  |                  |                        |                    |                  |
| Natural gas futures contracts   | 71   | 1,315            | -                | -                      | (1,387)            | (835)            |
| Interest rate swap  | -  | -                | 197              | 309                    | (6,039)            | (3,957)          |
|   | 1,590  | (487)            | 197              | 309                    | (7,426)            | (4,792)          |

The following table summarizes the Company's hedging components of other comprehensive income ("OCI") as at June 27, 2020 and June 29, 2019:

|  | <b>June 27, 2020</b> June           |                    |         |                                     | 29, 2019              |         |
|--|-------------------------------------|--------------------|---------|-------------------------------------|-----------------------|---------|
|  | Natural gas<br>futures<br>contracts | Interest rate swap | Total   | Natural gas<br>futures<br>contracts | Interest rate<br>swap | Total   |
|  | \$                                  | \$                 | \$      | \$                                  | \$                    | \$      |
| Opening OCI                                    | (2,751)                             | (1,740)            | (4,491) | (2,679)                             | 3,049                 | 370     |
| Income taxes                                   | 204                                 | 1,039              | 1,243   | 712                                 | (810)                 | (98)    |
| Opening OCI – net of income taxes              | (2,547)                             | (701)              | (3,248) | (1,967)                             | 2,239                 | 272     |
| Change in fair value of derivatives designated |                                     |                    |         |                                     |                       |         |
| as cash flow hedges                            | (1,316)                             | (5,842)            | (7,158) | 480                                 | (3,648)               | (3,168) |
| Amounts reclassified to net earnings           | (71)                                | (197)              | (268)   | (1,315)                             | (309)                 | (1,624) |
| Income taxes                                   | 360                                 | 1,568              | 1,928   | 221                                 | 1,049                 | 1,270   |
| Ending OCI – net of income taxes               | (3,574)                             | (5,172)            | (8,746) | (2,581)                             | (669)                 | (3,250) |

For the three and nine months ended June 27, 2020, the derivatives designated as cash flow hedges were considered to be fully effective and no ineffectiveness has been recognized in net earnings.

#### 7. Financial instruments (continued):

Approximately \$2.3 million of net losses presented in accumulated other comprehensive income are expected to be reclassified to net earnings within the next twelve months.

During the first quarter, the Company entered into a five-year interest rate swap agreement with an effective date of October 3, 2019 at a rate of 1.68% for a notional amount of \$20.0 million.

During the second quarter, the Company entered into a five-year interest rate swap agreement with an effective date of February 24, 2020 at a rate of 1.60% for a notional amount of \$20.0 million, a three-year interest rate swap agreement with an effective date of March 6, 2020 at a rate of 1.08% for a notional amount of \$20.0 million, decreasing to \$10.0 million on June 28, 2021 and a one-year interest rate swap agreement with an effective date of June 28, 2024 at a rate of 1.18% for a notional amount of \$80.0 million.

The aggregate notional amount of the all interest rate swap agreements is as follows:

| Fiscal year contracted | Date  | Total value \$ |
|------------------------|---|----------------|
| Fiscal 2015            | June 28, 2018 to June 28, 2020 – 1.959%     | 30,000         |
| Fiscal 2017            | May 29, 2017 to June 28, 2022 – 1.454%      | 20,000         |
| Fiscal 2017            | September 1, 2017 to June 28, 2022 – 1.946% | 30,000         |
| Fiscal 2017            | June 29, 2020 to June 29, 2022 – 1.733%     | 30,000         |
| Fiscal 2019            | March 12, 2019 to June 28, 2024 – 2.08%     | 20,000         |
| Fiscal 2019            | June 28, 2022 to June 28, 2024 – 2.17%      | 80,000         |
| Fiscal 2020            | October 3, 2019 to June 28, 2024 – 1.68%    | 20,000         |
| Fiscal 2020            | February 24, 2020 to June 28, 2025 – 1.60%  | 20,000         |
| Fiscal 2020            | March 6, 2020 to June 28, 2021 – 1.08%      | 20,000         |
| Fiscal 2020            | June 28, 2021 to June 28, 2023 – 1.08%      | 10,000         |
| Fiscal 2020            | June 28, 2024 to June 28, 2025 – 1.18%      | 80,000         |

