

**ALGOMA CENTRAL CORPORATION** INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the Three and Nine Months Ended September 30, 2020 and 2019



## ALGOMA CENTRAL CORPORATION

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## ALGOMA CENTRAL CORPORATION

### Interim Condensed Consolidated Financial Statements For the Three and Nine Months Ended September 30, 2020 and 2019

Notice of disclosure of no auditor review of interim condensed consolidated financial statements pursuant to National Instrument 51-02, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying interim condensed consolidated financial statements of Algoma Central Corporation for the three and nine months ended September 30, 2020 and 2019 have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting as issued by the International Accounting Standards Board and are the responsibility of the Company's management. The Company's independent auditors have not performed an audit or a review of these interim condensed consolidated financial statements.

## Interim Condensed Consolidated Statement of Earnings

| For the periods ended September 30                          | Notes | Three Months Ended |                  | Nine Months Ended |                  |
|-------------------------------------------------------------|-------|--------------------|------------------|-------------------|------------------|
|                                                             |       | 2020               | 2019             | 2020              | 2019             |
| (unaudited, in thousands of dollars, except per share data) |       |                    |                  |                   |                  |
| Revenue                                                     | 4     | \$ 155,002         | \$ 167,901       | \$ 391,369        | \$ 398,923       |
| Operating expenses                                          |       | (90,118)           | (109,589)        | (271,790)         | (291,938)        |
| Selling, general and administrative                         |       | (6,086)            | (7,491)          | (21,759)          | (23,072)         |
| Depreciation and amortization                               |       | (18,256)           | (19,227)         | (55,711)          | (50,827)         |
| Operating earnings                                          |       | 40,542             | 31,594           | 42,109            | 33,086           |
| Interest expense                                            | 6     | (4,655)            | (5,777)          | (14,831)          | (14,361)         |
| Interest income                                             |       | 71                 | 220              | 297               | 979              |
| Foreign currency gain (loss)                                | 7     | 259                | (372)            | 432               | (976)            |
|                                                             |       | 36,217             | 25,665           | 28,007            | 18,728           |
| Income tax expense                                          | 8     | (6,112)            | (7,758)          | (2,618)           | (1,528)          |
| Net (loss) earnings from investments in joint ventures      | 5     | (7,870)            | 3,142            | (9,038)           | 3,162            |
| <b>Net Earnings</b>                                         |       | <b>\$ 22,235</b>   | <b>\$ 21,049</b> | <b>\$ 16,351</b>  | <b>\$ 20,362</b> |
| Basic earnings per share                                    | 18    | \$ 0.59            | \$ 0.55          | \$ 0.43           | \$ 0.53          |
| Diluted earnings per share                                  | 18    | \$ 0.55            | \$ 0.52          | \$ 0.43           | \$ 0.53          |

See accompanying notes to the interim condensed consolidated financial statements.

## Interim Condensed Consolidated Statement of Comprehensive Earnings

| For the periods ended September 30 (unaudited, in thousands of dollars)                        | Notes | Three Months Ended |                  | Nine Months Ended |               |
|------------------------------------------------------------------------------------------------|-------|--------------------|------------------|-------------------|---------------|
|                                                                                                |       | 2020               | 2019             | 2020              | 2019          |
| Net Earnings                                                                                   |       | \$ 22,235          | \$ 21,049        | \$ 16,351         | \$ 20,362     |
| Other Comprehensive (Loss) Earnings                                                            |       |                    |                  |                   |               |
| Items that may be subsequently reclassified to net earnings:                                   |       |                    |                  |                   |               |
| Unrealized (loss) gain on translation of financial statements of foreign operations            |       | (10,090)           | 5,487            | 12,275            | (12,372)      |
| Unrealized gain (loss) on hedging instruments, net of income tax                               |       | 2,289              | (1,692)          | (5,251)           | 2,713         |
| Foreign exchange gain on purchase commitment hedge reserve, net of income tax, transferred to: |       |                    |                  |                   |               |
| Net earnings                                                                                   |       | (298)              | —                | (298)             | —             |
| Property, plant, and equipment                                                                 |       | 1,005              | —                | 1,005             | —             |
| Items that will not be subsequently reclassified to net earnings:                              |       |                    |                  |                   |               |
| Employee future benefits actuarial gain (loss), net of income tax                              | 16    | 2,163              | (948)            | (24,414)          | (9,813)       |
|                                                                                                |       | (4,931)            | 2,847            | (16,683)          | (19,472)      |
| <b>Comprehensive Earnings (Loss)</b>                                                           |       | <b>\$ 17,304</b>   | <b>\$ 23,896</b> | <b>\$ (332)</b>   | <b>\$ 890</b> |

See accompanying notes to the interim condensed consolidated financial statements.

