

Unaudited Condensed Interim
Consolidated Financial
Statements of

**CERVUS EQUIPMENT
CORPORATION**

For the three and nine month periods ended September 30, 2018 and 2017

CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statements of Financial Position
As at September 30, 2018 and December 31, 2017

| (\$ thousands) | Note | September 30, 2018 | December 31, 2017 |
|---|------|-----------------------|----------------------|
| Assets | | | |
| Current assets | | | |
| Cash and cash equivalents | | \$ 8,810 | \$ 14,502 |
| Trade and other accounts receivable | | 71,086 | 53,529 |
| Inventories | 6 | 348,175 | 290,524 |
| Assets held for sale | 7 | - | 26,280 |
| Total current assets | | 428,071 | 384,835 |
| Non-current assets | | | |
| Other long-term assets | | 9,180 | 8,423 |
| Property and equipment | | 56,928 | 62,175 |
| Intangible assets | | 36,791 | 39,742 |
| Goodwill | | 18,749 | 18,880 |
| Total non-current assets | | 121,648 | 129,220 |
| Total assets | | \$ 549,719 | \$ 514,055 |
| Liabilities | | | |
| Current liabilities | | | |
| Trade and other liabilities | | \$ 85,823 | \$ 87,317 |
| Floor plan payables | 8 | 158,463 | 125,573 |
| Current portion of term debt | 8 | 7,976 | 11,122 |
| Liabilities directly associated with assets held for sale | 7 | - | 12,250 |
| Total current liabilities | | 252,262 | 236,262 |
| Non-current liabilities | | | |
| Term debt | 8 | 39,263 | 32,170 |
| Finance lease obligation | | 8,051 | 10,416 |
| Deferred income tax liability | | 8,324 | 9,954 |
| Total non-current liabilities | | 55,638 | 52,540 |
| Total liabilities | | 307,900 | 288,802 |
| Equity | | | |
| Shareholders' capital | 10 | 88,194 | 88,163 |
| Deferred share plan | | 8,716 | 7,455 |
| Other reserves | | 5,195 | 5,195 |
| Accumulated other comprehensive (loss) income | | (1,382) | 191 |
| Retained earnings | | 141,096 | 124,249 |
| Total equity | | 241,819 | 225,253 |
| Total liabilities and equity | | \$ 549,719 | \$ 514,055 |

Approved by the Board:

"Peter Lacey" Director

"Angela Lekatsas" Director

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

CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statements of Comprehensive Income
For the three and nine month periods ended September 30, 2018 and 2017

| (\$ thousands) | Note | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|--|------|---|------------|--|------------|
| | | 2018 | 2017 | 2018 | 2017 |
| Revenue | | | | | |
| Equipment sales | | \$ 310,250 | \$ 277,248 | \$ 817,763 | \$ 712,636 |
| Parts | | 56,511 | 57,962 | 156,291 | 161,197 |
| Service | | 22,203 | 21,464 | 64,312 | 62,864 |
| Rentals | | 3,535 | 3,414 | 11,423 | 11,862 |
| Total revenue | | 392,499 | 360,088 | 1,049,789 | 948,559 |
| Cost of sales | | (332,617) | (301,536) | (890,268) | (792,861) |
| Gross profit | | 59,882 | 58,552 | 159,521 | 155,698 |
| Other income | 11 | 1,672 | 1,162 | 3,025 | 3,028 |
| Selling, general and administrative expense | | (44,169) | (45,072) | (129,511) | (131,105) |
| Income from operating activities | | 17,385 | 14,642 | 33,035 | 27,621 |
| Finance income | | 131 | 190 | 411 | 421 |
| Finance costs | | (1,696) | (1,464) | (4,668) | (4,793) |
| Net finance costs | 12 | (1,565) | (1,274) | (4,257) | (4,372) |
| Share of profit of equity accounted investees, net of income tax | | - | - | 124 | - |
| Income before income tax expense | | 15,820 | 13,368 | 28,902 | 23,249 |
| Income tax expense | 9 | (3,640) | (3,915) | (7,354) | (7,064) |
| Income for the period | | 12,180 | 9,453 | 21,548 | 16,185 |
| Other comprehensive income: | | | | | |
| Foreign currency translation differences for foreign operations, net of tax | | (1,497) | (1,490) | (1,573) | (774) |
| Total comprehensive income for the period | | 10,683 | 7,963 | 19,975 | 15,411 |
| Income attributable to: | | | | | |
| Shareholders of the Company | | 12,180 | 9,453 | 21,548 | 16,190 |
| Non-controlling interest | | - | - | - | (5) |
| Income for the period | | 12,180 | 9,453 | 21,548 | 16,185 |
| Total comprehensive income attributable to: | | | | | |
| Shareholders of the Company | | 10,683 | 7,963 | 19,975 | 15,416 |
| Non-controlling interest | | - | - | - | (5) |
| Total comprehensive income for the period | | \$ 10,683 | \$ 7,963 | \$ 19,975 | \$ 15,411 |
| Net income per share attributable to shareholders of the Company: | | | | | |
| Basic | 13 | \$ 0.78 | \$ 0.60 | \$ 1.37 | \$ 1.03 |
| Diluted | 13 | \$ 0.74 | \$ 0.57 | \$ 1.31 | \$ 0.98 |

