



Unaudited Condensed Consolidated Interim Financial Statements

**BRP Inc.**

For the three-month periods ended April 30, 2017 and 2016



**BRP Inc.****CONDENSED CONSOLIDATED INTERIM STATEMENTS OF NET INCOME**

[Unaudited]  
[in millions of Canadian dollars, except per share data]

|  | Notes | Three-month periods ended |                   |
|--|-------|---------------------------|-------------------|
|  |       | April 30,<br>2017         | April 30,<br>2016 |
| Revenues                                       |       | \$ 956.2                  | \$ 929.9          |
| Cost of sales                                  |       | 749.0                     | 735.8             |
| <b>Gross profit</b>                            |       | <b>207.2</b>              | <b>194.1</b>      |
| <b>Operating expenses</b>                      |       |                           |                   |
| Selling and marketing                          |       | 70.5                      | 77.4              |
| Research and development                       |       | 50.1                      | 48.5              |
| General and administrative                     |       | 43.5                      | 40.7              |
| Other operating expenses                       | 10    | 2.6                       | 21.0              |
| <b>Total operating expenses</b>                |       | <b>166.7</b>              | <b>187.6</b>      |
| <b>Operating income</b>                        |       | <b>40.5</b>               | <b>6.5</b>        |
| Financing costs                                | 11    | 13.8                      | 15.8              |
| Financing income                               | 11    | (0.7)                     | (0.7)             |
| Foreign exchange (gain) loss on long-term debt |       | 42.9                      | (119.2)           |
| <b>Income (loss) before income taxes</b>       |       | <b>(15.5)</b>             | <b>110.6</b>      |
| Income taxes expense (recovery)                | 12    | 3.0                       | (0.1)             |
| <b>Net income (loss)</b>                       |       | <b>\$ (18.5)</b>          | <b>\$ 110.7</b>   |
| Attributable to shareholders                   |       | \$ (18.7)                 | \$ 110.8          |
| Attributable to non-controlling interest       |       | \$ 0.2                    | \$ (0.1)          |
| <b>Basic earnings (loss) per share</b>         | 9     | <b>\$ (0.17)</b>          | <b>\$ 0.96</b>    |
| <b>Diluted earnings (loss) per share</b>       | 9     | <b>\$ (0.17)</b>          | <b>\$ 0.96</b>    |

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



BRP Inc.

## CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME

[Unaudited]  
[in millions of Canadian dollars]

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| <b>Net income (loss)</b>   | <b>\$ (18.5)</b>          | <b>\$ 110.7</b>   |
| <b>Other comprehensive income (loss)</b>                                   |                           |                   |
| <b>Items that will be reclassified subsequently to net income</b>          |                           |                   |
| Net changes in fair value of derivatives designated as cash flow hedges    | 2.3                       | (0.1)             |
| Net changes in unrealized gain (loss) on translation of foreign operations | 20.1                      | (19.7)            |
| Income taxes expense   | (0.4)                     | (0.1)             |
|  | <b>22.0</b>               | <b>(19.9)</b>     |
| <b>Items that will not be reclassified subsequently to net income</b>      |                           |                   |
| Actuarial losses on defined benefit pension plan                           | (14.0)                    | (13.0)            |
| Income taxes recovery  | 3.7                       | 3.4               |
|  | <b>(10.3)</b>             | <b>(9.6)</b>      |
| <b>Total other comprehensive income (loss)</b>                             | <b>11.7</b>               | <b>(29.5)</b>     |
| <b>Total comprehensive income (loss)</b>                                   | <b>\$ (6.8)</b>           | <b>\$ 81.2</b>    |
| Attributable to shareholders   | <b>\$ (7.3)</b>           | <b>\$ 81.6</b>    |
| Attributable to non-controlling interest                                   | <b>\$ 0.5</b>             | <b>\$ (0.4)</b>   |

*The accompanying notes are an integral part of these unaudited condensed consolidated interim financial statements.*