## Interim Condensed Consolidated Balance Sheet

| As at (unaudited, in thousands of dollars) |  | Notes | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|--|-------|----------------------|---------------------|
| <b>Assets</b>                              |  |       |                      |                     |
| Current                                    |  |       |                      |                     |
| Cash                                       |  |       | \$ 13,508            | \$ 18,865           |
| Accounts receivable                        |  |       | 60,366               | 67,612              |
| Income taxes recoverable                   |  |       | 7,667                | 7,311               |
| Other current assets                       |  | 10    | 18,197               | 20,641              |
|                                            |  |       | 99,738               | 114,429             |
| Property, plant, and equipment             |  | 11    | 878,204              | 856,387             |
| Investments in joint ventures              |  | 5     | 148,835              | 142,794             |
| Goodwill and intangible assets             |  | 12    | 8,629                | 11,194              |
| Employee future benefits                   |  | 16    | —                    | 4,610               |
| Other assets                               |  | 13    | 16,025               | 17,963              |
|                                            |  |       | \$ 1,151,431         | \$ 1,147,377        |
| <b>Liabilities</b>                         |  |       |                      |                     |
| Current                                    |  |       |                      |                     |
| Accounts payable and accrued charges       |  |       | \$ 55,171            | \$ 63,441           |
| Current portion of long-term debt          |  | 17    | 265,473              | 80,076              |
| Income taxes payable                       |  |       | 1,250                | 3,975               |
| Other current liabilities                  |  | 14    | 5,431                | 9,353               |
|                                            |  |       | 327,325              | 156,845             |
| Long-term debt                             |  | 17    | 83,837               | 254,777             |
| Employee future benefits                   |  | 16    | 53,819               | 24,856              |
| Deferred income taxes                      |  |       | 38,581               | 48,480              |
| Other long-term liabilities                |  | 15    | 1,960                | 1,998               |
|                                            |  |       | 178,197              | 330,111             |
| <b>Commitments</b>                         |  |       |                      |                     |
| <b>Shareholders' Equity</b>                |  |       |                      |                     |
| Share capital                              |  | 18    | 8,110                | 8,115               |
| Contributed surplus                        |  |       | 996                  | 1,184               |
| Convertible debentures                     |  |       | 2,309                | 2,309               |
| Accumulated other comprehensive loss       |  | 19    | (18,219)             | (25,950)            |
| Retained earnings                          |  |       | 652,713              | 674,763             |
|                                            |  |       | 645,909              | 660,421             |
|                                            |  |       | \$ 1,151,431         | \$ 1,147,377        |

See accompanying notes to the interim condensed consolidated financial statements.

## Interim Condensed Consolidated Statement of Changes in Equity

| (unaudited, in thousands of dollars)         | Share Capital<br>(Note 18) | Contributed<br>Surplus and<br>Convertible<br>Debentures | Accumulated<br>Other<br>Comprehensive<br>Loss<br>(Note 19) | Retained<br>Earnings | Total<br>Equity   |
|----------------------------------------------|----------------------------|---------------------------------------------------------|------------------------------------------------------------|----------------------|-------------------|
| Balance at December 31, 2018                 | \$ 8,240                   | \$ 11,148                                               | \$ (10,845)                                                | \$ 694,012           | \$ 702,555        |
| Net earnings                                 | —                          | —                                                       | —                                                          | 20,362               | 20,362            |
| Dividends                                    | —                          | —                                                       | —                                                          | (40,290)             | (40,290)          |
| Repurchase and cancellation of common shares | (54)                       | (3,290)                                                 | —                                                          | —                    | (3,344)           |
| Share-based compensation                     | —                          | 129                                                     | —                                                          | —                    | 129               |
| Other comprehensive loss                     | —                          | —                                                       | (9,659)                                                    | (9,813)              | (19,472)          |
| <b>Balance at September 30, 2019</b>         | <b>\$ 8,186</b>            | <b>\$ 7,987</b>                                         | <b>\$ (20,504)</b>                                         | <b>\$ 664,271</b>    | <b>\$ 659,940</b> |
| Balance at December 31, 2019                 | \$ 8,115                   | \$ 3,493                                                | \$ (25,950)                                                | \$ 674,763           | \$ 660,421        |
| Net earnings                                 | —                          | —                                                       | —                                                          | 16,351               | 16,351            |
| Dividends                                    | —                          | —                                                       | —                                                          | (13,987)             | (13,987)          |
| Repurchase and cancellation of common shares | (5)                        | (299)                                                   | —                                                          | —                    | (304)             |
| Share-based compensation                     | —                          | 111                                                     | —                                                          | —                    | 111               |
| Other comprehensive earnings (loss)          | —                          | —                                                       | 7,731                                                      | (24,414)             | (16,683)          |
| <b>Balance at September 30, 2020</b>         | <b>\$ 8,110</b>            | <b>\$ 3,305</b>                                         | <b>\$ (18,219)</b>                                         | <b>\$ 652,713</b>    | <b>\$ 645,909</b> |

See accompanying notes to the interim condensed consolidated financial statements.