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

CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statements of Changes in Equity
For the nine month periods ended September 30, 2018 and 2017

| Attributable to Equity Holders of the Company | | | | | | | | | | |
|--|------|---------------|---------------------|----------------|--------------------------------|-------------------|------------|--------------------------|--------------|--|
| (\$ thousands) | Note | Share capital | Deferred share plan | Other reserves | Cumulative translation account | Retained earnings | Total | Non-controlling interest | Total equity | |
| Balance December 31, 2016 | | \$ 89,863 | \$ 7,520 | \$ 5,195 | \$ 1,219 | \$ 108,731 | \$ 212,528 | \$ 1,311 | \$ 213,839 | |
| Comprehensive income for the period | | | | | | | | | | |
| Profit | | - | - | - | - | 16,190 | 16,190 | (5) | 16,185 | |
| Other comprehensive income | | | | | | | | | | |
| Foreign currency translation adjustments, net of tax | | - | - | - | (774) | - | (774) | - | (774) | |
| Total comprehensive income for the period | | - | - | - | (774) | 16,190 | 15,416 | (5) | 15,411 | |
| Transactions with owners, recorded directly in equity | | | | | | | | | | |
| Dividends to equity holders | | - | - | - | - | (3,302) | (3,302) | (1,306) | (4,608) | |
| Shares issued through DRIP | | 594 | - | - | - | - | 594 | - | 594 | |
| Shares issued through deferred share plan | | 330 | (330) | - | - | - | - | - | - | |
| Share-based payment transactions | | - | 1,335 | - | - | - | 1,335 | - | 1,335 | |
| Common shares repurchased | | (3,235) | - | - | - | - | (3,235) | - | (3,235) | |
| Transactions with owners | | (2,311) | 1,005 | - | - | (3,302) | (4,608) | (1,306) | (5,914) | |
| Balance September 30, 2017 | | \$ 87,552 | \$ 8,525 | \$ 5,195 | \$ 445 | \$ 121,619 | \$ 223,336 | \$ - | \$ 223,336 | |
| Balance December 31, 2017 | | \$ 88,163 | \$ 7,455 | \$ 5,195 | \$ 191 | \$ 124,249 | \$ 225,253 | \$ - | \$ 225,253 | |
| Comprehensive income for the period | | | | | | | | | | |
| Profit | | - | - | - | - | 21,548 | 21,548 | - | 21,548 | |
| Other comprehensive income | | | | | | | | | | |
| Foreign currency translation adjustments, net of tax | | - | - | - | (1,573) | - | (1,573) | - | (1,573) | |
| Total comprehensive income for the period | | - | - | - | (1,573) | 21,548 | 19,975 | - | 19,975 | |
| Transactions with owners, recorded directly in equity | | | | | | | | | | |
| Dividends to equity holders | | - | - | - | - | (4,701) | (4,701) | - | (4,701) | |
| Shares issued through DRIP | 10 | 608 | - | - | - | - | 608 | - | 608 | |
| Shares issued through deferred share plan | 10 | 123 | (123) | - | - | - | - | - | - | |
| Share-based payment transactions | | - | 1,384 | - | - | - | 1,384 | - | 1,384 | |
| Common shares repurchased | 10 | (700) | - | - | - | - | (700) | - | (700) | |
| Transactions with owners | | 31 | 1,261 | - | - | (4,701) | (3,409) | - | (3,409) | |
| Balance September 30, 2018 | | \$ 88,194 | \$ 8,716 | \$ 5,195 | \$ (1,382) | \$ 141,096 | \$ 241,819 | \$ - | \$ 241,819 | |

CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statement of Cash Flows
For the nine month periods ended September 30, 2018 and 2017