**BRP Inc.**

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**

[Unaudited]  
[in millions of Canadian dollars]  
As at

|  | Notes | April 30,<br>2017 | January 31,<br>2017 |
|--|-------|-------------------|---------------------|
| Cash   |       | \$ 255.9          | \$ 298.6            |
| Trade and other receivables                        |       | 284.0             | 326.7               |
| Income taxes and investment tax credits receivable |       | 41.8              | 46.2                |
| Other financial assets                             | 4     | 9.8               | 3.5                 |
| Inventories  | 5     | 770.2             | 689.8               |
| Other current assets                               |       | 17.3              | 18.2                |
| <b>Total current assets</b>                        |       | <b>1,379.0</b>    | <b>1,383.0</b>      |
| Investment tax credits receivable                  |       | 4.4               | 4.2                 |
| Other financial assets                             | 4     | 21.5              | 20.1                |
| Property, plant and equipment                      |       | 690.0             | 673.2               |
| Intangible assets                                  |       | 315.7             | 317.1               |
| Deferred income taxes                              |       | 133.0             | 116.4               |
| Other non-current assets                           |       | 2.0               | 2.2                 |
| <b>Total non-current assets</b>                    |       | <b>1,166.6</b>    | <b>1,133.2</b>      |
| <b>Total assets</b>                                |       | <b>\$ 2,545.6</b> | <b>\$ 2,516.2</b>   |
| Trade payables and accruals                        |       | \$ 694.5          | \$ 718.5            |
| Provisions   | 6     | 243.9             | 232.5               |
| Other financial liabilities                        | 7     | 83.4              | 94.7                |
| Income taxes payable                               |       | 24.5              | 29.6                |
| Current portion of long-term debt                  | 8     | 24.1              | 22.7                |
| Other current liabilities                          |       | 6.2               | 6.0                 |
| <b>Total current liabilities</b>                   |       | <b>1,076.6</b>    | <b>1,104.0</b>      |
| Long-term debt                                     | 8     | 946.0             | 901.0               |
| Provisions   | 6     | 91.1              | 85.5                |
| Other financial liabilities                        | 7     | 28.3              | 28.7                |
| Employee future benefit liabilities                |       | 214.1             | 194.1               |
| Deferred income taxes                              |       | 5.6               | 16.8                |
| Other non-current liabilities                      |       | 22.4              | 20.6                |
| <b>Total non-current liabilities</b>               |       | <b>1,307.5</b>    | <b>1,246.7</b>      |
| <b>Total liabilities</b>                           |       | <b>2,384.1</b>    | <b>2,350.7</b>      |
| <b>Equity</b>                                      |       | <b>161.5</b>      | <b>165.5</b>        |
| <b>Total liabilities and equity</b>                |       | <b>\$ 2,545.6</b> | <b>\$ 2,516.2</b>   |

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



BRP Inc.

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY**

[Unaudited]  
[in millions of Canadian dollars]

For the three-month period ended April 30, 2017

|                                       | Attributed to shareholders |                     |                   |                                   |                  | Total           | Non-controlling interests | Total equity    |
|---------------------------------------|----------------------------|---------------------|-------------------|-----------------------------------|------------------|-----------------|---------------------------|-----------------|
|                                       | Capital Stock              | Contributed surplus | Retained losses   | Translation of foreign operations | Cash-flow hedges |                 |                           |                 |
| <b>Balance as at January 31, 2017</b> | <b>\$ 303.0</b>            | <b>\$ 26.9</b>      | <b>\$ (169.1)</b> | <b>\$ 3.5</b>                     | <b>\$ (3.4)</b>  | <b>\$ 160.9</b> | <b>\$ 4.6</b>             | <b>\$ 165.5</b> |
| Net income (loss)                     | —                          | —                   | (18.7)            | —                                 | —                | (18.7)          | 0.2                       | (18.5)          |
| Other comprehensive income (loss)     | —                          | —                   | (10.3)            | 19.8                              | 1.9              | 11.4            | 0.3                       | 11.7            |
| Total comprehensive income (loss)     | —                          | —                   | (29.0)            | 19.8                              | 1.9              | (7.3)           | 0.5                       | (6.8)           |
| Issuance of subordinate shares        | 2.1                        | (0.8)               | —                 | —                                 | —                | 1.3             | —                         | 1.3             |
| Stock-based compensation              | —                          | 1.5                 | —                 | —                                 | —                | 1.5             | —                         | 1.5             |
| <b>Balance as at April 30, 2017</b>   | <b>\$ 305.1</b>            | <b>\$ 27.6</b>      | <b>\$ (198.1)</b> | <b>\$ 23.3</b>                    | <b>\$ (1.5)</b>  | <b>\$ 156.4</b> | <b>\$ 5.1</b>             | <b>\$ 161.5</b> |

