

Unaudited Condensed Interim  
Consolidated Financial  
Statements of

**CERVUS EQUIPMENT  
CORPORATION**

For the three and nine month periods ended September 30, 2019 and 2018

## CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statements of Financial Position  
As at September 30, 2019 and December 31, 2018

(\$ thousands)	Note	September 30, 2019	December 31, 2018
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents		\$ 7,146	\$ 6,106
Trade and other accounts receivable		69,451	71,969
Inventories	5	373,649	328,186
<b>Total current assets</b>		<b>450,246</b>	<b>406,261</b>
<b>Non-current assets</b>			
Other long-term assets		14,050	9,375
Property and equipment		56,950	58,328
Right-of-use assets	3	82,202	-
Intangible assets		38,887	42,640
Goodwill	6	22,788	21,624
<b>Total non-current assets</b>		<b>214,877</b>	<b>131,967</b>
<b>Total assets</b>		<b>\$ 665,123</b>	<b>\$ 538,228</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other liabilities		\$ 77,117	\$ 77,712
Floor plan payables	7	211,911	157,615
Current portion of term debt	7	11,204	13,964
Current portion of finance lease obligation	3	9,456	3,770
<b>Total current liabilities</b>		<b>309,688</b>	<b>253,061</b>
<b>Non-current liabilities</b>			
Term debt	7	31,621	25,123
Finance lease obligation	3	84,091	7,501
Deferred income tax liability	8	6,981	8,843
<b>Total non-current liabilities</b>		<b>122,693</b>	<b>41,467</b>
<b>Total liabilities</b>		<b>432,381</b>	<b>294,528</b>
<b>Equity</b>			
Shareholders' capital	9	83,526	86,540
Deferred share plan		9,532	8,693
Other reserves		5,195	5,195
Accumulated other comprehensive (loss) income		(2,318)	506
Retained earnings		136,807	142,766
<b>Total equity</b>		<b>232,742</b>	<b>243,700</b>
<b>Total liabilities and equity</b>		<b>\$ 665,123</b>	<b>\$ 538,228</b>

Approved by the Board:

"Peter Lacey" Director

"Wendy Henkelman" Director

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

## CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statements of Comprehensive (Loss) Income  
For the three and nine month periods ended September 30, 2019 and 2018

(\$ thousands)	Note	Three month periods ended September 30		Nine month periods ended September 30	
		2019	2018	2019	2018
<b>Revenue</b>					
Equipment sales		\$ 228,637	\$ 310,250	\$ 634,342	\$ 817,763
Parts		61,197	56,511	165,737	156,291
Service		23,061	21,270	65,643	61,865
Rentals and other		4,187	4,467	13,763	13,870
Total revenue		317,082	392,498	879,485	1,049,789
Cost of sales		(274,235)	(332,617)	(747,035)	(892,710)
<b>Gross profit</b>		42,847	59,881	132,450	157,079
Other income	10	766	1,672	3,261	3,025
Selling, general and administrative expense		(42,499)	(44,169)	(128,017)	(129,511)
<b>Income from operating activities</b>		1,114	17,384	7,694	30,593
Finance income		176	131	535	411
Finance costs		(3,598)	(1,696)	(9,868)	(4,668)
Net finance costs	11	(3,422)	(1,565)	(9,333)	(4,257)
Share of profit of equity accounted investees, net of income tax		-	-	-	124
<b>(Loss) income before income tax expense</b>		(2,308)	15,819	(1,639)	26,460
Income tax recovery (expense)	8	633	(3,640)	69	(6,714)
<b>(Loss) income for the period</b>		(1,675)	12,179	(1,570)	19,746
<b>Other comprehensive (loss) income</b>					
Foreign currency translation differences for foreign operations, net of tax		(1,584)	(1,497)	(2,824)	(1,573)
<b>Total comprehensive (loss) income for the period</b>		(3,259)	10,682	(4,394)	18,173
<b>Net (loss) income per share:</b>					
Basic	12	\$ (0.11)	\$ 0.78	\$ (0.10)	\$ 1.26
Diluted	12	\$ (0.11)	\$ 0.74	\$ (0.10)	\$ 1.20