#### 8. Revolving credit facility:

As a result of the amended revolving credit facility, the Additional Accordion Borrowings and the Additional TMTC Accordion Borrowings, the Company has a total of \$265.0 million of available working capital from which it can borrow at prime rate, LIBOR rate or under bankers' acceptances, plus 20 to 250 basis points, based on achieving certain financial ratios.

Certain assets of the Company, including trade receivables, inventories and property, plant and equipment, have been pledged as security for the revolving credit facility. As at June 27, 2020, a total of \$481.0 million of assets are pledged as security (September 28, 2019 - \$422.2 million; June 29, 2019 - \$442.0 million).

The maturity date of the amended revolving credit facility is June 28, 2024.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 8. Revolving credit facility (continued):

The following amounts were outstanding as of:

|  | June 27,<br>2020 | September 28,<br>2019 | June 29,<br>2019 |
|--|------------------|-----------------------|------------------|
|  | \$               | \$                    | \$               |
| Outstanding amount on revolving credit facility: |                  |                       |                  |
| Current  | 25,000           | 17,000                | 47,000           |
| Non-current                                      | 165,000          | 160,000               | 160,000          |
|  | 190,000          | 177,000               | 207,000          |

The carrying value of the revolving credit facility approximates fair value as the borrowings bear interest at variable rates.

# 9. Lease obligations:

The Company's leases are primarily for warehouses, operating properties, railcars and production equipment.

The following table presents lease obligations recorded in the consolidated statement of financial position as at June 27, 2020:

|             | June 27,<br>2020 | September 28,<br>2019 <sup>(1)</sup> | June 29,<br>2019 <sup>(1)</sup> |
|-------------|------------------|--------------------------------------|---------------------------------|
|             | \$               | \$                                   | \$                              |
| Current     | 3,222            | 139                                  | 50                              |
| Non-current | 17,003           | 742                                  | 864                             |
|             | 20,225           | 881                                  | 914                             |

(1) Finance lease obligations assessed under the previous standards. Refer to Note 3 (b)

Certain leases contain extension or termination options exercisable by the Company before the end of the non-cancellable contract period. The Company has applied judgement to determine the lease term for the contracts with renewal and termination options and has included renewal and termination options in the measurement of lease obligations when it is reasonably certain to exercise the options. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or a significant change in circumstances which impacts the original assessments made.

Expenses relating to short-term leases, and for leases of low-value assets were not significant for the three and nine months ended June 27, 2020.

The total cash outflow for leases (including interest) for the three and nine months ended June 27, 2020 was \$1.0 million and \$3.1 million respectively, which was included as part of cash outflows from financing activities.

#### 10. Convertible unsecured subordinated debentures:

The outstanding convertible unsecured subordinated debentures are as follows:

|                                       | June 27,<br>2020 | September 28,<br>2019 | June 29,<br>2019 |
|---------------------------------------|------------------|-----------------------|------------------|
|                                       | \$               | \$                    | \$               |
| Sixth series                          | 57,425           | 57,500                | 57,500           |
| Seventh series                        | 97,575           | 97,750                | 97,750           |
| Total face value                      | 155,000          | 155,250               | 155,250          |
| Less deferred financing fees          | (4,759)          | (5,500)               | (5,747)          |
| Less equity component                 | (6,930)          | (6,930)               | (6,930)          |
| Accretion expense on equity component | 2,055            | 1,410                 | 1,199            |
| Total carrying value – non current    | 145,366          | 144,230               | 143,772          |

The fair value of the Sixth and Seventh series debentures as at June 27, 2020 were approximately \$154.4 million based on market quotes.