For the three-month period ended April 30, 2016

|  | Attributed to shareholders |                     |                   |                                   |                  | Total            | Non-controlling interests | Total equity (deficit) |
|--|----------------------------|---------------------|-------------------|-----------------------------------|------------------|------------------|---------------------------|------------------------|
|  | Capital Stock              | Contributed surplus | Retained losses   | Translation of foreign operations | Cash-flow hedges |                  |                           |                        |
| <b>Balance as at January 31, 2016</b>    | <b>\$ 331.3</b>            | <b>\$ 21.5</b>      | <b>\$ (393.6)</b> | <b>\$ 24.5</b>                    | <b>\$ (3.0)</b>  | <b>\$ (19.3)</b> | <b>\$ 5.2</b>             | <b>\$ (14.1)</b>       |
| Net income (loss)                        | —                          | —                   | 110.8             | —                                 | —                | 110.8            | (0.1)                     | 110.7                  |
| Other comprehensive loss                 | —                          | —                   | (9.6)             | (19.4)                            | (0.2)            | (29.2)           | (0.3)                     | (29.5)                 |
| Total comprehensive income (loss)        | —                          | —                   | 101.2             | (19.4)                            | (0.2)            | 81.6             | (0.4)                     | 81.2                   |
| Issuance of subordinate shares           | 0.3                        | (0.3)               | —                 | —                                 | —                | —                | —                         | —                      |
| Repurchase of subordinate shares         | (5.9)                      | —                   | (7.0)             | —                                 | —                | (12.9)           | —                         | (12.9)                 |
| Subordinate shares subject to repurchase | —                          | (14.4)              | —                 | —                                 | —                | (14.4)           | —                         | (14.4)                 |
| Stock-based compensation                 | —                          | 1.8 <sup>[a]</sup>  | —                 | —                                 | —                | 1.8              | —                         | 1.8                    |
| <b>Balance as at April 30, 2016</b>      | <b>\$ 325.7</b>            | <b>\$ 8.6</b>       | <b>\$ (299.4)</b> | <b>\$ 5.1</b>                     | <b>\$ (3.2)</b>  | <b>\$ 36.8</b>   | <b>\$ 4.8</b>             | <b>\$ 41.6</b>         |

<sup>[a]</sup> Includes \$0.1 million of income taxes recovery.

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



**BRP Inc.**

**CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS**

[Unaudited]  
[in millions of Canadian dollars]

|  | Notes | Three-month periods ended |                 |
|--|-------|---------------------------|-----------------|
|  |       | April 30, 2017            | April 30, 2016  |
| <b>OPERATING ACTIVITIES</b>  |       |                           |                 |
| Net income (loss)  |       | \$ (18.5)                 | \$ 110.7        |
| Non-cash and non-operating items:                                      |       |                           |                 |
| Depreciation expense   |       | 35.4                      | 31.6            |
| Income taxes expense (recovery)  | 12    | 3.0                       | (0.1)           |
| Foreign exchange (gain) loss on long-term debt                         |       | 42.9                      | (119.2)         |
| Interest expense   | 11    | 11.7                      | 13.5            |
| Other  |       | (5.7)                     | 7.3             |
| Cash flows generated from operations before changes in working capital |       | 68.8                      | 43.8            |
| Changes in working capital:  |       |                           |                 |
| Decrease in trade and other receivables                                |       | 56.8                      | 42.8            |
| Increase in inventories  |       | (52.0)                    | (20.6)          |
| Increase in other assets   |       | (5.1)                     | (2.7)           |
| Decrease in trade payables and accruals                                |       | (49.1)                    | (53.9)          |
| Decrease in other financial liabilities                                |       | (11.1)                    | (6.4)           |
| Increase in provisions   |       | 9.8                       | 11.6            |
| Decrease in other liabilities  |       | —                         | (0.4)           |
| Cash flows generated from operations                                   |       | 18.1                      | 14.2            |
| Income taxes paid, net of refunds                                      |       | (17.9)                    | (18.0)          |
| <b>Net cash flows generated from (used in) operating activities</b>    |       | <b>0.2</b>                | <b>(3.8)</b>    |
| <b>INVESTING ACTIVITIES</b>  |       |                           |                 |
| Additions to property, plant and equipment                             |       | (33.7)                    | (34.7)          |
| Additions to intangible assets   |       | (1.4)                     | (1.8)           |
| Other  |       | —                         | 0.3             |
| <b>Net cash flows used in investing activities</b>                     |       | <b>(35.1)</b>             | <b>(36.2)</b>   |
| <b>FINANCING ACTIVITIES</b>  |       |                           |                 |
| Issuance of long-term debt   | 8     | 0.7                       | 0.1             |
| Repayment of long-term debt  |       | (0.7)                     | (1.0)           |
| Interest paid  |       | (0.6)                     | (11.2)          |
| Issuance of subordinate voting shares                                  |       | 1.3                       | 0.1             |
| Repurchase of subordinate voting shares                                |       | —                         | (11.5)          |
| Other  |       | —                         | 0.1             |
| <b>Net cash flows generated from (used in) financing activities</b>    |       | <b>0.7</b>                | <b>(23.4)</b>   |
| Effect of exchange rate changes on cash                                |       | (8.5)                     | 11.6            |
| <b>Net decrease in cash</b>  |       | <b>(42.7)</b>             | <b>(51.8)</b>   |
| <b>Cash at beginning of year</b>                                       |       | <b>298.6</b>              | <b>235.0</b>    |
| <b>Cash at the end of period</b>                                       |       | <b>\$ 255.9</b>           | <b>\$ 183.2</b> |