| (\$ thousands) | Note | Nine month periods ended September 30 | |
|--|------|--|-----------------|
| | | 2018 | 2017 |
| Income for the period | | \$ 21,548 | \$ 16,185 |
| Adjustments for: | | | |
| Income tax expense | 9 | 7,354 | 7,064 |
| Depreciation | | 8,173 | 7,329 |
| Amortization of intangibles | | 3,169 | 3,738 |
| Equity-settled share-based payment transactions | | 1,384 | 1,335 |
| Net finance costs | 12 | 5,148 | 5,476 |
| Unrealized foreign exchange (gain) | 11 | (57) | (1,078) |
| Non-cash write-down of inventories | 6 | 8,617 | 2,691 |
| (Gain) on sale of property and equipment | 11 | (760) | (1,486) |
| (Gain) on sale of Commercial operations | 7 | (480) | - |
| Loss on de-recognition of Rosthern capital assets | | 1,206 | - |
| Share of (profit) of equity accounted investees, net of tax | | (124) | - |
| Change in non-cash working capital | 14 | (53,699) | (14,915) |
| Cash generated from operating activities | | 1,479 | 26,339 |
| Cash taxes paid | | (9,089) | (8,876) |
| Interest paid | | (5,555) | (5,476) |
| Net cash (used in) provided from operating activities | | (13,165) | 11,987 |
| Cash flows from investing activities | | | |
| Interest received | | 411 | 421 |
| Purchase of property and equipment | | (7,619) | (5,860) |
| Payments for intangible assets | | (437) | (332) |
| Insurance proceeds for property and equipment | | 200 | - |
| Proceeds from disposal of property and equipment | | 3,929 | 9,629 |
| Proceeds from sale of Commercial operations | 7 | 14,218 | - |
| Net cash provided from investing activities | | 10,702 | 3,858 |
| Cash flows from financing activities | | | |
| Net (repayments) proceeds of term debt | | 4,195 | 15,732 |
| Dividends paid | | (3,627) | (2,718) |
| Payment of finance lease liabilities | | (3,486) | (3,134) |
| (Payment) receipt of deposits with manufacturers | | (655) | 458 |
| Repayment of debenture payable | | - | (34,500) |
| Purchase of common shares | 10 | (700) | (3,235) |
| Net cash (used in) financing activities | | (4,273) | (27,397) |
| Net decrease in cash and cash equivalents | | (6,736) | (11,552) |
| Effect of foreign currency translation on cash | | 1,044 | 283 |
| Cash and cash equivalents, beginning of period | | 14,502 | 14,542 |
| Cash and cash equivalents, end of period | | \$ 8,810 | \$ 3,273 |

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

1. Reporting Entity

Cervus Equipment Corporation ("Cervus" or the "Company") is an incorporated entity under the Canada Business Corporations Act and is domiciled in Canada. The unaudited condensed interim consolidated financial statements of the Company as at and for the period ended September 30, 2018 are comprised of the Company and its subsidiaries ("the Group").

The Company is primarily involved in the sale, after-sale service and maintenance of agricultural, transportation, and industrial equipment. The Company also provides equipment rental, primarily in the transportation and industrial equipment segments. The Company wholly owns and operates 62 dealerships in Canada, New Zealand, and Australia. The primary equipment brands represented by Cervus include John Deere agricultural equipment; Peterbilt transportation equipment; and Clark, Sellick and Doosan material handling equipment. The common shares of Cervus are listed on the Toronto Stock Exchange and trade under the symbol "CERV".

2. Basis of Preparation

(a) Statement of Compliance

These unaudited condensed interim consolidated financial statements have been prepared in accordance with IAS 34, "Interim Financial Reporting". The unaudited condensed interim consolidated financial information should be read in conjunction with the audited annual consolidated financial statements prepared for the year ended December 31, 2017.

This is the third set of the Company's financial statements where IFRS 15 and IFRS 9 have been applied. Changes to the significant accounting policies are described in Note 3.

The Board of Directors authorized the issue of these unaudited condensed interim consolidated financial statements on November 6, 2018.

(b) Use of Judgments and Estimates

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these unaudited condensed interim consolidated financial statements, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the audited annual consolidated financial statements as at and for the year ended December 31, 2017.

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

3. Changes in Significant Accounting Policies

Except as described below, the accounting policies applied are consistent with those of the audited annual consolidated financial statements prepared for the year ended December 31, 2017. The following changes in accounting policies are also expected to be reflected in the Company's annual financial statements as at and for the year ending December 31, 2018.

(a) Business Segments

On February 26, 2018, the Company announced it had entered into a definitive agreement to sell its Commercial operations, composed of four dealership locations in Calgary, Red Deer, Edmonton, and Fort McMurray, Alberta. The dealerships represent the construction brands Bobcat, CMI and JCB. The sale of the Company's Commercial operations closed on March 16, 2018. The Company continues to report under three operating segments: Agriculture, Transportation, and Industrial.

(b) IFRS 15 Revenue from Contracts with Customers

The Company adopted IFRS 15 Revenue from Contracts with Customers effective January 1, 2018. Revenue from Contracts with Customers, was issued in May 2014 and replaces IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programs, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers and SIC-31 Revenue – Barter Transactions Involving Advertising Services.

The Company has adopted IFRS 15 using the cumulative effective method (without practical expedients), with the effect of initially applying this standard recognized at the date of initial application (i.e. January 1, 2018). Accordingly, the information presented for 2017 has not been restated.

The application of IFRS 15 has not had any significant impact on the recognition of revenue in 2018.

Under IFRS 15, revenue is recognized when a customer obtains control of the goods or services. Determining the timing of the transfer of control, whether at a point in time or over time, requires judgment.