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, 2019 and 2018

<b>Attributable to Equity Holders of the Company</b>							
(\$ thousands)	Note	Share capital	Deferred share plan	Other reserves	Cumulative translation account	Retained earnings	Total
<b>Balance December 31, 2017</b>		<b>\$ 88,163</b>	<b>\$ 7,455</b>	<b>\$ 5,195</b>	<b>\$ 191</b>	<b>\$ 124,249</b>	<b>\$ 225,253</b>
<b>Comprehensive income for the period</b>							
Profit		-	-	-	-	19,746	19,746
<b>Other comprehensive income</b>							
Foreign currency translation adjustments, net of tax		-	-	-	(1,573)	-	(1,573)
Total comprehensive income for the period		-	-	-	(1,573)	19,746	18,173
<b>Transactions with owners, recorded directly in equity</b>							
Dividends to equity holders		-	-	-	-	(4,701)	(4,701)
Shares issued through DRIP		608	-	-	-	-	608
Shares issued through deferred share plan		123	(123)	-	-	-	-
Share-based payment transactions		-	1,384	-	-	-	1,384
Common shares repurchased		(700)	-	-	-	-	(700)
Transactions with owners		31	1,261	-	-	(4,701)	(3,409)
<b>Balance September 30, 2018</b>		<b>\$ 88,194</b>	<b>\$ 8,716</b>	<b>\$ 5,195</b>	<b>\$ (1,382)</b>	<b>\$ 139,294</b>	<b>\$ 240,017</b>
<b>Balance December 31, 2018</b>		<b>\$ 86,540</b>	<b>\$ 8,693</b>	<b>\$ 5,195</b>	<b>\$ 506</b>	<b>\$ 142,766</b>	<b>\$ 243,700</b>
Balance at January 1, 2019, as previously reported		86,540	8,693	5,195	506	142,766	243,700
Impact of change in accounting policy	3	-	-	-	-	690	690
<b>Adjusted balances at January 1, 2019</b>		<b>\$ 86,540</b>	<b>\$ 8,693</b>	<b>\$ 5,195</b>	<b>\$ 506</b>	<b>\$ 143,456</b>	<b>\$ 244,390</b>
<b>Comprehensive loss for the period</b>							
Loss		-	-	-	-	(1,570)	(1,570)
<b>Other comprehensive loss</b>							
Foreign currency translation adjustments, net of tax		-	-	-	(2,824)	-	(2,824)
Total comprehensive loss for the period		-	-	-	(2,824)	(1,570)	(4,394)
<b>Transactions with owners, recorded directly in equity</b>							
Dividends to equity holders	9	-	-	-	-	(5,079)	(5,079)
Shares issued through DRIP	9	661	-	-	-	-	661
Shares issued through deferred share plan	9	266	(266)	-	-	-	-
Share-based payment transactions		-	1,105	-	-	-	1,105
Common shares repurchased	9	(3,941)	-	-	-	-	(3,941)
Transactions with owners		(3,014)	839	-	-	(5,079)	(7,254)
<b>Balance September 30, 2019</b>		<b>\$ 83,526</b>	<b>\$ 9,532</b>	<b>\$ 5,195</b>	<b>\$ (2,318)</b>	<b>\$ 136,807</b>	<b>\$ 232,742</b>

## CERVUS EQUIPMENT CORPORATION

Unaudited Condensed Interim Consolidated Statement of Cash Flows  
For the nine month periods ended September 30, 2019 and 2018