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



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

---

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 1. NATURE OF OPERATIONS

BRP Inc. (“BRP”) is incorporated under the laws of Canada. BRP’s multiple voting shares are owned by Beaudier Inc. and 4338618 Canada Inc. (collectively, “Beaudier group”), Bain Capital Luxembourg Investments S.à r.l. (“Bain Capital”) and La Caisse de dépôt et placement du Québec (“CDPQ”), (collectively, the “Principal Shareholders”) whereas BRP’s subordinate voting shares are listed on the Toronto Stock Exchange under the symbol DOO.

BRP and its subsidiaries (the “Company”) design, develop, manufacture and sell Year-Round Products consisting of all-terrain vehicles, side-by-side vehicles and Spyder vehicles; Seasonal Products consisting of snowmobiles and personal watercraft; and Propulsion Systems consisting of engines for outboard and jet boats, karts, motorcycles and recreational aircraft. Additionally, the Company supports its lines of products with a dedicated parts, accessories, clothing and other services business. The Company’s products are sold mainly through a network of independent dealers, independent distributors and to original equipment manufacturers. The Company distributes its products worldwide and manufactures them in Canada, Mexico, Austria, the United States and Finland.

The Company’s headquarters is located at 726 Saint-Joseph Street, Valcourt, Québec, J0E 2L0.

### 2. BASIS OF PRESENTATION

These unaudited condensed consolidated interim financial statements for the three-month periods ended April 30, 2017 and 2016 have been prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”) and in accordance with *IAS 34 “Interim Financial Reporting”*. These unaudited condensed consolidated interim financial statements for the three-month periods ended April 30, 2017 and 2016 follow the same accounting policies as the audited consolidated financial statements for the year ended January 31, 2017, except for the adoption of an amendment to IFRS as described below in note 2, and, as such, should be read in conjunction with them.

These unaudited condensed consolidated interim financial statements include the financial statements of BRP and its subsidiaries. BRP controls all of its subsidiaries that are wholly owned through voting equity interests (except for Regionales Innovations Centrum GmbH in Austria for which a non-controlling interest of 25% is recorded upon consolidation and BRP Commerce & Trade Co. Ltd in China for which a non-controlling interest of 20% is recorded upon consolidation). All inter-company transactions and balances have been eliminated upon consolidation.

The Company’s revenues and operating income experience substantial fluctuations from quarter to quarter. In general, wholesale of the Company’s products are higher in the period immediately preceding and during their particular season of use. However, the mix of product sales may vary considerably from time to time as a result of changes in seasonal and geographic demand, the introduction of new products and models and production scheduling for particular types of products.

On May 31, 2017, the Board of Directors of the Company approved these unaudited condensed consolidated interim financial statements for the three-month periods ended April 30, 2017 and 2016.



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

---

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 2. BASIS OF PRESENTATION [CONTINUED]

#### Amendment adopted

##### IAS 7 Statement of cash flows

On February 1<sup>st</sup>, 2017, the Company adopted the amendment to *IAS 7 "Statement of cash flows"* which require companies to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities. Following the adoption of this amendment, the Company added in the long-term debt note a reconciliation between the opening and closing balances of its long-term debt.

### 3. FUTURE ACCOUNTING CHANGES

In May 2014, the International Accounting Standards Board's ("IASB") issued *IFRS 15 "Revenue from Contracts with Customers"*. The objective of this standard is to establish a single comprehensive model for entities to be used in accounting for revenue arising from contracts with customers. The effective date of IFRS 15 for the Company is February 1<sup>st</sup>, 2018 and the Company expects to apply the standard retrospectively to prior reporting periods presented, subject to permitted practical expedients. According to the Company's preliminary analysis, the most significant impact would be the recognition of all sales promotions at the time of sale rather than at the later of revenue recognition or the announcement of the sales program under *IAS 18 "Revenue"*. The Company has not yet determined the monetary impact of this potential change and is continuing to assess the impact of the new standard and will provide further updates during the course of the year ending January 31, 2018.

In July 2014, the IASB published the final version of *IFRS 9 "Financial Instruments"* that introduced new classification requirements, new measurement requirements and a new hedge accounting model. The final version of the Standard replaces earlier versions of IFRS 9 and completes the IASB project to replace *IAS 39 "Financial Instruments: Recognition and Measurement"*. The effective date of IFRS 9 for the Company is February 1<sup>st</sup>, 2018. The Company's preliminary analysis has not identified a significant impact on its consolidated financial statements in respect of classification, measurement and hedge accounting.