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

3. Changes in Significant Accounting Policies (continued)

(b) IFRS 15 Revenue from Contracts with Customers (continued)

| Type of product/ service | Nature, timing and satisfaction of performance obligations, significant payment terms |
|-------------------------------------|--|
| Equipment Revenue | <p>Revenue is recognized when the customer obtains control of the equipment product. Revenue is not recognized before there are indicators that control has passed, including the customer having: a present obligation to pay, physical possession or legal title, risks and rewards of ownership and accepted the asset. The Company considers a customer has accepted the asset and risks and rewards of ownership when delivery has occurred, required deposits have been received, and a formal contract is signed.</p> <p>For bill-and-hold arrangements, revenue is recognized before delivery when the customer obtains control of the equipment, and Cervus has received payment. Control is transferred to the customer when the reason for the bill-and-hold arrangement is substantive, the Company cannot sell the equipment to another customer, the equipment can be identified separately and is ready for physical transfer to the customer.</p> <p>Invoices are usually payable when financing has been agreed upon along with the signed bill of sale, or within 30 days from the invoice date.</p> |
| Parts Revenue | Parts revenue is recognized when the customer receives the part. Payment is due upon receipt of the invoice, or net 30 days from the invoice date for the Industrial segment. |
| Service Revenue | Service revenue is recognized upon completion of the service work. Payment is due upon receipt of the invoice, or net 30 days from the invoice date for the Industrial segment. |
| Rentals and Operating Lease Revenue | <p>Rentals and operating lease revenue are recorded at the time the service is provided, recognized evenly over the term of the rental or lease agreement with the customer.</p> <p>Payment is due when the rental contract is signed at the beginning of each month, and within 30 days for the Industrial segment.</p> |

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

3. Changes in Significant Accounting Policies (continued)

(c) IFRS 9 Financial Instruments

The Company adopted IFRS 9 Financial Instruments effective January 1, 2018. IFRS 9 relates to the accounting and presentation of financial instruments and applies a principal-based approach to the classification and measurement of financial assets and financial liabilities, including an expected credit loss model for calculating impairment, and includes new requirements for hedge accounting.

The adoption of IFRS 9 has not had a significant impact on the amounts reported in the financial statements.

i. Classification and Measurement of Financial Assets and Financial Liabilities

A financial asset is classified and is measured at: amortised cost; fair value through other comprehensive income (OCI); or fair value through profit or loss. The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are not separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

Trade receivables without a significant financing component are initially measured at the transaction price. Otherwise, a financial asset is initially measured at:

- Fair value; or
- Fair value, plus transaction costs that are directly attributable to its acquisition, for items not at fair value through profit or loss.

Subsequent measurement of financial assets is described below.

| | |
|--|--|
| Financial assets at fair value through profit or loss | These assets are subsequently measured at fair value. Gains and losses, including any interest or dividend income, are recognized in profit or loss. |
| Financial assets at amortised cost | These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss. |
| Debt investments at fair value through OCI | These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss. |
| Equity investments at fair value through OCI | These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss. |

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

3. Changes in Significant Accounting Policies (continued)

(c) IFRS 9 Financial Instruments (continued)

i. Classification and Measurement of Financial Assets and Financial Liabilities (continued)

For the Company, the effect of adopting IFRS 9 on the carrying amounts of financial assets at January 1, 2018 relates solely to the new impairment requirements, as described further below.

The following table and the accompanying notes explain the original measurement categories under IAS 39 and the new measurement categories under IFRS 9 for each class of the Company's financial assets and liabilities as at January 1, 2018. There are no changes in the carrying amounts under IAS 39 and IFRS 9.

| (\$ thousands) | Original Classification Under IAS 39 | New Classification Under IFRS 9 |
|-------------------------------------|---|------------------------------------|
| Financial Assets | | |
| Cash and cash equivalents | Loans and receivable | Amortised cost |
| Trade and other accounts receivable | Loans and receivable | Amortised cost |
| Derivative financial instruments | Held-for-trading | Fair value through profit and loss |
| Other investments | Available for sale | Fair value through profit and loss |
| Other long-term assets | Loans and receivable | Amortised cost |
| Finance lease receivables | Loans and receivable | Amortised cost |
| Financial Liabilities | | |
| Trade and other liabilities | Other liabilities | Other liabilities |
| Floor plan payables | Other liabilities | Other liabilities |
| Term debt | Other liabilities | Other liabilities |
| Derivative financial liability | Held-for-trading | Held-for-trading |
| Finance lease obligation | Other liabilities | Other liabilities |

ii. Impairment of Financial Assets

Under IFRS 9, loss allowances are measured on either of the following bases:

- a) *12-month expected credit losses:* These are expected credit losses that could result from possible default events within the 12 months after the reporting date; and
- b) *Lifetime expected credit losses:* These are expected credit losses that could result from all possible default events over the expected life of a financial instrument.