(\$ thousands)	Note	Nine month periods ended September 30	
		2019	2018
<b>(Loss) income for the period</b>		\$ (1,570)	\$ 19,746
Adjustments for:			
Income tax (recovery) expense	8	(69)	6,714
Depreciation		14,486	8,173
Amortization of intangibles		3,671	3,169
Equity-settled share-based payment transactions		1,105	1,384
Net finance costs	11	10,051	5,148
Unrealized foreign exchange (gain)	10	(1,016)	(57)
Non-cash write-down of inventories	5	13,510	8,617
(Gain) on sale of property and equipment	10	(581)	(760)
(Gain) on sale of Commercial operations	10	-	(480)
Loss on de-recognition of Rosthern capital assets	10	-	1,206
Share of (profit) of equity accounted investees, net of tax		-	(124)
Change in non-cash working capital	13	(578)	(51,257)
Cash provided from (used in) operating activities		39,009	1,479
Cash taxes paid		(7,752)	(9,089)
Interest paid		(10,586)	(5,555)
<b>Net cash provided from (used in) operating activities</b>		20,671	(13,165)
<b>Cash flows from investing activities</b>			
Interest received		535	411
Purchase of property and equipment		(14,436)	(7,619)
Proceeds from (payments for) intangible assets and goodwill		729	(437)
Insurance proceeds for property and equipment		-	200
Proceeds from disposal of property and equipment		1,708	3,929
Proceeds from sale of Commercial operations		-	14,218
<b>Net cash (used in) provided from investing activities</b>		(11,464)	10,702
<b>Cash flows from financing activities</b>			
Net proceeds from term debt		4,569	4,195
Dividends paid		(4,290)	(3,627)
(Payment) of finance lease liabilities		(5,732)	(3,486)
Receipt (payment) of deposits with manufacturers		388	(655)
Purchase of common shares	9	(3,941)	(700)
<b>Net cash (used in) financing activities</b>		(9,006)	(4,273)
Increase (decrease) in cash and cash equivalents		201	(6,736)
Effect of foreign currency translation on cash		839	1,044
Cash and cash equivalents, beginning of period		6,106	14,502
Cash and cash equivalents, end of period		\$ 7,146	\$ 8,810

## **CERVUS EQUIPMENT CORPORATION**

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

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### **1. Reporting Entity**

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Cervus Equipment Corporation ("Cervus" or the "Company") is an incorporated entity under the Canada Business Corporations Act and is domiciled in Canada. The registered office of the Company is situated at 5201 – 333, 96<sup>th</sup> Avenue N.E., Calgary, Alberta, Canada, T3K 0S3. The unaudited condensed interim consolidated financial statements of the Company as at and for the period ended September 30, 2019, comprise 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 63 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, Doosan, JLG, and Baumann 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**

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#### **(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 financial information should be read in conjunction with the audited annual consolidated financial statements prepared for the year ended December 31, 2018.

This is the third set of the Company's financial statements where IFRS 16 has 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, 2019.

#### **(b) Use of Judgements 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, 2018.

#### **(c) Comparative Figures**

The comparative figures for 2018 include an adjustment relating to the first quarter of 2018. The adjustment results in an increase to cost of sales of \$2.4 million, resulting in a reduction to income tax expense of \$0.6 million. The change in the comparative balance sheet was a decrease in inventory of \$2.4 million, a decrease in income tax payable of \$0.6 million and a decrease in retained earnings of \$1.8 million.

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

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### 3. Changes in Significant Accounting Policies

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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, 2018. The following changes in accounting policies will also be reflected in the Company's annual financial statements as at and for the year ended December 31, 2019.

#### **IFRS 16 Leases**

The Company adopted IFRS 16 *Leases* effective January 1, 2019. IFRS 16 replaces existing lease guidance, including IAS 17 Lease, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases – Incentives and SIC 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.

The Company has adopted IFRS 16 using the modified retrospective approach, with the cumulative effect of initially applying this standard recognized in retained earnings on the date of initial application (i.e., January 1, 2019). Accordingly, the comparative information has not been restated, and continues to be reported under IAS 17 and IFRIC 4. The details of the changes in accounting policies are described below.

#### **(a) Definition of a Lease**

Previously, the Company determined at contract inception whether an arrangement is or contains a lease under IFRIC 4. Under IFRS 16, the Company assesses whether a contract is or contains a lease based on the definition of a lease under this standard. Under IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

On transition to IFRS 16, the Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. It applied IFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under IAS 17 and IFRIC 4 were not reassessed for whether there is a lease. Therefore, the definition of a lease under IFRS 16 was applied only to contracts entered into or changed on or after January 1, 2019.

#### **(b) Leases in which the Company is Lessee**

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under IFRS 16, the Company recognizes right-of-use assets and lease liabilities for most leases – i.e., these leases are on-balance sheet.

The Company decided to apply recognition exemptions to short-term leases of buildings, and leases of low-value office equipment. For leases of all other assets, which were classified as operating under IAS 17, the Company recognized right-of-use assets and lease liabilities.