#### 11. Share capital and other components of equity:

As of June 27, 2020, a total of 103,536,923 common shares (September 28, 2019 – 104,885,464; June 29, 2019 – 105,008,070) were outstanding.

During the first quarter, a total of \$75 of the sixth series debentures and \$175 of the seventh series debentures was converted by holders of the securities for a total of 9,079 and 19,774 common shares, respectively. These conversions are non-cash transactions and therefore not reflected in the unaudited condensed consolidated interim statement of cash flow.

On June 1, 2020, the Company received approval from the Toronto Stock Exchange to proceed with a Normal Course Issuer Bid ("2020 NCIB"), under which the Company may purchase up to 1,500,000 common shares. In addition, the Company entered into an automatic share purchase agreement with Scotia Capital Inc. in connection with the 2020 NCIB. Under the agreement, Scotia may acquire, at its discretion, common shares on the Company's behalf during certain "black-out" periods, subject to certain parameters as to price and number of shares. The 2020 NCIB commenced on June 3, 2020 and may continue to June 2, 2021. No shares were purchased under the 2020 NCIB during the quarter.

On May 22, 2019, the Company received approval from the Toronto Stock Exchange to proceed with a Normal Course Issuer Bid ("2019 NCIB"), under which the Company may purchase up to 1,500,000 common shares. The 2019 NCIB commenced on May 24, 2019 and terminated on March 30, 2020, whereby all common shares had been purchased. During the three and nine months ended June 27, 2020, the Company purchased 18,070 and 1,377,394 common shares having a book value of \$17 and \$1,320 for a total cash consideration of \$80 and \$6,536, respectively. The excess of the purchase price over the book value of the shares in the amount of \$63 and \$5,216 was charged to deficit. All shares purchased were cancelled.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 11. Share capital and other components of equity (continued):

The Company declared a quarterly dividend of \$0.09 per share amounting to the following for the three and nine month periods ending June 27, 2020 and June 29, 2019:

|           | June 27, | June 29, |
|-----------|----------|----------|
|           | 2020     | 2019     |
|           | \$       | \$       |
| Dividends | 28,061   | 28,353   |

# 12. Earnings per share:

Reconciliation between basic and diluted earnings per share is as follows:

|  | For the three n  | nonths ended     | For the nine n   | nonths ended     |
|--|------------------|------------------|------------------|------------------|
|  | June 27,<br>2020 | June 29,<br>2019 | June 27,<br>2020 | June 29,<br>2019 |
| Basic earnings per share:  |                  |                  |                  |                  |
| Net earnings   | \$5,538          | \$10,432         | \$22,467         | \$31,854         |
| Weighted average number of shares outstanding  | 103,537,320      | 105,008,070      | 104,131,116      | 105,008,070      |
| Basic earnings per share   | \$0.05           | \$0.10           | \$0.22           | \$0.30           |
|  |                  |                  |                  |                  |
| Diluted earnings per share:  Net earnings  Plus import of convertible uppersured.        | \$5,538          | \$10,432         | \$22,467         | \$31,854         |
| Plus impact of convertible unsecured<br>subordinated debentures and share options        | _                | 1,529            | -                | 4,570            |
|  | \$5,538          | \$11,961         | \$22,467         | \$36,424         |
| Weighted average number of shares outstanding:   |                  |                  |                  |                  |
| Basic weighted average number of shares outstanding Plus impact of convertible unsecured | 103,537,320      | 105,008,070      | 104,131,116      | 105,008,070      |
| subordinated debentures and share options  | -                | 18,006,457       | -                | 18,006,457       |
|  | 103,537,320      | 123,014,527      | 104,131,116      | 123,014,527      |
| Diluted earnings per share   | \$0.05           | \$0.10           | \$0.22           | \$0.30           |

For the three and nine months ended June 27, 2020, the share options and the unsecured subordinated debentures were excluded from the calculation of diluted earnings per share as they were deemed anti-dilutive. For the three and nine months ended June 29, 2019, the share options were excluded from the calculation of diluted earnings per share as they were deemed anti-dilutive.