# Interim Condensed Consolidated Statement of Cash Flows

| For the nine months ended September 30 (unaudited, in thousands of dollars) | Notes | 2020             | 2019             |
|-----------------------------------------------------------------------------|-------|------------------|------------------|
| <b>Net Inflow (Outflow) of Cash Related to the Following Activities</b>     |       |                  |                  |
| <b>Operating</b>                                                            |       |                  |                  |
| Net earnings                                                                |       | \$ 16,351        | \$ 20,362        |
| Net loss (earnings) from investments in joint ventures                      | 5     | 9,038            | (3,162)          |
| Items not affecting cash                                                    |       |                  |                  |
| Depreciation and amortization                                               |       | 55,711           | 50,827           |
| Gain on sale of assets                                                      |       | —                | (1,896)          |
| Other                                                                       |       | 18,565           | 17,795           |
| Net change in non-cash working capital                                      |       | 3,151            | (6,268)          |
| Income taxes paid, net of amounts received                                  |       | (6,442)          | 246              |
| Employee future benefits paid                                               |       | (2,064)          | (1,815)          |
| Net cash generated from operating activities                                |       | 94,310           | 76,089           |
| <b>Investing</b>                                                            |       |                  |                  |
| Additions to property, plant, and equipment                                 | 20    | (64,930)         | (206,350)        |
| Cancellation refunds received                                               |       | —                | 66,242           |
| Distributions received from joint ventures                                  | 5     | —                | 2,078            |
| Investment in joint ventures                                                | 5     | —                | (8,011)          |
| Compensation payments to other pool members for retired vessels             |       | (3,473)          | (5,382)          |
| Progress payments for shipbuilding contracts                                |       | (11,161)         | (3,553)          |
| Interest received                                                           |       | 933              | 1,192            |
| Proceeds on sale of property, plant, and equipment                          |       | —                | 1,968            |
| Net cash used in investing activities                                       |       | (78,631)         | (148,556)        |
| <b>Financing</b>                                                            |       |                  |                  |
| Interest paid                                                               |       | (14,746)         | (14,496)         |
| Proceeds of long-term debt                                                  |       | 119,501          | 163,907          |
| Repayments on long-term debt                                                |       | (110,798)        | (31,653)         |
| Repurchase of common shares                                                 | 18    | (277)            | (3,454)          |
| Dividends paid                                                              |       | (13,639)         | (39,302)         |
| Net cash (used in) generated from financing activities                      |       | (19,959)         | 75,002           |
| Net change in cash                                                          |       | (4,280)          | 2,535            |
| Effects of exchange rate changes on cash held in foreign currencies         |       | (1,077)          | (2,678)          |
| Cash, beginning of period                                                   |       | 18,865           | 25,539           |
| <b>Cash, end of period</b>                                                  |       | <b>\$ 13,508</b> | <b>\$ 25,396</b> |

See accompanying notes to the interim condensed consolidated financial statements.

# Notes to the Interim Condensed Consolidated Financial Statements

## 1. ORGANIZATION AND DESCRIPTION OF BUSINESS

Algoma Central Corporation (the "Company") is incorporated in Canada and is listed on the Toronto Stock Exchange. The address of the Company's registered office is 63 Church St, Suite 600, St. Catharines, Ontario, Canada. The interim condensed consolidated financial statements of the Company for the three and nine months ended September 30, 2020 and 2019 comprise the Company, its subsidiaries and the Company's interest in associated and jointly controlled entities.

The principal subsidiaries are Algoma Shipping Ltd., Algoma International Shipholdings Ltd., Algoma Tankers Limited and Algoma Central Properties Inc. The principal jointly controlled entities are Marbulk Canada Inc. (50%), NovaAlgoma Cement Carriers Limited (50%), NovaAlgoma Short-Sea Holdings Ltd. (50%) and NovaAlgoma Bulk Holdings Ltd. (50%). In addition, Algoma Shipping Ltd. and Marbulk Canada Inc. are members of an international pool arrangement (the "Pool"), whereby revenues and related voyage expenses are distributed to each Pool member based on an agreed formula representing the earnings capacity of the vessels.