#### *i. Leases classified as Operating Leases under IAS 17*

At transition, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Company's incremental borrowing rate as at January 1, 2019. Right-of-use assets are measured at the amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

### 3. Changes in Significant Accounting Policies (continued)

#### (b) Leases in which the Company is Lessee (continued)

##### i. Leases classified as Operating Leases under IAS 17 (continued)

The Company used the following practical expedients when applying IFRS 16 to leases previously classified as operating leases under IAS 17.

- Applied a single discount rate to a portfolio of leases with similar characteristics.
- Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term.
- Excluded initial direct costs from measuring the right-of-use asset at the date of initial application.
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

##### ii. Leases previously classified as Finance Leases under IAS 17

For leases that were classified as finance leases under IAS 17, the carrying amount of the right-of-use asset and the lease liability at January 1, 2019 are determined at the carrying amount of the lease asset and lease liability under IAS 17 immediately before that date.

#### (c) Leases in which the Company is Lessor

The Company is not required to make any adjustments on transition to IFRS 16 for leases in which it acts as a lessor, except for certain sub-leases. The Company accounted for its leases in accordance with IFRS 16 from the date of initial application.

Under IFRS 16, the Company is required to assess the classification of a sub-lease with reference to the right-of-use asset, not the underlying asset. On transition, the Company reassessed the classification of its sub-lease contracts previously classified as operating leases under IAS 17. The Company concluded that certain sub-leases are finance leases under IFRS 16.

#### (d) Impacts on Financial Statements

On transition to IFRS 16, the Company recognized \$84 million of right-of-use assets and \$84 million of lease liabilities.

When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate applicable to the assets at January 1, 2019. The weighted average rate applied is 8%.

\$ thousands	January 1, 2019
Operating lease commitment at December 31, 2018 as disclosed in the Company's consolidated financial statements	\$ 130,584
Discounted using the incremental borrowing rate at January 1, 2019	(57,446)
<b>Finance lease liabilities recognized as at January 1, 2019</b>	<b>\$ 73,138</b>
Recognition exemption for:	
Leases of low-value assets	(25)
Extension options reasonably certain to be exercised	11,116
<b>Lease liabilities recognized as at January 1, 2019</b>	<b>\$ 84,229</b>



## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

### 3. Changes in Significant Accounting Policies (continued)

#### (d) Impacts on Financial Statements (continued)

The associated right-of-use assets for property leases were measured at the amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the statement of financial position as at December 31, 2018. There were no onerous contracts that would have required an adjustment to the right-of-use assets at the date of initial application.

The recognized right-of-use assets relate to the following types of assets:

\$ thousands	September 30, 2019	January 1, 2019
Buildings	\$ 80,122	\$ 82,748
Motor vehicles	1,984	1,341
Office equipment	96	140
<b>Total right-of-use assets</b>	<b>\$ 82,202</b>	<b>\$ 84,229</b>

### 4. 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.

### 5. Inventories

(\$ thousands)	September 30, 2019	December 31, 2018
New equipment	\$ 165,930	\$ 114,667
Used equipment	153,049	161,703
Parts and accessories	53,108	50,285
Work-in-progress	1,562	1,531
<b>Total inventories</b>	<b>\$ 373,649</b>	<b>\$ 328,186</b>

Included in costs of sales are amounts related to inventory write-downs, during the three and nine month periods ended September 30, 2019 and 2018 of \$9.3 million (2018 – \$2.8 million) and \$14 million (2018 - \$8.6 million), respectively.

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

### 6. Goodwill

The movements in the net carrying amount of goodwill are as follows:

(\$ thousands)	
<b>Balance at January 1, 2018</b>	\$ 18,880
Additions through business acquisition	2,722
Impact of translation of goodwill held in foreign currencies	22
<b>Balance at December 31, 2018</b>	\$ 21,624
Valuation adjustment on business combination	1,418
Impact of translation of goodwill held in foreign currencies	(254)
<b>Balance at September, 2019</b>	<b>\$ 22,788</b>

During the nine months ended September 30, 2019, the Company had an adjustment to goodwill on the final holdback payments for the acquisition of Deermart Equipment Sales Ltd.