#### 13. Share-based compensation:

### (a) Equity-Settled Share-Based Compensation:

The Company has reserved and set aside for issuance an aggregate of 4,000,000 common shares (September 28, 2019 – 4,000,000 common shares, June 29, 2019 – 4,000,000 common shares) at a price equal to the average market price of transactions during the last five trading days prior to the grant date. Options are exercisable to a maximum of 20% of the optioned shares per year, starting after the first anniversary date of the granting of the options and will expire after a term of ten years. Upon termination, resignation, retirement, death or long-term disability, all share options granted under the Share Option Plan not vested shall be forfeited.

On March 20, 2020, a total of 250,000 share options were granted at a price of \$4.28 per common share to an executive.

On December 2, 2019, a total of 563,500 share options were granted at a price of \$4.68 per common share to certain executives.

On December 3, 2018, a total of 447,175 share options were granted at a price of \$5.58 per common share to certain executives.

Compensation expense is amortized over the vesting period of the corresponding optioned shares and is expensed in the administration and selling expenses with an offsetting credit to contributed surplus. An expense of \$42 and \$127 was recorded for the three and nine month periods ended June 27, 2020 (an expense of \$46 and 144 for the three and nine month periods ended June 29, 2019).

The following tables summarize information about the Share Option Plan as of June 27, 2020:

| Number of | Weighted<br>average<br>remaining<br>life | Outstanding<br>number of options<br>at June 27,<br>2020 | Options<br>forfeited<br>during the<br>nine month<br>period | Options exercised during the nine month period | granted during the | Outstanding<br>number of<br>options at<br>September 28,<br>2019 | Exercise<br>price per<br>option |
|-----------|--|---|--|--|--------------------|---|---------------------------------|
| _         | 9.73                                     | 250,000   | -  | -  | 250,000            | -   | \$4.28                          |
| 660,000   | 4.90                                     | 830,000   | -  | -  | -                  | 830,000   | \$4.59                          |
| -         | 9.43                                     | 563,500   | -  | -  | 563,500            | -   | \$4.68                          |
| 89,435    | 8.43                                     | 447,175   | -  | -  | -                  | 447,175   | \$5.58                          |
| 80,000    | 1.73                                     | 80,000  | -  | -  | -                  | 80,000  | \$5.61                          |
| 402,129   | 7.44                                     | 1,005,322   | -  | -  | -                  | 1,005,322   | \$6.23                          |
| 216,000   | 6.44                                     | 360,000   | -  | -  | -                  | 360,000   | \$6.51                          |
| 1,447,564 | n/a                                      | 3,535,997   | -  | -  | 813,500            | 2,722,497   |                                 |

Options outstanding held by key management personnel amounted to 2,915,997 options as at June 27, 2020 and 2,102,497 options as at September 28, 2019 (see note 15, Key management personnel).

#### 13. Share-based compensation (continued):

(a) Equity-Settled Share-Based Compensation (continued):

The measurement date fair values were measured based on the Black-Scholes option pricing model. Expected volatility is estimated by considering historic average share price volatility. The inputs used in the measurement of the fair values of the share-based payment plans granted in the first quarter of fiscal 2020 are the following:

| Total fair value of options  | \$106              |
|--|--------------------|
| Share price  | \$4.81             |
| Exercise price   | \$4.68             |
| Expected volatility (weighted average volatility)                    | 15.984% to 16.870% |
| Option life (expected weighted average life)                         | 4 to 6 years       |
| Expected dividends   | 7.48%              |
| Weighted average risk-free interest rate (based on government bonds) | 1.641% to 1.660%   |

The inputs used in the measurement of the fair values of the share-based payment plans granted in the second quarter of fiscal 2020 are the following:

| Total fair value of options  | \$26               |
|--|--------------------|
| Share price  | \$4.24             |
| Exercise price   | \$4.28             |
| Expected volatility (weighted average volatility)                    | 16.872% to 17.949% |
| Option life (expected weighted average life)                         | 4 to 6 years       |
| Expected dividends   | 8.49%              |
| Weighted average risk-free interest rate (based on government bonds) | 0.714% to 0.763%   |