In January 2016, the IASB issued *IFRS 16 "Leases"* which sets out the principles for recognition, measurement, presentation and disclosure of leases for both lessee and lessor. IFRS 16 introduces a single lessee accounting model and requires lessees to recognize assets and liabilities for all leases, except when the term is twelve months or less or when the underlying asset has a low value. The effective date of IFRS 16 for the Company is February 1<sup>st</sup>, 2019. According to the Company's preliminary analysis, the most significant impact will be the recognition of the present value of the future lease payments as lease assets and lease liabilities on the statement of financial position for a majority of its leases that are considered operating leases under *IAS 17 "Leases"*. The Company will provide further updates as it advances in its assessment.

The IASB issued other standards or amendments to existing standards that are not expected to have a significant impact on the Company's consolidated financial statements.





## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 4. OTHER FINANCIAL ASSETS

The Company's other financial assets were as follows, as at:

|                                       | April 30,<br>2017 | January 31,<br>2017 |
|---------------------------------------|-------------------|---------------------|
| Restricted investments <sup>[a]</sup> | \$ 17.1           | \$ 16.1             |
| Derivative financial instruments      | 6.1               | 1.3                 |
| Other                                 | 8.1               | 6.2                 |
| <b>Total other financial assets</b>   | <b>\$ 31.3</b>    | <b>\$ 23.6</b>      |
| Current                               | 9.8               | 3.5                 |
| Non-current                           | 21.5              | 20.1                |
| <b>Total other financial assets</b>   | <b>\$ 31.3</b>    | <b>\$ 23.6</b>      |

<sup>[a]</sup> The restricted investments are publicly traded bonds that can only be used for severance payments and pension costs associated with Austrian pension plans, and are not available for general corporate use.

The non-current portion is mainly attributable to the restricted investments.

### 5. INVENTORIES

The Company's inventories were as follows, as at:

|                                 | April 30,<br>2017 | January 31,<br>2017 |
|---------------------------------|-------------------|---------------------|
| Materials and work in progress  | \$ 319.1          | \$ 286.0            |
| Finished products               | 299.6             | 258.0               |
| Parts, accessories and clothing | 151.5             | 145.8               |
| <b>Total inventories</b>        | <b>\$ 770.2</b>   | <b>\$ 689.8</b>     |

The Company recognized in the condensed consolidated interim statements of net income during the three-month period ended April 30, 2017, a write-down on inventories of \$2.7 million (\$4.4 million during the three-month period ended April 30, 2016).

### 6. PROVISIONS

The Company's provisions were as follows, as at:

|                         | April 30,<br>2017 | January 31,<br>2017 |
|-------------------------|-------------------|---------------------|
| Product-related         | \$ 238.7          | \$ 229.6            |
| Other                   | 96.3              | 88.4                |
| <b>Total provisions</b> | <b>\$ 335.0</b>   | <b>\$ 318.0</b>     |
| Current                 | 243.9             | 232.5               |
| Non-current             | 91.1              | 85.5                |
| <b>Total provisions</b> | <b>\$ 335.0</b>   | <b>\$ 318.0</b>     |

Product-related provisions include provisions for regular and extended warranty coverage on products sold, product liability provisions and provisions related to sales programs offered by the Company to its independent dealers, distributors or customers in order to support the retail activity.

The non-current portion of provisions is mainly attributable to product-related provisions.



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 6. PROVISIONS [CONTINUED]

The changes in provisions were as follows:

|  | Product-related | Other              | Total           |
|--|-----------------|--------------------|-----------------|
| <b>Balance as at January 31, 2017</b>                                | <b>\$ 229.6</b> | <b>\$ 88.4</b>     | <b>\$ 318.0</b> |
| Expensed during the period   | 120.4           | 6.3 <sup>[a]</sup> | 126.7           |
| Paid during the period   | (119.0)         | (2.0)              | (121.0)         |
| Reversed during the period   | (0.4)           | —                  | (0.4)           |
| Effect of foreign currency exchange rate changes                     | 8.7             | 3.6                | 12.3            |
| Unwinding of discount and effect of changes in discounting estimates | (0.6)           | —                  | (0.6)           |
| <b>Balance as at April 30, 2017</b>                                  | <b>\$ 238.7</b> | <b>\$ 96.3</b>     | <b>\$ 335.0</b> |

<sup>[a]</sup> Includes a \$4.8 million expense related to the litigation cases described in Note 10.