CERVUS EQUIPMENT CORPORATION

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4. Standards Issued But Not Yet Effective

Certain new or amended standards or interpretations have been issued by the IASB or IFRIC that are required to be adopted in the future periods. The new standards and amendments to existing standards which have not been applied in preparing these unaudited condensed interim consolidated financial statements are:

| Revised Standard | Description | Impact of Application | Effective Date |
|------------------|---|---|---|
| IFRS 16 - Leases | <p>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. IFRS 16 will replace IAS 17 Leases.</p> <p>The new standard requires that for most leases, lessees must initially recognize a lease liability for the obligation to make lease payments and a corresponding right-of-use asset for the right to use the underlying asset for the lease term. There is less impact for lessor accounting under IFRS 16.</p> | <p>The Company intends to adopt IFRS 16 in its financial statements for the annual period beginning on January 1, 2019 and is completing an assessment documenting the potential impact on its consolidated financial statements.</p> <p>Under the application of this standard, the Company's operating lease commitments are expected to be the primary source of changes to the consolidated statements of financial position and the timing of expenses in the consolidated statements of comprehensive income.</p> | Annual periods beginning on or after January 1, 2019. |

5. Seasonality

The Canadian, New Zealand and Australian retailing of agricultural, transportation, and industrial equipment is influenced by seasonality. Sales activity for the Agricultural equipment segment is normally highest between April and September during growing seasons in Canada and July through December in New Zealand and Australia. Sales in the Transportation and Industrial equipment segments are not as heavily impacted by seasonality but do see slower sales activity in the winter months. As a result, profit or losses may not accrue uniformly from quarter to quarter.

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

6. Inventories

| (\$ thousands) | September 30, 2018 | December 31, 2017 |
|--------------------------|-----------------------|----------------------|
| New equipment | \$ 131,300 | \$ 116,016 |
| Used equipment | 166,124 | 128,188 |
| Parts and accessories | 49,448 | 45,188 |
| Work-in-progress | 1,303 | 1,132 |
| Total inventories | \$ 348,175 | \$ 290,524 |

Included in costs of sales are amounts related to inventory write-downs, during the three and nine month periods ended September 30, 2018 and 2017 of \$2,831 thousand (2017 – \$829 thousand) and \$8,617 thousand (2017 – \$2,691 thousand), respectively.

7. Disposal Group Held for Sale

At December 31, 2017, the Company had entered into a definitive agreement to sell its four construction dealerships within the Commercial and Industrial segment, along with the land and building of one dealership location. The Commercial disposal group was classified as held for sale and stated at carrying value at December 31, 2017.

The sale of the Commercial group closed on March 16, 2018, with gross proceeds of \$14,218 thousand resulting in a gain on sale of \$480 thousand. There may be customary post-closing adjustments, which may impact the gain recognized.

The Company reclassified \$2,883 thousand of inventory, originally included in assets held for sale at December 31, 2017, to inventory at March 31, 2018, as a result of an amending agreement where certain inventories were retained by the Company.

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

8. Loans and Borrowings

Pre-Approved Credit Limits and Available Credit Facilities

The Company has various facilities, the amount available under which are limited to the lesser of pre-approved credit limits or the available unencumbered assets. A summary of the Company's maximum pre-approved credit limits on available credit facilities as at September 30, 2018 are as follows:

| (\$ thousands) | September 30, 2018 | | | | December 31, 2017 | | | |
|---|--------------------|----------------|-------------------|------------------|-------------------|------------|-------------------|------------------|
| | Total Limits | Borrowings | Letters of Credit | Amount Available | Total Limits | Borrowings | Letters of Credit | Amount Available |
| Operating and other bank credit facilities | 101,841 | 31,054 | 2,400 | 68,387 | 101,925 | 25,589 | 2,400 | 73,936 |
| Capital facilities ^(a) | | 10,121 | | | | 12,082 | | |
| Floor plan facilities and rental equipment term loan financing ^(b) | | 164,767 | | | | 133,119 | | |
| Total borrowing | | 205,942 | | | | 170,790 | | |
| Total current portion long term debt | | (7,976) | | | | (11,122) | | |
| Total inventory floor plan facilities | | (158,463) | | | | (125,573) | | |
| Term debt held for sale | | - | | | | (1,530) | | |
| Deferred debt issuance costs | | (240) | | | | (395) | | |
| Total long term debt | | 39,263 | | | | 32,170 | | |

(a) For capital facilities, the amount available under the facilities is limited to the lesser of the pre-approved credit limit of \$55.7 million (December 31, 2017 – \$55.8 million) or the available unencumbered assets which is estimated at \$3.1 million as at September 30, 2018 (December 31, 2017 – \$1.5 million).

(b) For floorplan facilities, the amount available under the facilities is limited to the lesser of the pre-approved credit limit of \$429.8 million (December 31, 2017 – \$453.0 million) or the available unencumbered assets which is estimated at \$46.2 million as at September 30, 2018 (December 31, 2017 – \$28.9 million).

As at September 30, 2018 the Company is in compliance with all of its covenants.

CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements
For the three and nine month periods ended September 30, 2018 and 2017

9. Income Taxes

Tax Expense

| (\$ thousands) | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|--|---|-----------------|--|-----------------|
| | 2018 | 2017 | 2018 | 2017 |
| Current income tax expense | \$ 4,522 | \$ 3,825 | \$ 8,943 | \$ 7,108 |
| Deferred income tax (recovery) expense | (882) | 90 | (1,589) | (44) |
| Income tax expense | \$ 3,640 | \$ 3,915 | \$ 7,354 | \$ 7,064 |

10. Capital and Other Components of Equity

The Company has unlimited authorized share capital without par value for all common shares. All issued common shares have been fully paid.