Algoma Central Corporation owns and operates the largest fleet of dry and liquid bulk carriers operating on the Great Lakes – St. Lawrence Waterway. The Company's Canadian flag fleet consists of self-unloading dry-bulk carriers, gearless dry-bulk carriers and product tankers.

The Domestic Dry-Bulk marine transportation segment includes ownership and management of the operational and commercial activities of the Company's vessel fleet. The dry-bulk vessels carry cargoes of raw materials such as iron ore, grain, salt and aggregates and operate throughout the Great Lakes – St. Lawrence Waterway, from the Gulf of St. Lawrence through all five Great Lakes. This segment also includes the operational management of vessels owned by other ship owners.

The Product Tankers marine transportation segment includes ownership and management of the operational and commercial activities of Canadian flag tanker vessels operating on the Great Lakes, the St. Lawrence Seaway and the east coast of North America.

The Ocean Self-Unloaders marine transportation segment includes ownership interests in ocean-going self-unloading vessels. The ocean vessels are engaged in the carriage of dry-bulk commodities in worldwide trades.

The Global Short Sea Shipping segment includes the Company's 50% interests in NovaAlgoma Cement Carriers Limited, NovaAlgoma Short-Sea Holdings Ltd. and NovaAlgoma Bulk Holdings Ltd.

The nature of the Company's business is such that the earnings in the first quarter of each year are not indicative of the results for the other three quarters in a year. Due to the closing of the canal system and the winter weather conditions in the Great Lakes – St. Lawrence Waterway, the majority of the domestic dry-bulk fleet does not operate for most of the first quarter. In addition, significant repair and maintenance costs are incurred in the first quarter to prepare the domestic dry-bulk fleet for the upcoming navigation season. As a result, first quarter revenues and earnings are significantly lower than those for the remaining three quarters of the year.

## 2. STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB") and using the same accounting policies and methods as were used for the Company's Consolidated Financial Statements and the notes thereto for the years ended December 31, 2019 and 2018. The financial statements should be read in conjunction with the Company's Consolidated Financial Statements for the years ended December 31, 2019 and 2018.

The reporting currency used is the Canadian dollar and all amounts are reported in thousands of Canadian dollars, except for share data and unless otherwise noted.

The interim condensed consolidated financial statements were approved by the Board of Directors and authorized for issue on November 3, 2020.

## 3. USE OF CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In light of the COVID-19 pandemic and the related global economic downturn, the Company continues to monitor the critical accounting estimates and judgments utilized in the preparation of the interim condensed consolidated financial statements. As of the authorization date, accounting estimates for employee future benefits have been impacted as a result of the uncertainty in financial markets caused by the pandemic. See Note 16 for further information.

## Notes to the Interim Condensed Consolidated Financial Statements

### 4. REVENUE

Disaggregated revenue by segment is as follows:

| For the three months ended September 30<br>(unaudited, in thousand of dollars) | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Investment<br>Properties | Corporate     | Total             |
|--------------------------------------------------------------------------------|----------------------|--------------------|--------------------------|--------------------------|---------------|-------------------|
| 2020                                                                           |                      |                    |                          |                          |               |                   |
| Contract of Affreightment                                                      | \$ 87,866            | \$ —               | \$ —                     | \$ —                     | \$ —          | 87,866            |
| Time Charter                                                                   | —                    | 29,798             | —                        | —                        | —             | 29,798            |
| Pool Revenue Share                                                             | —                    | —                  | 34,235                   | —                        | —             | 34,235            |
| Other                                                                          | 278                  | —                  | —                        | 2,119                    | 706           | 3,103             |
|                                                                                | <b>\$ 88,144</b>     | <b>\$ 29,798</b>   | <b>\$ 34,235</b>         | <b>\$ 2,119</b>          | <b>\$ 706</b> | <b>\$ 155,002</b> |

|                           |                  |                  |                  |                 |               |                   |
|---------------------------|------------------|------------------|------------------|-----------------|---------------|-------------------|
| 2019                      |                  |                  |                  |                 |               |                   |
| Contract of Affreightment | \$ 91,173        | \$ —             | \$ —             | \$ —            | \$ —          | 91,173            |
| Time Charter              | 55               | 36,169           | —                | —               | —             | 36,224            |
| Pool Revenue Share        | —                | —                | 36,939           | —               | —             | 36,939            |
| Other                     | 488              | —                | —                | 2,358           | 719           | 3,565             |
|                           | <b>\$ 91,716</b> | <b>\$ 36,169</b> | <b>\$ 36,939</b> | <b>\$ 2,358</b> | <b>\$ 719</b> | <b>\$ 167,901</b> |