### 7. OTHER FINANCIAL LIABILITIES

The Company's other financial liabilities were as follows, as at:

|   | April 30,<br>2017 | January 31,<br>2017 |
|---|-------------------|---------------------|
| Dealer holdback programs and customers deposits | \$ 77.7           | \$ 78.1             |
| Due to Bombardier Inc.                          | 22.4              | 22.2                |
| Derivative financial instruments                | 5.8               | 10.0                |
| Due to a pension management company             | 2.5               | 5.1                 |
| Other   | 3.3               | 8.0                 |
| <b>Total other financial liabilities</b>        | <b>\$ 111.7</b>   | <b>\$ 123.4</b>     |
| Current   | 83.4              | 94.7                |
| Non-current                                     | 28.3              | 28.7                |
| <b>Total other financial liabilities</b>        | <b>\$ 111.7</b>   | <b>\$ 123.4</b>     |

The non-current portion is mainly comprised of the amount due to Bombardier Inc. in connection with indemnification related to income taxes.



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 8. LONG-TERM DEBT

As at April 30, 2017 and January 31, 2017, the maturity dates, interest rates, outstanding nominal amounts and carrying amounts of long-term debt were as follows:

|                             |                        |                           |                         |                            |                         | April 30, 2017 |  |
|-----------------------------|------------------------|---------------------------|-------------------------|----------------------------|-------------------------|----------------|--|
|                             | Maturity date          | Contractual interest rate | Effective interest rate | Outstanding nominal amount | Carrying amount         |                |  |
| Term Facility               | June 2023              | 4.04%                     | 4.61%                   | U.S. \$696.5               | \$ 923.1 <sup>[a]</sup> |                |  |
| Term Loans                  | Dec. 2017 to Dec. 2028 | 0.75% to 2.19%            | 1.00% to 8.60%          | Euro 25.3                  | 35.1                    |                |  |
| Finance lease liabilities   | Jan. 2018 to Dec. 2030 | 8.00%                     | 8.00%                   | \$ 16.0                    | 11.9                    |                |  |
| <b>Total long-term debt</b> |                        |                           |                         |                            | <b>\$ 970.1</b>         |                |  |
| Current                     |                        |                           |                         |                            | 24.1                    |                |  |
| Non-current                 |                        |                           |                         |                            | 946.0                   |                |  |
| <b>Total long-term debt</b> |                        |                           |                         |                            | <b>\$ 970.1</b>         |                |  |

<sup>[a]</sup> Net of unamortized transaction costs of \$28.7 million.

|                             |                        |                           |                         |                            |                         | January 31, 2017 |  |
|-----------------------------|------------------------|---------------------------|-------------------------|----------------------------|-------------------------|------------------|--|
|                             | Maturity date          | Contractual interest rate | Effective interest rate | Outstanding nominal amount | Carrying amount         |                  |  |
| Term Facility               | June 2023              | 4.04%                     | 4.61%                   | U.S. \$696.5               | \$ 879.1 <sup>[a]</sup> |                  |  |
| Term Loans                  | Dec. 2017 to Dec. 2028 | 0.75% to 2.19%            | 1.50% to 8.60%          | Euro 24.8                  | 32.3                    |                  |  |
| Finance lease liabilities   | Jan. 2018 to Dec. 2030 | 8.00%                     | 8.00%                   | \$ 16.6                    | 12.3                    |                  |  |
| <b>Total long-term debt</b> |                        |                           |                         |                            | <b>\$ 923.7</b>         |                  |  |
| Current                     |                        |                           |                         |                            | 22.7                    |                  |  |
| Non-current                 |                        |                           |                         |                            | 901.0                   |                  |  |
| <b>Total long-term debt</b> |                        |                           |                         |                            | <b>\$ 923.7</b>         |                  |  |

<sup>[a]</sup> Net of unamortized transaction costs of \$28.4 million.

The following table explains the changes in long-term debt during the three-month period ended April 30, 2017:

|                           | Statements of cash flows               |               |                 | Non-cash changes                                 |               | Carrying amount as at April 30, 2017 |
|---------------------------|--|---------------|-----------------|--|---------------|--------------------------------------|
|                           | Carrying amount as at January 31, 2017 | Issuance      | Repayment       | Effect of foreign currency exchange rate changes | Other         |                                      |
| Term Facility             | \$ 879.1                               | \$ —          | \$ —            | \$ 42.9  | \$ 1.1        | \$ 923.1                             |
| Term Loans                | 32.3                                   | 0.7           | —               | 1.9  | 0.2           | 35.1                                 |
| Finance lease liabilities | 12.3                                   | —             | (0.7)           | 0.1  | 0.2           | 11.9                                 |
| <b>Total</b>              | <b>\$ 923.7</b>                        | <b>\$ 0.7</b> | <b>\$ (0.7)</b> | <b>\$ 44.9</b>                                   | <b>\$ 1.5</b> | <b>\$ 970.1</b>                      |

During the three-month period ended April 30, 2017, the Company entered into a term loan agreement at favourable interest rates under an Austrian government program. This program supports research and development projects based on the Company's incurred expenses in Austria. The term loan has a nominal amount of euro 0.5 million (\$0.7 million) with an interest rate at Euribor three-months plus 1.00% and a maturity date on December 31, 2021.