### 7. 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, 2019, are as follows:

(\$ thousands)	September 30, 2019				December 31, 2018			
	Total Limits	Borrowings	Letters of Credit	Amount Available	Total Limits	Borrowings	Letters of Credit	Amount Available
Operating and other bank credit facilities	122,609	25,536	2,451	94,622	122,867	21,071	2,400	99,396
Capital facilities	(a)	9,485				9,942		
Floor plan facilities and rental equipment term loan financing	(b)	220,110				166,219		
<b>Total borrowing</b>		<b>255,131</b>				<b>197,232</b>		
Total current portion long term debt		(11,204)				(13,964)		
Total inventory floor plan facilities		(211,911)				(157,615)		
Deferred debt issuance costs		(395)				(530)		
<b>Total long term debt</b>		<b>31,621</b>				<b>25,123</b>		

- (a) For capital facilities, the additional amount available under the facilities is limited to the lesser of the pre-approved credit limit of \$9.5 million (December 31, 2018 - \$9.9 million) or the available unencumbered assets which is estimated at \$6.9 million as at September 30, 2019 (December 31, 2018 - \$2.4 million).
- (b) For floorplan facilities, the additional amount available under the facilities is limited to the lesser of the pre-approved credit limit of \$419 million (December 31, 2018 - \$418 million) or the available unencumbered assets which is estimated at \$19 million as at September 30, 2019 (December 31, 2018 - \$34 million).

As at September 30, 2019, the Company is in compliance with all its covenants.

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

### 8. Income Taxes

#### *Tax (Recovery) Expense*

(\$ thousands)	Three month periods ended September 30		Nine month periods ended September 30	
	2019	2018	2019	2018
Current income tax expense	\$ 77	\$ 4,522	\$ 1,609	\$ 8,303
Deferred income tax (recovery)	(710)	(882)	(1,678)	(1,589)
<b>Income tax (recovery) expense</b>	<b>\$ (633)</b>	<b>\$ 3,640</b>	<b>\$ (69)</b>	<b>\$ 6,714</b>

The recent corporate tax rate decrease in Alberta for current and future periods that was enacted in the second quarter resulted in a decrease in the deferred income tax expense. The estimated impact of the corporate tax rate decrease on deferred tax expense for the nine months ended September 30, 2019 was \$0.5 million.

### 9. 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
<b>Balance at January 1, 2018</b>	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)
<b>Balance at September 30, 2018</b>	15,680	\$ 88,194
Issued under the DRIP plan	8	102
Issued under the deferred share plan	17	153
Repurchased under the NCIB	(146)	(1,909)
<b>Balance at December 31, 2018</b>	15,559	86,540
Issued under the DRIP plan	55	661
Issued under the deferred share plan	23	266
Repurchased under the NCIB	(310)	(3,941)
<b>Balance at September 30, 2019</b>	<b>15,327</b>	<b>\$ 83,526</b>

#### *Normal Course Issuer Bid*

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 1.0 million common shares (the "Shares") for cancellation before September 12, 2019. Cervus appointed Raymond James Ltd. as its broker, to conduct the Bid on behalf of the Company. All purchases were made in accordance with the September 2018 Bid at the prevailing market price of the Shares at the time of purchase. This normal course issuer bid expired on September 12, 2019. Prior to expiry Cervus repurchased and cancelled 0.5 million common shares through the bid at a weighted average price of \$12.78 per share.

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
For the three and nine month periods ended September 30, 2019 and 2018

### 9. Capital and Other Components of Equity (continued)

#### *Normal Course Issuer Bid (continued)*

On September 10, 2019, the Company announced a Normal Course Issuer Bid (the "Bid"), which commenced on September 16, 2019, to purchase up to a maximum of 1.1 million common shares (the "Shares") for cancellation before September 15, 2020. Cervus appointed Raymond James Ltd. as its broker, to conduct the Bid on behalf of the Company. All purchases are to be made in accordance with the September 2019 Bid at the prevailing market price of the Shares at the time of purchase.

For the nine months ended September 30, 2019, the Company had repurchased and cancelled 0.3 million common shares at a weighted average price of \$12.71 per share under the September 2018 Bid, and no shares had been repurchased under the September 2019 Bid.