#### (b) Cash-Settled Share-Based Compensation:

# i) Share Appreciation Rights ("SAR"):

Compensation expense is amortized over the vesting period of the corresponding optioned shares and is expensed in the administration and selling expenses with an offsetting credit to liability. An expense of \$1 and a gain of \$6 was recorded for the three and nine months ended June 27, 2020 (a gain of \$8 and an expense of \$2 was recorded for the three and nine months ended June 29, 2019). The liabilities arising from the SARs as at June 27, 2020 were \$2 (September 28, 2019 – \$8; June 29, 2019 – \$12).

The following table summarizes information about the SARs as of June 27, 2020:

|           |                  |                 |                 | SARs       | Outstanding |             |
|-----------|------------------|-----------------|-----------------|------------|-------------|-------------|
|           | Outstanding      | SARs            | SARs            | forfeited  | number of   |             |
| Share     | number of SARs   | granted         | exercised       | during the | SARs        | Number of   |
| price per | at September 28, | during the nine | during the nine | nine month | at June 27, | SARs        |
| unit      | 2019             | month period    | month period    | period     | 2020        | exercisable |
| \$6.51    | 125,000          | -               | -               | -          | 125,000     | 75,000      |

The measurement date fair values were measured based on the Black-Scholes option pricing model. Expected volatility is estimated by considering historic average share price volatility. The inputs used in the measurement of the fair values of the SARs granted are the following:

## 13. Share-based compensation (continued):

- (b) Cash-Settled Share-Based Compensation (continued):
  - i) Share Appreciation Rights ("SAR") (continued):

| SARs granted December 5, 2016                      | Grant date         | Measurement date as at June 27, 2020 |
|--|--------------------|--------------------------------------|
| Total fair value of SARs                           | \$53               | \$2                                  |
| Share price  | \$6.63             | \$4.72                               |
| Exercise price                                     | \$6.51             | \$6.51                               |
| Expected volatility (weighted average volatility)  | 16.520% to 18.670% | 15.587% to 17.226%                   |
| Option life (expected weighted average life)       | 2 to 6 years       | 6 to 10 years                        |
| Expected dividends                                 | 5.43%              | 7.63%                                |
| Weighted average risk-free interest rate (based on |                    |                                      |
| government bonds)                                  | 0.740% to 1.160%   | 0.362% to 0.506%                     |

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the SARs is indicative of future trends, which may not necessarily be the actual outcome.

#### ii) Performance Share Units ("PSU"):

### Fiscal 2020 grant:

On December 2, 2019, a total of 324,932 PSUs were granted to certain executives. In addition, an aggregate of 12,367 PSUs at a weighted-average share price of \$4.74 were allocated as a result of the dividend paid during the quarters since inception, as the participants also receive dividend equivalents paid in the form of PSUs. As at June 27, 2020, an aggregate of 337,299 PSUs was outstanding. These PSUs will vest at the end of the 2020-2022 Performance Cycle based on the achievement of total shareholder returns set by the Human Resources and Compensation Committee ("HRCC") and the Board of Directors of the Company. Following the end of a Performance Cycle, the Board of Directors of the Company will determine, and to the extent only that the Vesting Conditions include financial conditions, concurrently with the release of the Company's financial and/or operational results for the fiscal year ended at the end of the Performance Cycle, whether the Vesting Conditions for the PSUs granted to a participant relating to such Performance Cycle have been achieved. Depending on the achievement of the Vesting Conditions, between 0% and 200% of the PSUs will become vested.

The Board of Directors of the Company has the discretion to determine that all or a portion of the PSUs granted to a participant for which the Vesting Conditions have not been achieved shall vest to such participant.