During the three-month period ended April 30, 2016, the Company received \$0.1 million in relation with a term loan issued during the year ended January 31, 2016.



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 9. EARNINGS PER SHARE

#### a) Basic earnings per share

Details of basic earnings per share were as follows:

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| Net income (loss) attributable to shareholders | \$ (18.7)                 | \$ 110.8          |
| Weighted average number of shares              | 111,751,789               | 114,842,786       |
| Earnings (loss) per share - basic              | \$ (0.17)                 | \$ 0.96           |

#### b) Diluted earnings per share

Details of diluted earnings per share were as follows:

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| Net income (loss) attributable to shareholders | \$ (18.7)                 | \$ 110.8          |
| Weighted average number of shares              | 111,751,789               | 114,842,786       |
| Dilutive effect of stock options               | —                         | 283,238           |
| Weighted average number of diluted shares      | 111,751,789               | 115,126,024       |
| Earnings (loss) per share - diluted            | \$ (0.17)                 | \$ 0.96           |

For the three-month period ended April 30, 2017, basic and diluted loss per share are the same, as the effect of stock options is antidilutive. Stock options that could potentially dilute basic earnings per share in the future, which are not included in the calculation of diluted loss per share, represent 475,081 stock options for the three-month period ended April 30, 2017.

### 10. OTHER OPERATING EXPENSES

Details of other operating expenses were as follows:

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| Restructuring costs reversal                             | \$ —                      | \$ (0.5)          |
| Loss on litigation                                       | 4.8                       | 19.5              |
| Foreign exchange (gain) loss on working capital elements | 4.4                       | (6.5)             |
| (Gain) loss on forward exchange contracts                | (6.6)                     | 8.7               |
| Other  | —                         | (0.2)             |
| Total  | \$ 2.6                    | \$ 21.0           |



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 10. OTHER OPERATING EXPENSES [CONTINUED]

The Company is involved in multiple lawsuits with one of its competitors whereby each party is claiming damages for the alleged infringement of some of its patents. On June 1, 2016, a verdict was rendered in one of those lawsuits against the Company for an amount of U.S. \$15.5 million (\$19.5 million) in compensatory damages, which was recorded during the three-month period ended April 30, 2016. On June 13, 2016, the trial judge formalized the verdict rendered on June 1, 2016 and awarded additional damages in favour of the plaintiff. Subsequently, the trial judge also established a royalty payable upon the sale of any future contravening vehicles. As a result, for the three-month period ended April 30, 2017, the Company recorded an expense of \$4.8 million. Management believes that the verdict and subsequent decisions are unfounded and unsupported by either law or evidence and filed an appeal on August 23, 2016. Management believes the Company has recorded adequate provisions to cover potential losses in relation to pending legal actions.

### 11. FINANCING COSTS AND INCOME

Details of financing costs and financing income were as follows:

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| Interest and amortization of transaction costs on long-term debt | \$ 11.1                   | \$ 12.8           |
| Interest and commitment fees on revolving credit facilities      | 0.6                       | 0.7               |
| Net interest on employee future benefit liabilities              | 1.4                       | 1.7               |
| Financial guarantee losses                                       | 0.2                       | 0.1               |
| Unwinding of discount of provisions                              | 0.4                       | 0.2               |
| Other  | 0.1                       | 0.3               |
| <b>Financing costs</b>   | <b>13.8</b>               | <b>15.8</b>       |
| <b>Financing income</b>  | <b>(0.7)</b>              | <b>(0.7)</b>      |
| <b>Total</b>   | <b>\$ 13.1</b>            | <b>\$ 15.1</b>    |

### 12. INCOME TAXES

Details of income taxes expense (recovery) were as follows:

|  | Three-month periods ended |                   |
|--|---------------------------|-------------------|
|  | April 30,<br>2017         | April 30,<br>2016 |
| Current income taxes expense                               |                           |                   |
| Related to current year                                    | \$ 22.6                   | \$ 17.0           |
| Related to prior years                                     | (0.7)                     | 0.1               |
|  | 21.9                      | 17.1              |
| Deferred income taxes recovery                             |                           |                   |
| Temporary differences                                      | (24.7)                    | (2.4)             |
| Effect of income tax rate changes on deferred income taxes | 0.2                       | 0.3               |
| Increase (decrease) in valuation allowance                 | 5.6                       | (15.1)            |
|  | (18.9)                    | (17.2)            |
| <b>Income taxes expense (recovery)</b>                     | <b>\$ 3.0</b>             | <b>\$ (0.1)</b>   |