### 10. Other Income

Other income for the three and nine month periods ended September 30, 2019 and 2018 is comprised of the following:

(\$ thousands)	Three month periods ended September 30		Nine month periods ended September 30	
	2019	2018	2019	2018
Net gain (loss) on sale of property and equipment	\$ 204	\$ 231	\$ 581	\$ 760
Loss on de-recognition of Rosthern capital assets	-	(1,206)	-	(1,206)
Gain on sale of Commercial operations	-	-	-	480
Unrealized foreign exchange (loss) gain <sup>(a)</sup>	(207)	730	1,016	57
Other income	769	1,917	1,664	2,934
<b>Total other income</b>	<b>\$ 766</b>	<b>\$ 1,672</b>	<b>\$ 3,261</b>	<b>\$ 3,025</b>

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

### 11. Finance Income and Finance Costs

(\$ thousands)	Three month periods ended September 30		Nine month periods ended September 30	
	2019	2018	2019	2018
<b>Finance income</b>	<b>\$ 176</b>	<b>\$ 131</b>	<b>\$ 535</b>	<b>\$ 411</b>
Interest expense on mortgage and term debt obligations	(687)	(673)	(1,866)	(1,296)
Interest expense on financial liabilities	(3,126)	(1,312)	(8,720)	(4,263)
<b>Finance costs</b>	<b>\$ (3,813)</b>	<b>\$ (1,985)</b>	<b>\$ (10,586)</b>	<b>\$ (5,559)</b>
Net finance costs recognized separately	(3,422)	(1,565)	(9,333)	(4,257)
Net finance costs recognized in cost of sales	(215)	(289)	(718)	(891)
<b>Total net finance costs</b>	<b>\$ (3,637)</b>	<b>\$ (1,854)</b>	<b>\$ (10,051)</b>	<b>\$ (5,148)</b>

## CERVUS EQUIPMENT CORPORATION

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
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### 12. Earnings per Share

#### *Per Share Amounts*

Both basic and diluted earnings per share have been calculated using the net earnings attributable to the shareholders of the Company as the numerator. No adjustments to net earnings were necessary for the three and nine month periods ended September 30, 2019 and 2018.

#### **Weighted Average Number of Common Shares**

The weighted average number of shares for the purposes of diluted (loss) earnings per share is as follows:

(\$ thousands)	Three month periods ended September 30		Nine month periods ended September 30	
	2019	2018	2019	2018
Issued common shares opening	15,321	15,666	15,559	15,677
Effect of shares issued under the DRIP plan	15	14	49	25
Effect of shares issued under the deferred share plan	-	-	22	9
Effect of shares repurchased from NCIB	(10)	(1)	(256)	(31)
<b>Weighted average number of common shares</b>	<b>15,326</b>	<b>15,679</b>	<b>15,374</b>	<b>15,680</b>

#### **Weighted Average Number of Diluted Shares**

The calculation of diluted (loss) income per share at September 30, 2019 and 2018 was based on the (loss) 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:

(\$ thousands)	Three month periods ended September 30		Nine month periods ended September 30	
	2019	2018	2019	2018
Weighted average number of common shares (basic)	15,326	15,679	15,374	15,680
Effect of dilutive securities:				
Deferred share plan	-	819	-	819
<b>Weighted average number of shares (diluted)</b>	<b>15,326</b>	<b>16,498</b>	<b>15,374</b>	<b>16,499</b>

All deferred shares of 0.9 million for the three and nine month periods ended September 30, 2019 have been excluded, as they are considered anti-dilutive.

### 13. Supplemental Cash Flow Information

(\$ thousands)	Nine month periods ended September 30	
	2019	2018
<b>Changes in non-cash working capital:</b>		
Inventory	(66,585)	(66,634)
Floorplan	55,928	33,230
Trade and other receivables	5,222	(17,883)
Trade and other liabilities	4,857	30
<b>Total change in non-cash working capital</b>	<b>(578)</b>	<b>(51,257)</b>

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### 14. Segment Information

The Company operates under three segments: Agriculture, Transportation, and Industrial based on the industries which they serve. 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 head office. Certain corporate head office expenses are allocated to the business segments under either specific identification approach or a usage based metric. The corporate head office also incurs certain costs which are considered as public company costs, which are allocated to the segments based on the gross margin of the Canadian operations. Total corporate related expenditures, excluding income taxes, that have been allocated for the three and nine month periods ended September 30, 2019 are \$0.9 million and \$2.8 million, respectively (2018 - \$0.8 million and \$2.3 million).