The value to be paid-out to each participant will be equal to the result of: the number of PSUs granted to the participant which have vested, multiplied by the volume weighted average closing price of the Common Shares on the Toronto Stock Exchange (the "TSX") for the five trading days immediately preceding the day on which the Company shall pay the value to the participant under the PSU Plan, and such date will in no event occur after December 31 of the third calendar year following the calendar year in which the PSUs are granted.

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 13. Share-based compensation (continued):

- (b) Cash-Settled Share-Based Compensation (continued):
  - ii) Performance Share Units ("PSU") (continued):

Fiscal 2020 grant (continued):

The fair values were established using the Monte Carlo model. The fair value as at grant date was \$64 and \$86 as at June 27, 2020. An expense of \$12 and \$14 was recorded for the three and nine month periods ending June 27, 2020 respectively in administration and selling expenses. The liabilities arising from the PSUs as at June 27, 2020 were \$14.

Fiscal 2019 grant:

On December 3, 2018, an aggregate of 290,448 PSUs was granted by the Company. In addition, an aggregate of 30,769 PSUs at a weighted-average share price of \$5.37 were allocated as a result of the dividend paid during the quarters since inception, as the participants also receive dividend equivalents paid in the form of PSUs. As at June 27, 2020, an aggregate of 321,217 PSUs was outstanding. These PSUs will vest at the end of the 2019-2021 Performance Cycle.

The fair values were established using the Monte Carlo model. The fair value as at grant date was \$308 and \$37 as at June 27, 2020 (September 28, 2019 - \$35, June 29, 2019 - \$459). An expense of \$13 and \$9 was recorded for the three and nine month periods ending June 27, 2020 respectively (June 29, 2019 – a gain of \$17 and an expense of \$83 respectively) in administration and selling expenses. The liabilities arising from the PSUs as at June 27, 2020 were \$16 (September 28, 2019 – 7; June 29, 2019 - \$83).

#### Fiscal 2018 grant:

On December 4, 2017, an aggregate of 224,761 PSUs was granted by the Company. In addition, an aggregate of 39,478 PSUs at a weighted-average share price of \$5.57 were allocated as a result of the dividend paid during the quarters since inception, as the participants also receive dividend equivalents paid in the form of PSUs. As at June 27, 2020, an aggregate of 264,239 PSUs was outstanding. These PSUs will vest at the end of the 2018-2020 Performance Cycle.

The fair value as at June 27, 2020 was nil (September 28, 2019 – nil, June 29, 2019 – nil). An expense of nil was recorded for the three and nine month periods ending June 27, 2020 (June 29, 2019 – nil) in administration and selling expenses. The liabilities arising from the PSUs as at June 27, 2020 were nil (September 28, 2019 – nil; June 29, 2019 - nil).

# 14. Supplementary cash flow information:

|   | June 27,<br>2020 | June 29,<br>2019 | September 28, 2019 | September 29,<br>2018 |
|---|------------------|------------------|--------------------|-----------------------|
| Non-cash transactions:  | \$               | \$               | \$                 | \$                    |
| Additions of property, plant and equipment and intangibles included in trade and other payables | 1,969            | 1,967            | 294                | 1,041                 |

# 15. Key management personnel:

The Board of Directors as well as the President and all the Vice-Presidents are deemed to be key management personnel of the Company. The following is the compensation expense for key management personnel:

|   | For the three months ended |                  | For the nine months end |                  |
|---|----------------------------|------------------|-------------------------|------------------|
|   | June 27,<br>2020           | June 29,<br>2019 | June 27,<br>2020        | June 29,<br>2019 |
|   | \$                         | \$               | \$                      | \$               |
| Salaries and short-term benefits                      | 1,607                      | 746              | 3,144                   | 2,221            |
| Attendance fees for members of the Board of Directors | 242                        | 224              | 734                     | 638              |
| Post-retirement benefits                              | 46                         | 19               | 117                     | 92               |
| Share-based compensation                              | 68                         | 21               | 144                     | 229              |
|   | 1,963                      | 1,010            | 4,139                   | 3,180            |