Share Capital

| (thousands) | Number of common shares | Total carrying amount |
|--------------------------------------|----------------------------|--------------------------|
| Balance at January 1, 2017 | 15,750 | \$ 89,863 |
| Issued under the DRIP plan | 48 | 594 |
| Issued under the deferred share plan | 34 | 330 |
| Repurchased under the NCIB | (240) | (3,235) |
| Balance at September 30, 2017 | 15,592 | \$ 87,552 |
| Issued under the DRIP plan | 14 | 184 |
| Issued under the deferred share plan | 69 | 427 |
| Balance at December 31, 2017 | 15,675 | 88,163 |
| Issued under the DRIP plan | 44 | 608 |
| Issued under the deferred share plan | 13 | 123 |
| Repurchased under the NCIB | (52) | (700) |
| Balance at September 30, 2018 | 15,680 | \$ 88,194 |

Normal Course Issuer Bid

On August 21, 2017, the Company announced a Normal Course Issuer Bid (the "August 2017 Bid"), which commenced on August 23, 2017, to purchase up to a maximum of 806 thousand common shares (the "Shares") for cancellation before August 22, 2018. Cervus appointed Raymond James Ltd. as its broker, who conducted the Bid on behalf of the Company. All purchases were made in accordance with the August 2017 Bid at the prevailing market price of the Shares at the time of purchase. This normal course issuer bid expired on August 22, 2018. Prior to expiry, Cervus repurchased and cancelled 292 thousand common shares through the bid at a weighted average price of \$13.44 per share.

On September 10, 2018, the Company announced a Normal Course Issuer Bid (the "September 2018 Bid"), which commenced on September 13, 2018 to purchase up to a maximum of 1,031 thousand common shares (the "Shares") for cancellation before September 12, 2019. Cervus appointed Raymond James Ltd. as its broker, who will conduct the Bid on behalf of the Company. All purchases are to be made in accordance with the September 2018 Bid at the prevailing market price of the Shares at the time of purchase.

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Notes to the Unaudited Condensed Interim Consolidated Financial Statements
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10. Capital and Other Components of Equity (continued)

For the nine months ended September 30, 2018, the Company had repurchased and cancelled 52 thousand common shares at a weighted average price of \$13.48 per share under the August 2017 Bid, and no shares had been repurchased under the September 2018 Bid.

11. Other Income

Other income for the three and nine month periods ended September 30, 2018 and 2017 is comprised of the following:

| (\$ thousands) | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|--|---|-----------------|--|-----------------|
| | 2018 | 2017 | 2018 | 2017 |
| Net (loss) gain on sale of property and equipment ^(b) | \$ (975) | \$ 600 | \$ (446) | \$ 1,486 |
| Gain on sale of Commercial operations | - | - | 480 | - |
| Unrealized foreign exchange gain ^(a) | 730 | 255 | 57 | 1,078 |
| Other income ^(b) | 1,917 | 307 | 2,934 | 464 |
| Total other income | \$ 1,672 | \$ 1,162 | \$ 3,025 | \$ 3,028 |

(a) Unrealized foreign exchange (loss) gain is due to period close translation of accounts payable and floorplan payables denominated in U.S. dollars, and changes in fair value of foreign exchange derivatives.

(b) Total other income for the three and nine months ended September 30, 2018 included a \$3.1 million derecognition of capital assets and inventory items for damage caused by the fire, and related expenses at the Company's agriculture dealership in Rosthern. In addition, the Company accrued insurance recoveries for property and inventory damage, and related expenses associated with the incident of \$3.1 million for the three and nine months ended September 30, 2018, which is included in net other income.

The provisions for derecognition and insurance recoveries are based on management's best estimates as at September 30, 2018. As the assessment of damage is ongoing, the provisions may be subject to changes.

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12. Finance Income and Finance Costs

| (\$ thousands) | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|--|---|------------|--|------------|
| | 2018 | 2017 | 2018 | 2017 |
| Finance income | \$ 131 | \$ 190 | \$ 411 | \$ 421 |
| Interest expense on convertible debenture | - | (260) | - | (1,808) |
| Interest expense on mortgage and term debt obligations | (673) | (507) | (1,296) | (915) |
| Interest expense on financial liabilities | (1,312) | (999) | (4,263) | (3,174) |
| Finance costs | \$ (1,985) | \$ (1,766) | \$ (5,559) | \$ (5,897) |
| Net finance costs recognized separately | (1,565) | (1,274) | (4,257) | (4,372) |
| Net finance costs recognized in cost of sales | (289) | (302) | (891) | (1,104) |
| Total net finance costs | \$ (1,854) | \$ (1,576) | \$ (5,148) | \$ (5,476) |

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13. Earnings per Share

Per Share Amounts

Both basic and diluted income per share have been calculated using the net income attributable to the shareholders of the Company as the numerator. No adjustments to net income were necessary for the three and nine month periods ended September 30, 2018 and 2017.