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

(\$ thousands)	Agricultural Equipment	Transportation Equipment	Industrial Equipment	Total
<b>Segmented income figures</b>				
<b>Three months ended September 30, 2019</b>				
Revenue				
Equipment sales	\$ 175,480	\$ 47,028	\$ 6,129	\$ 228,637
Parts	34,000	24,446	2,751	61,197
Service	12,493	8,037	2,531	23,061
Rentals and other	1,058	979	2,150	4,187
Total revenue	\$ 223,031	\$ 80,490	\$ 13,561	\$ 317,082
Total other income	610	(35)	191	766
Depreciation and amortization	3,996	1,813	914	6,723
Finance income	151	21	4	176
Finance expense including amounts in costs of sales	(2,683)	(1,023)	(107)	(3,813)
(Loss) income for the period before income tax	(2,988)	144	536	(2,308)
Capital additions	5,901	627	317	6,845
<b>Nine months ended September 30, 2019</b>				
Revenue				
Equipment sales	\$ 466,290	\$ 149,191	\$ 18,861	\$ 634,342
Parts	80,791	76,051	8,895	165,737
Service	34,325	24,031	7,287	65,643
Rentals and other	3,697	3,057	7,009	13,763
Total revenue	\$ 585,103	\$ 252,330	\$ 42,052	\$ 879,485
Total other income	1,117	1,533	611	3,261
Depreciation and amortization	10,485	5,036	2,636	18,157
Finance income	373	124	38	535
Finance expense including amounts in costs of sales	(6,845)	(3,322)	(419)	(10,586)
(Loss) income for the period before income tax	(5,760)	2,820	1,301	(1,639)
Capital additions	10,829	2,814	793	14,436
<b>Segmented assets and liabilities as at September 30, 2019</b>				
Reportable segment assets	\$ 448,693	\$ 186,093	\$ 30,337	\$ 665,123
Intangible assets	24,794	10,245	3,848	38,887
Goodwill	19,575	2,546	667	22,788
Reportable segment liabilities	290,515	125,029	16,837	432,381

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### 14. Segment Information (continued)

(\$ thousands)	Agricultural Equipment	Transportation Equipment	Industrial Equipment	Total
<b>Segmented income figures</b>				
<b>Three months ended September 30, 2018</b>				
Revenue				
Equipment sales	\$ 243,406	\$ 60,523	\$ 6,321	310,250
Parts	29,776	23,828	2,907	56,511
Service	11,306	7,602	2,362	21,270
Rentals and other	1,079	1,598	1,790	4,467
Total revenue	\$ 285,567	\$ 93,551	\$ 13,380	\$ 392,498
Total other income	641	917	114	1,672
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	13,298	2,445	76	15,819
Capital additions	2,587	484	214	3,285
<b>Nine months ended September 30, 2018</b>				
Revenue				
Equipment sales	\$ 614,240	\$ 180,483	\$ 23,040	817,763
Parts	73,231	71,815	11,245	156,291
Service	30,463	23,401	8,001	61,865
Rentals and other	3,733	4,919	5,218	13,870
Total revenue	\$ 721,667	\$ 280,618	\$ 47,504	\$ 1,049,789
Total other income (loss)	1,225	752	1,048	3,025
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	20,464	4,484	1,512	26,460
Capital additions	6,230	780	609	7,619
<b>Segmented assets and liabilities as at September 30, 2018</b>				
Reportable segment assets	\$ 351,641	\$ 158,920	\$ 36,717	\$ 547,278
Intangible assets	21,441	11,244	4,106	36,791
Goodwill	15,536	2,546	667	18,749
Reportable segment liabilities	194,341	98,179	14,739	307,259

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, 2019, for the New Zealand and Australian territories were \$43 million and \$132 million, respectively (2018 – \$55 million and \$140 million). Non-current assets for New Zealand and Australia as at September 30, 2019, were \$29 million (2018 – \$19 million). The Australia and New Zealand operations are included in the Agricultural Segment.

## **CERVUS EQUIPMENT CORPORATION**

Notes to the Unaudited Condensed Interim Consolidated Financial Statements  
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### **15. Commitments and Contingencies**

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The Company is a defendant and plaintiff in various other 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, 2019, payments in arrears by such customers aggregated \$1.2 million (2018 - \$0.7 million).

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, 2019, the net residual value of such leases aggregated \$315 million (2018 - \$292 million). 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.