## 16. Personnel expenses:

|   | For the three months ended |                  | For the nine months end |                  |
|---|----------------------------|------------------|-------------------------|------------------|
|   | June 27,<br>2020           | June 29,<br>2019 | June 27,<br>2020        | June 29,<br>2019 |
|   | \$                         | \$               | \$                      | \$               |
| Wages, salaries and employee benefits           | 25,276                     | 22,336           | 76,024                  | 67,315           |
| Expenses related to defined benefit plans       | 1,298                      | 751              | 4,003                   | 3,023            |
| Expenses related to defined contributions plans | 1,820                      | 1,556            | 4,426                   | 3,820            |
| Share-based compensation                        | 68                         | 21               | 144                     | 229              |
|   | 28,462                     | 24,664           | 84,597                  | 74,387           |

The personnel expenses were charged and capitalized to the unaudited condensed consolidated interim statements of earnings and statements of financial position, respectively, as follows:

|                                     | For the three mo | For the three months ended |                  | nths ended       |
|-------------------------------------|------------------|----------------------------|------------------|------------------|
|                                     | June 27,<br>2020 | June 29,<br>2019           | June 27,<br>2020 | June 29,<br>2019 |
|                                     | \$               | \$                         | \$               | \$               |
| Cost of sales                       | 22,212           | 19,647                     | 68,736           | 60,058           |
| Administration and selling expenses | 5,727            | 4,457                      | 14,458           | 12,860           |
| Distribution expenses               | 418              | 426                        | 1,178            | 1,169            |
|                                     | 28,357           | 24,530                     | 84,372           | 74,087           |
| Property, plant and equipment       | 105              | 134                        | 225              | 300              |
| ·                                   | 28,462           | 24,664                     | 84,597           | 74,387           |

Notes to unaudited condensed consolidated interim financial statements (In thousands of dollars except as noted and amounts per share)

# 17. Segmented information:

The Company has two operating and reportable segments, sugar and maple products. The principal business activity of the sugar segment is the refining, packaging and marketing of sugar products. The Maple products segment processes pure maple syrup and related maple products. The reportable segments are managed independently as they require different technology and capital resources. Performance is measured based on the segments' gross margins and results from operating activities. These measures are included in the internal management reports that are reviewed by the Company's President and CEO, and management believes that such information is the most relevant in the evaluation of the results of the segments.

Transactions between reportable segments are interest receivable (payable), which are eliminated upon consolidation.

|  | For the three months ended June 27, 2020 |          |               |         |  |
|--|--|----------|---------------|---------|--|
|  | Sugar                                    | Maple    | Corporate and | Total   |  |
|  | -  | products | eliminations  |         |  |
|  | \$                                       | \$       | \$            | \$      |  |
| Revenues   | 144,173                                  | 61,974   | -             | 206,147 |  |
| Cost of sales  | 121,176                                  | 55,098   | -             | 176,274 |  |
| Gross margin   | 22,997                                   | 6,876    | -             | 29,873  |  |
| Depreciation and amortization                                    | 4,056                                    | 1,664    | -             | 5,720   |  |
| Results from operating activities                                | 9,533                                    | 3,227    | (388)         | 12,372  |  |
| Additions to property, plant and equipment and intangible assets | 5,086                                    | 882      |               | E 069   |  |
| equipment and intangible assets                                  | 5,000                                    | 002      | •             | 5,968   |  |

|                                   | For the nine months ended June 27, 202 |          |               |         |  |
|-----------------------------------|--|----------|---------------|---------|--|
|                                   | Sugar                                  | Maple    | Corporate and | Total   |  |
|                                   |  | products | eliminations  |         |  |
|                                   | \$                                     | \$       | \$            | \$      |  |
| Revenues                          | 442,597                                | 171,992  | -             | 614,589 |  |
| Cost of sales                     | 369,707                                | 156,573  | -             | 526,280 |  |
| Gross margin                      | 72,890                                 | 15,419   | -             | 88,309  |  |
| Depreciation and amortization     | 12,411                                 | 4,903    | -             | 17,314  |  |
| Results from operating activities | 41,791                                 | 4,516    | (1,126)       | 45,181  |  |
| Additions to property, plant and  |  |          |               |         |  |
| equipment and intangible assets   | 12,317                                 | 5,991    | -             | 18,308  |  |