| For the nine months ended September 30<br>(unaudited, in thousand of dollars) | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Investment<br>Properties | Corporate       | Total             |
|-------------------------------------------------------------------------------|----------------------|--------------------|--------------------------|--------------------------|-----------------|-------------------|
| 2020                                                                          |                      |                    |                          |                          |                 |                   |
| Contract of Affreightment                                                     | \$ 177,028           | \$ 1,356           | \$ —                     | \$ —                     | \$ —            | 178,384           |
| Time Charter                                                                  | 10,481               | 88,889             | —                        | —                        | —               | 99,370            |
| Pool Revenue Share                                                            | —                    | —                  | 104,130                  | —                        | —               | 104,130           |
| Other                                                                         | 688                  | —                  | —                        | 6,561                    | 2,236           | 9,485             |
|                                                                               | <b>\$ 188,197</b>    | <b>\$ 90,245</b>   | <b>\$ 104,130</b>        | <b>\$ 6,561</b>          | <b>\$ 2,236</b> | <b>\$ 391,369</b> |

|                           |                   |                   |                  |                 |                 |                   |
|---------------------------|-------------------|-------------------|------------------|-----------------|-----------------|-------------------|
| 2019                      |                   |                   |                  |                 |                 |                   |
| Contract of Affreightment | \$ 183,893        | \$ 10             | \$ —             | \$ —            | \$ —            | 183,903           |
| Time Charter              | 11,908            | 103,172           | —                | —               | —               | 115,080           |
| Pool Revenue Share        | —                 | —                 | 89,508           | —               | —               | 89,508            |
| Other                     | 742               | 2                 | —                | 7,305           | 2,383           | 10,432            |
|                           | <b>\$ 196,543</b> | <b>\$ 103,184</b> | <b>\$ 89,508</b> | <b>\$ 7,305</b> | <b>\$ 2,383</b> | <b>\$ 398,923</b> |

The Company's contract assets and liabilities are as follows:

| As at (unaudited, in thousands of dollars) | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
| <b>Contract assets</b>                     |                      |                     |
| Unbilled revenue                           | <b>\$ 4,934</b>      | \$ 8,525            |

| As at (unaudited, in thousands of dollars) | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
| <b>Contract liabilities</b>                |                      |                     |
| Deferred revenue                           | <b>\$ 461</b>        | \$ 1,712            |

## Notes to the Interim Condensed Consolidated Financial Statements

### 5. JOINT VENTURES

The Company has a 50% interest in Marbulk Canada Inc. ("Marbulk"), which owns and operates ocean-going vessels, a 50% interest in NovaAlgoma Cement Carriers Limited ("NACC"), which owns and operates pneumatic cement carriers to support infrastructure projects worldwide, a 50% interest in NovaAlgoma Short-Sea Holdings Ltd. ("NASH"), which owns and manages a fleet of short sea mini-bulkers operating in global markets, and a 50% interest in NovaAlgoma Bulk Holdings Ltd. ("NABH"), which owns and operates a small fleet of handy-size mini-bulkers. In the tables below, Marbulk results are presented in "Ocean Self-Unloaders" and all NovaAlgoma joint ventures are presented in "Global Short Sea Shipping".

Operating results of the Company's joint ventures are as follows:

| For the three months ended September 30 (unaudited, in thousands of dollars) | 2020                 |                           | 2019                 |                           |
|------------------------------------------------------------------------------|----------------------|---------------------------|----------------------|---------------------------|
|                                                                              | Ocean Self-Unloaders | Global Short Sea Shipping | Ocean Self-Unloaders | Global Short Sea Shipping |
| Revenue                                                                      | \$ 1,514             | \$ 64,918                 | \$ 2,663             | \$ 65,869                 |
| Operating expenses                                                           | (1,021)              | (50,311)                  | (1,157)              | (53,619)                  |
| Gain on sale of vessels                                                      | —                    | (6)                       | —                    | 2,554                     |
| General and administrative                                                   | (457)                | (1,870)                   | (134)                | (2,136)                   |
| Depreciation and amortization                                                | (825)                | (7,792)                   | (954)                | (4,522)                   |
| Impairment provision                                                         | (19,577)             | —                         | —                    | —                         |
| Interest expense                                                             | —                    | (1,353)                   | (284)                | (2,715)                   |
| Foreign exchange loss                                                        | 2                    | 250                       | 237                  | 22                        |
| Compensation for pool vessel retirement                                      | —                    | —                         | —                    | —                         |
| Other expenses                                                               | —                    | —                         | —                    | —                         |
| (Loss) earnings before undernoted                                            | (20,364)             | 3,836                     | 371                  | 5,453                     |
| Net earnings of joint ventures                                               | —                    | 466                       | —                    | 872                       |
| Net earnings attributable to non-controlling interest                        | —                    | 761                       | —                    | 342                       |
| Income tax (expense) recovery                                                | (113)                | (15)                      | (149)                | 195                       |
| Net (loss) earnings                                                          | \$ (20,477)          | \$ 5,048                  | \$ 222               | \$ 6,862                  |
| Company share of net (loss) earnings                                         | \$ (10,239)          | \$ 2,524                  | \$ 111               | \$ 3,431                  |
| Amortization of vessel purchase price allocation and intangibles             | —                    | (155)                     | —                    | (400)                     |
| Company share included in net (loss) earnings of joint ventures              | \$ (10,239)          | \$ 2,369                  | \$ 111               | \$ 3,031                  |