Weighted Average Number of Common Shares

The weighted average number of shares for the purposes of diluted income per share can be reconciled to the weighted average number of basic shares as follows:

| | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|---|---|---------------|--|---------------|
| | 2018 | 2017 | 2018 | 2017 |
| (\$ thousands) | | | | |
| Issued common shares opening | 15,666 | 15,804 | 15,677 | 15,750 |
| Effect of shares issued under the DRIP plan | 14 | 16 | 25 | 28 |
| Effect of shares issued under the deferred share plan | - | 4 | 9 | 14 |
| Effect of shares repurchased from NCIB | (1) | (32) | (31) | (11) |
| Weighted average number of common shares | 15,679 | 15,792 | 15,680 | 15,781 |

Weighted Average Number of Diluted Shares

The calculation of diluted income per share at September 30, 2018 and 2017 was based on the income attributable to common shareholders and the weighted average number of common shares outstanding. The weighted average number of common shares outstanding after adjustment for the effects of dilutive potential common shares which consist of the following:

| | Three month periods ended September 30 | | Nine month periods ended September 30 | |
|--|---|---------------|--|---------------|
| | 2018 | 2017 | 2018 | 2017 |
| (\$ thousands) | | | | |
| Weighted average number of common shares (basic) | 15,679 | 15,792 | 15,680 | 15,781 |
| Effect of dilutive securities: | | | | |
| Deferred share plan | 819 | 822 | 819 | 822 |
| Weighted average number of shares (diluted) | 16,498 | 16,614 | 16,499 | 16,603 |

CERVUS EQUIPMENT CORPORATION

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14. Supplemental Cash Flow Information

| (\$ thousands) | Nine month periods ended September 30 | |
|---|--|-----------------|
| | 2018 | 2017 |
| Changes in non-cash working capital: | | |
| Inventory | (69,075) | (51,718) |
| Floorplan | 33,230 | 46,949 |
| Trade and other receivables | (17,884) | (14,175) |
| Trade and other liabilities | 30 | 4,029 |
| Total change in non-cash working capital | (53,699) | (14,915) |

The change in non-cash working capital takes into consideration the assets and liabilities held for sale at December 31, 2017. Refer to Note 7 of the audited annual consolidated financial statements prepared for the year ended December 31, 2017 for the assets and liabilities held for sale, related to the sale of the Commercial disposal group.

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15. Segment Information

The Company operates under three segments: Agriculture, Transportation, and Industrial. These segments are managed separately, and strategic decisions are made on the basis of their respective operating results. These three business segments are considered to be the Company's three strategic business units. The three business segments offer different products and services and are managed separately as they operate in different markets and require separate strategies. For each of the strategic business units, the Company's key decision makers review internal management reports on a monthly basis.

Each of these business segment operations are supported by a single shared corporate services office. Certain shared corporate office expenses are allocated to the business segments under either specific identification approach or a usage based metric. The corporate office also incurs certain costs which are considered as public company costs, and are allocated to the segments based on the gross margin of the respective Canadian operations. Total corporate related expenditures, excluding income taxes, that have been allocated for the three and nine month periods ended September 30, 2018 are \$819 thousand and \$2,299 thousand, respectively (2017 – \$1,074 thousand and \$3,653 thousand).

The following is a summary of financial information for each of the reportable segments.

| (\$ thousands) | Agricultural Equipment | Transportation Equipment | Industrial Equipment | Total |
|--|---------------------------|-----------------------------|-------------------------|--------------|
| Segmented income figures | | | | |
| Three months ended September 30, 2018 | | | | |
| Revenue | | | | |
| Equipment sales | \$ 243,406 | \$ 60,523 | \$ 6,321 | \$ 310,250 |
| Parts | 29,776 | 23,828 | 2,907 | 56,511 |
| Service | 11,734 | 7,602 | 2,867 | 22,203 |
| Rentals | 651 | 1,598 | 1,286 | 3,535 |
| Total revenue | \$ 285,567 | \$ 93,551 | \$ 13,381 | \$ 392,499 |
| Depreciation and amortization | 1,825 | 1,197 | 458 | 3,480 |
| Finance income | 102 | 36 | (7) | 131 |
| Finance expense including amounts in costs of sales | (962) | (977) | (46) | (1,985) |
| Income for the period before income tax | 13,297 | 2,445 | 78 | 15,820 |
| Capital additions, including finance leases | 2,587 | 682 | 214 | 3,483 |
| Nine months ended September 30, 2018 | | | | |
| Revenue | | | | |
| Equipment sales | \$ 614,240 | \$ 180,483 | \$ 23,040 | \$ 817,763 |
| Parts | 73,231 | 71,815 | 11,245 | 156,291 |
| Service | 31,272 | 23,401 | 9,639 | 64,312 |
| Rentals | 2,924 | 4,919 | 3,580 | 11,423 |
| Total revenue | \$ 721,667 | \$ 280,618 | \$ 47,504 | \$ 1,049,789 |
| Depreciation and amortization | 5,363 | 4,551 | 1,428 | 11,342 |
| Finance income | 271 | 114 | 26 | 411 |
| Finance expense including amounts in costs of sales | (2,512) | (2,899) | (148) | (5,559) |
| Income for the period before income tax | 22,905 | 4,484 | 1,513 | 28,902 |
| Capital additions, including finance leases | 6,230 | 1,518 | 609 | 8,357 |
| Segmented assets and liabilities as at September 30, 2018 | | | | |
| Reportable segment assets | \$ 354,082 | \$ 158,920 | \$ 36,717 | \$ 549,719 |
| Intangible assets | 21,441 | 11,244 | 4,106 | 36,791 |
| Goodwill | 15,536 | 2,546 | 667 | 18,749 |
| Reportable segment liabilities | 194,708 | 98,395 | 14,797 | 307,900 |