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 12. INCOME TAXES [CONTINUED]

The reconciliation of income taxes computed at the Canadian statutory rates to income taxes expense (recovery) recorded was as follows:

|   | Three-month periods ended |       |                   |       |
|---|---------------------------|-------|-------------------|-------|
|   | April 30,<br>2017         |       | April 30,<br>2016 |       |
| Income taxes calculated at statutory rates                  | \$ (4.2)                  | 26.8% | \$ 29.8           | 26.9% |
| Increase (decrease) resulting from:                         |                           |       |                   |       |
| Income tax rate differential of foreign subsidiaries        | (2.6)                     |       | (1.2)             |       |
| Effect of income tax rate changes on deferred income taxes  | 0.2                       |       | 0.3               |       |
| Increase (decrease) in valuation allowance                  | 5.6                       |       | (15.1)            |       |
| Recognition of income taxes on foreign currency translation | (2.1)                     |       | 0.6               |       |
| Permanent differences <sup>[a]</sup>                        | 7.2                       |       | (14.4)            |       |
| Adjustments in respect of prior years                       | (0.7)                     |       | —                 |       |
| Other   | (0.4)                     |       | (0.1)             |       |
| <b>Income taxes expense (recovery)</b>                      | <b>\$ 3.0</b>             |       | <b>\$ (0.1)</b>   |       |

<sup>[a]</sup> The permanent differences result mainly from the foreign exchange (gain) loss on the long-term debt denominated in U.S. dollars.

### 13. FINANCIAL INSTRUMENTS

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values of the Company's financial instruments take into account the credit risk embedded in the instrument. For financial assets, the credit risk of the counterparty is considered whereas for financial liabilities, the Company's credit risk is considered.

In order to determine the fair value of its financial instruments, the Company uses, when active markets exist, quoted prices from these markets ("Level 1" fair value). When public quotations are not available in the market, fair values are determined using valuation techniques. When inputs used in the valuation techniques are only inputs directly and indirectly observable in the marketplace, fair value is presented as "Level 2" fair value. If fair value is assessed using inputs that require considerable judgment from the Company in interpreting market data and developing estimates, fair value is presented as "Level 3" fair value. For Level 3 fair value, the use of different assumptions and/or estimation methodologies may have a material effect on the estimated fair values.



## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three-month periods ended April 30, 2017 and 2016

[Unaudited]

[Tabular figures are in millions of Canadian dollars, unless otherwise indicated]

### 13. FINANCIAL INSTRUMENTS [CONTINUED]

The fair value, fair value level and carrying amount of restricted investments, derivative financial instruments and long-term debt were as follows:

|  | Fair value level | As at April 30, 2017 |            |
|--|------------------|----------------------|------------|
|  |                  | Carrying amount      | Fair value |
| Restricted investments (Note 4)            | Level 2          | \$ 17.1              | \$ 17.1    |
| Derivative financial instruments           |                  |                      |            |
| Forward exchange contracts                 |                  |                      |            |
| Favourable (Note 4)                        |                  | \$ 6.1               | \$ 6.1     |
| (Unfavourable)                             |                  | (3.5)                | (3.5)      |
| Inflation rate swap                        |                  | (2.3)                | (2.3)      |
|  | Level 2          | \$ 0.3               | \$ 0.3     |
| Long-term debt (including current portion) |                  |                      |            |
| Term Facility (Note 8)                     | Level 1          | \$ (923.1)           | \$ (955.3) |
| Term Loans (Note 8)                        | Level 2          | (35.1)               | (36.0)     |
|  |                  | \$ (958.2)           | \$ (991.3) |

For cash, trade and other receivables, revolving credit facilities, trade payables and accruals, dealer holdback programs and customer deposits, the carrying amounts reported on the condensed consolidated interim statements of financial position or in the notes approximate the fair values of these items due to their short-term nature.

### 14. SUBSEQUENT EVENTS

On May 31, 2017, the Company's Board of Directors declared a quarterly dividend of \$0.08 per share for holders of its multiple voting shares and subordinate voting shares. The dividend will be paid on July 13, 2017 to shareholders of record at the close of business on June 30, 2017.

On May 31, 2017, the Company's Board of Directors authorized a substantial issuer bid to repurchase its shares for cancellation for a maximum amount of \$350 million (the "Offer"). The Company expects to launch and complete the Offer during the second quarter of the fiscal year ending January 31, 2018.

On May 31, 2017, the Company amended its \$425.0 million revolving credit facilities agreement to increase the availability by \$50.0 million for a total availability of \$475.0 million.