The Company's total share of net (loss) earnings of the jointly controlled operations by segment are as follows:

| For the three months ended September 30 (unaudited, in thousands of dollars) | 2020        | 2019     |
|------------------------------------------------------------------------------|-------------|----------|
| Ocean Self-Unloaders                                                         | \$ (10,239) | \$ 111   |
| Global Short Sea Shipping                                                    | 2,369       | 3,031    |
|                                                                              | \$ (7,870)  | \$ 3,142 |

## Notes to the Interim Condensed Consolidated Financial Statements

| For the nine months ended September 30 (unaudited, in thousands of dollars)      | 2020                 |                           | 2019                 |                           |
|----------------------------------------------------------------------------------|----------------------|---------------------------|----------------------|---------------------------|
|                                                                                  | Ocean Self-Unloaders | Global Short Sea Shipping | Ocean Self-Unloaders | Global Short Sea Shipping |
| Revenue                                                                          | \$ 7,097             | \$ 181,031                | \$ 7,845             | \$ 190,022                |
| Operating expenses                                                               | (3,562)              | (148,827)                 | (4,053)              | (157,838)                 |
| Gain on sale of vessels                                                          | —                    | 626                       | —                    | 5,749                     |
| General and administrative                                                       | (752)                | (5,943)                   | (446)                | (6,706)                   |
| Depreciation and amortization                                                    | (2,677)              | (21,467)                  | (3,471)              | (18,545)                  |
| Impairment provision                                                             | (19,577)             | —                         | —                    | —                         |
| Interest expense                                                                 | (275)                | (5,579)                   | (980)                | (8,718)                   |
| Foreign exchange loss                                                            | (140)                | 173                       | (960)                | (14)                      |
| Compensation for pool vessel retirement                                          | —                    | —                         | 2,989                | —                         |
| Other expenses                                                                   | (206)                | —                         | —                    | —                         |
| Earnings (loss) before undernoted                                                | (20,092)             | 14                        | 924                  | 3,950                     |
| Net earnings of joint ventures                                                   | —                    | 1,204                     | —                    | 1,847                     |
| Net earnings attributable to non-controlling interest                            | —                    | 1,967                     | —                    | 1,201                     |
| Income tax (expense) recovery                                                    | (334)                | 113                       | (428)                | 129                       |
| Net earnings (loss)                                                              | \$ (20,426)          | \$ 3,298                  | \$ 496               | \$ 7,127                  |
| Company share of net earnings (loss)                                             | \$ (10,213)          | \$ 1,649                  | \$ 248               | \$ 3,564                  |
| Amortization of vessel purchase price allocation and intangibles                 | —                    | (474)                     | —                    | (650)                     |
| Company share included in net earnings (loss) from investments in joint ventures | \$ (10,213)          | \$ 1,175                  | \$ 248               | \$ 2,914                  |

The Company's total share of net (loss) earnings from the investments in jointly controlled operations by reportable operating segment are as follows:

| For the nine months ended September 30 (unaudited, in thousands of dollars) | 2020        | 2019     |
|-----------------------------------------------------------------------------|-------------|----------|
| Ocean Self-Unloaders                                                        | \$ (10,213) | \$ 248   |
| Global Short Sea Shipping                                                   | 1,175       | 2,914    |
|                                                                             | \$ (9,038)  | \$ 3,162 |

### Impairment provision

Earlier this year, a vessel owned by Marbulk was returned to the joint venture by its charterer. In light of the existing bulk shipping environment, this vessel currently has limited redeployment opportunities unless significant capital is spent to improve the vessel's operating flexibility and efficiency. During the quarter, Marbulk management completed a review of the events and circumstances to determine if the carrying value of the vessel was greater than the recoverable amount.