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15. Segment Information (continued)

| (\$ thousands) | Agricultural Equipment | Transportation Equipment | Industrial Equipment | Total |
|--|---------------------------|-----------------------------|-------------------------|------------|
| Segmented income figures | | | | |
| Three months ended September 30, 2017 | | | | |
| Revenue | | | | |
| Equipment sales | \$ 223,990 | \$ 40,848 | \$ 12,410 | 277,248 |
| Parts | 31,801 | 20,991 | 5,170 | 57,962 |
| Service | 10,942 | 6,943 | 3,579 | 21,464 |
| Rentals | 863 | 1,509 | 1,042 | 3,414 |
| Total revenue | \$ 267,596 | \$ 70,291 | \$ 22,201 | \$ 360,088 |
| Share of loss of equity accounted investees | - | - | - | - |
| Depreciation and amortization | 1,709 | 1,194 | 651 | 3,554 |
| Finance income | 159 | 27 | 4 | 190 |
| Finance expense including amounts in costs of sales | (947) | (721) | (98) | (1,766) |
| Income for the period before income tax | 13,412 | (963) | 919 | 13,368 |
| Capital additions, including finance leases | 2,688 | 150 | 83 | 2,921 |
| Nine months ended September 30, 2017 | | | | |
| Revenue | | | | |
| Equipment sales | \$ 540,599 | \$ 132,536 | \$ 39,501 | 712,636 |
| Parts | 74,116 | 69,905 | 17,176 | 161,197 |
| Service | 30,319 | 21,878 | 10,667 | 62,864 |
| Rentals | 3,308 | 5,512 | 3,042 | 11,862 |
| Total revenue | \$ 648,342 | \$ 229,831 | \$ 70,386 | \$ 948,559 |
| Depreciation and amortization | 5,185 | 3,907 | 1,975 | 11,067 |
| Finance income | 303 | 85 | 33 | 421 |
| Finance expense including amounts in costs of sales | (2,941) | (2,473) | (483) | (5,897) |
| Income for the period before income tax | 20,844 | (143) | 2,548 | 23,249 |
| Capital additions, including finance leases | 4,911 | 634 | 315 | 5,860 |
| Segmented assets and liabilities as at September 30, 2017 | | | | |
| Reportable segment assets | \$ 335,494 | \$ 124,310 | \$ 53,330 | \$ 513,134 |
| Intangible assets | 24,353 | 12,288 | 6,466 | 43,107 |
| Goodwill | 15,744 | 2,547 | 2,193 | 20,484 |
| Reportable segment liabilities | 189,424 | 75,309 | 25,065 | 289,798 |

The Company primarily operates in Canada, but includes subsidiaries in Australia (Cervus Australia Pty Ltd.) and in New Zealand (Cervus NZ Equipment Ltd.), which together operate 15 agricultural equipment dealerships. Gross revenues for the three and nine month periods ended September 30, 2018 for the New Zealand and Australian territories were \$54,735 thousand and \$139,899 thousand, respectively (2017 – \$46,115 thousand and \$119,427 thousand). Non-current assets for New Zealand and Australia as at September 30, 2018 were \$18,591 thousand (2017 – \$20,024 thousand). The Australia and New Zealand operations are included in the Agricultural Segment.

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Notes to the Unaudited Condensed Interim Consolidated Financial Statements
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16. Commitments and Contingencies

The Company is a defendant and plaintiff in various legal actions that arise in the normal course of business. The Company believes that any liabilities that might arise pertaining to such matters would not have a material effect on its consolidated financial position.

Financing Arrangements

John Deere Credit Inc. ("Deere Credit") and other financing companies provide financing to certain of the Company's customers. A portion of this financing is with recourse to the Company if the amounts are uncollectible. At September 30, 2018 payments in arrears by such customers aggregated \$675 thousand (2017 – \$414 thousand).

In addition, the Company is responsible for assuming all lease obligations held by its customers with Deere Credit and other financing companies through recourse arrangements for the net residual value of the lease outstanding at the maturity of the contract. At September 30, 2018, the net residual value of such leases aggregated \$291,869 thousand (2017 – \$261,137 thousand). Management believes that the potential liability in relation to the amounts outstanding is negligible and consequently, no accrual has been made in these financial statements in relation to any potential loss on assumed lease obligations.

17. Subsequent Event

Subsequent to September 30, 2018 and prior to November 6, 2018, the Company repurchased 103,245 common shares under the Normal Course Issuer Bid initiated on September 13, 2018, with a weighted average price per share of \$13.03.