|                   |           |           | A 4 I         | 27 2020                     |
|-------------------|-----------|-----------|---------------|-----------------------------|
|                   | Sugar     | Maple     | Corporate and | <b>ne 27, 2020</b><br>Total |
|                   |           | products  | eliminations  |                             |
|                   | \$        | \$        | \$            | \$                          |
| Total assets      | 778,963   | 266,291   | (165,646)     | 879,608                     |
| Total liabilities | (951,535) | (279,675) | 620,362       | (610,848)                   |

# 17. Segmented information (continued):

|                                   |         | For the three months ended June 29, 20 |               |         |
|-----------------------------------|---------|--|---------------|---------|
|                                   | Sugar   | Maple                                  | Corporate and | Total   |
|                                   |         | products                               | eliminations  |         |
|                                   | \$      | \$                                     | \$            | \$      |
| Revenues                          | 146,240 | 45,208                                 | -             | 191,448 |
| Cost of sales                     | 121,780 | 38,927                                 | -             | 160,707 |
| Gross margin                      | 24,460  | 6,281                                  | -             | 30,741  |
| Depreciation and amortization     | 3,414   | 1,317                                  | -             | 4,731   |
| Results from operating activities | 15,737  | 3,156                                  | (323)         | 18,570  |
| Additions to property, plant and  |         |  |               |         |
| equipment and intangible assets   | 6,611   | 348                                    | -             | 6,959   |

|                                   |         | For the nine months ended June 29, 20 |               |         |
|-----------------------------------|---------|---------------------------------------|---------------|---------|
|                                   | Sugar   | Maple                                 | Corporate and | Total   |
|                                   |         | products                              | eliminations  |         |
|                                   | \$      | \$                                    | \$            | \$      |
| Revenues                          | 436,446 | 150,274                               | -             | 586,720 |
| Cost of sales                     | 360,789 | 132,429                               | -             | 493,218 |
| Gross margin                      | 75,657  | 17,845                                | -             | 93,502  |
| Depreciation and amortization     | 10,366  | 3,924                                 | -             | 14,290  |
| Results from operating activities | 50,078  | 7,857                                 | (988)         | 56,947  |
| Additions to property, plant and  |         |                                       |               |         |
| equipment and intangible assets   | 15,591  | 3,387                                 | -             | 18,978  |

|                   |           |           | As at June 29, 2019 |           |
|-------------------|-----------|-----------|---------------------|-----------|
|                   | Sugar     | Maple     | Corporate and       | Total     |
|                   |           | products  | eliminations        |           |
|                   | \$        | \$        | \$                  | \$        |
| Total assets      | 775,739   | 296,491   | (165,550)           | 906,680   |
| Total liabilities | (928,959) | (254,958) | 627,195             | (556,722) |

Revenues were derived from customers in the following geographic areas:

|               | For the three mo | For the three months ended |          | For the nine months ended |  |
|---------------|------------------|----------------------------|----------|---------------------------|--|
|               | June 27,         | June 29,                   | June 27, | June 29,                  |  |
|               | 2020             | 2019                       | 2020     | 2019                      |  |
|               | \$               | \$                         | \$       | \$                        |  |
| Canada        | 143,888          | 149,940                    | 454,495  | 448,777                   |  |
| United States | 39,008           | 24,762                     | 100,412  | 81,355                    |  |
| Europe        | 12,924           | 8,132                      | 32,245   | 28,506                    |  |
| Other         | 10,327           | 8,614                      | 27,437   | 28,082                    |  |
|               | 206,147          | 191,448                    | 614,589  | 586,720                   |  |