As a result of the review, Marbulk management concluded the carrying value of the vessel was impaired and recognized an impairment provision of \$19,577 in its net loss. The impairment loss was calculated as the amount by which the carrying value of the vessel exceeded the net recoverable amount. The net recoverable amount was based on fair value, less costs of disposal, of the vessel. Level 2 inputs were used in determining the fair value.

## Notes to the Interim Condensed Consolidated Financial Statements

The assets and liabilities of the joint ventures by segment are as follows:

| As at (unaudited, in thousands of dollars)         | September 30<br>2020 |                           | December 31<br>2019  |                           |
|----------------------------------------------------|----------------------|---------------------------|----------------------|---------------------------|
|                                                    | Ocean Self-Unloaders | Global Short Sea Shipping | Ocean Self-Unloaders | Global Short Sea Shipping |
| Cash                                               | \$ 3,744             | \$ 10,459                 | \$ 4,670             | \$ 9,130                  |
| Other current assets                               | 888                  | 50,569                    | 628                  | 50,350                    |
| Income taxes recoverable                           | 51                   | 57                        | 49                   | 41                        |
| Property, plant, and equipment                     | 5,548                | 438,507                   | 27,177               | 430,180                   |
| Investment in joint ventures                       | —                    | 21,701                    | —                    | 19,600                    |
| Intangible assets                                  | —                    | 37                        | —                    | 72                        |
| Other assets                                       | —                    | 12,983                    | —                    | 12,367                    |
| Current liabilities                                | (431)                | (53,768)                  | (1,543)              | (59,283)                  |
| Due to owners                                      | —                    | —                         | (23,235)             | —                         |
| Long-term debt                                     | —                    | (188,330)                 | —                    | (185,615)                 |
| Other long-term liabilities                        | —                    | (19,380)                  | (244)                | (11,903)                  |
| Deferred income taxes                              | —                    | (506)                     | —                    | (493)                     |
| Non-controlling interest                           | —                    | 1,241                     | —                    | (672)                     |
| <b>Net assets of jointly controlled operations</b> | <b>\$ 9,800</b>      | <b>\$ 273,570</b>         | <b>\$ 7,502</b>      | <b>\$ 263,774</b>         |
| Company share of net assets                        | \$ 4,900             | \$ 136,785                | \$ 3,751             | \$ 131,887                |
| Goodwill and other purchase price adjustments      | —                    | 7,150                     | —                    | 7,156                     |
| <b>Company share of joint venture</b>              | <b>\$ 4,900</b>      | <b>\$ 143,935</b>         | <b>\$ 3,751</b>      | <b>\$ 139,043</b>         |

In April 2020, the shareholder debt in Marbulk Canada Inc. was converted to share capital resulting in an increase to the joint venture's net assets.

The Company's net investment in the jointly controlled operations by segment are as follows:

| As at (unaudited, in thousands of dollars) | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
|                                            |                      |                     |
| Ocean Self-Unloaders                       | \$ 4,900             | \$ 3,751            |
| Global Short Sea Shipping                  | 143,935              | 139,043             |
|                                            | <b>\$ 148,835</b>    | <b>\$ 142,794</b>   |

The Company's cash flows from joint ventures by segment are as follows:

| For the nine months ended September 30 (unaudited, in thousand of dollars) | 2020                   |                              | 2019                   |                              |
|----------------------------------------------------------------------------|------------------------|------------------------------|------------------------|------------------------------|
|                                                                            | Distributions received | Investment in joint ventures | Distributions received | Investment in joint ventures |
| Ocean Self-Unloaders                                                       | \$ —                   | \$ —                         | \$ —                   | \$ —                         |
| Global Short Sea Shipping                                                  | —                      | —                            | 2,078                  | (8,011)                      |
|                                                                            | <b>\$ —</b>            | <b>\$ —</b>                  | <b>\$ 2,078</b>        | <b>\$ (8,011)</b>            |

The Company has related party relationships with its joint ventures with respect to management services, technical management services, vessel operations, and a loan receivable. The Company also guarantees loans of the joint ventures. Amounts relating to transactions with joint ventures are as follows:

| For the periods ended September 30 (unaudited, in thousands of dollars) | Three Months Ended |        | Nine Months Ended |          |
|-------------------------------------------------------------------------|--------------------|--------|-------------------|----------|
|                                                                         | 2020               | 2019   | 2020              | 2019     |
| Revenue                                                                 | \$ 462             | \$ 429 | \$ 1,413          | \$ 1,442 |

  

| For the period ended (unaudited, in thousands of dollars) | September 30<br>2020 | December 31<br>2019 |
|-----------------------------------------------------------|----------------------|---------------------|
|                                                           |                      |                     |
| Accounts receivable                                       | \$ 11,470            | \$ 5,515            |
| Loan and interest receivable                              | —                    | 11,618              |
| Loans guaranteed by the Company                           | 27,271               | 30,941              |

## Notes to the Interim Condensed Consolidated Financial Statements

### 6. INTEREST EXPENSE

The components of interest expense are as follows:

| For the periods ended September 30 (unaudited, in thousands of dollars) | Three Months Ended |                   | Nine Months Ended  |                    |
|-------------------------------------------------------------------------|--------------------|-------------------|--------------------|--------------------|
|                                                                         | 2020               | 2019              | 2020               | 2019               |
| Interest expense on borrowings                                          | \$ (4,346)         | \$ (5,442)        | \$ (13,775)        | \$ (13,776)        |
| Amortization of financing costs                                         | (272)              | (267)             | (816)              | (826)              |
| Interest on employee future benefits, net                               | (229)              | (196)             | (687)              | (586)              |
| Interest capitalized on vessels under construction                      | 192                | 128               | 447                | 827                |
|                                                                         | <b>\$ (4,655)</b>  | <b>\$ (5,777)</b> | <b>\$ (14,831)</b> | <b>\$ (14,361)</b> |

### 7. FOREIGN CURRENCY GAIN (LOSS)

The components of net gain (loss) on foreign currency are as follows:

| For the periods ended September 30 (unaudited, in thousands of dollars) | Three Months Ended |                 | Nine Months Ended |                 |
|-------------------------------------------------------------------------|--------------------|-----------------|-------------------|-----------------|
|                                                                         | 2020               | 2019            | 2020              | 2019            |
| Gain (loss) on foreign denominated cash and debt                        | \$ 603             | \$ (372)        | \$ 776            | \$ 799          |
| Unrealized loss on foreign exchange forward contracts                   | (344)              | —               | (344)             | —               |
| Foreign exchange loss on contract cancellation receivable               | —                  | —               | —                 | (1,775)         |
|                                                                         | <b>\$ 259</b>      | <b>\$ (372)</b> | <b>\$ 432</b>     | <b>\$ (976)</b> |

### 8. INCOME TAXES

A reconciliation comparing income taxes calculated at the Canadian statutory rate to the amount provided in the interim condensed consolidated financial statements is as follows:

| For the periods ended September 30 (unaudited, in thousands of dollars)           | Three Months Ended |                   | Nine Months Ended |                   |
|-----------------------------------------------------------------------------------|--------------------|-------------------|-------------------|-------------------|
|                                                                                   | 2020               | 2019              | 2020              | 2019              |
| Combined federal and provincial statutory income tax rate                         | <b>26.5%</b>       | 26.5%             | <b>26.5%</b>      | 26.5%             |
| Net earnings (loss) before income tax and loss from investments in joint ventures | \$ 36,217          | \$ 25,665         | \$ 28,007         | \$ 18,728         |
| Expected income tax (expense) recovery                                            | \$ (9,598)         | \$ (6,801)        | \$ (7,422)        | \$ (4,963)        |
| (Increase) decrease in expense resulting from:                                    |                    |                   |                   |                   |
| Effect of items that are not taxable (deductible)                                 | 16                 | (11)              | (21)              | 230               |
| Foreign tax rates different from Canadian statutory rate                          | 1,670              | 1,400             | 3,626             | 2,899             |
| Adjustments to prior period provision                                             | 1,554              | (2,202)           | 968               | 518               |
| Other                                                                             | 246                | (144)             | 231               | (212)             |
|                                                                                   | <b>\$ (6,112)</b>  | <b>\$ (7,758)</b> | <b>\$ (2,618)</b> | <b>\$ (1,528)</b> |

## Notes to the Interim Condensed Consolidated Financial Statements

### 9. LEASES

The Company reports its right-of-use asset and lease liability as part of other assets and liabilities on the consolidated balance sheet. The table below shows continuity schedules of the right-of-use assets and lease liabilities:

|                                                 | Right-of-use assets  |                     | Lease liabilities    |                     |
|-------------------------------------------------|----------------------|---------------------|----------------------|---------------------|
|                                                 | September 30<br>2020 | December 31<br>2019 | September 30<br>2020 | December 31<br>2019 |
| (unaudited, in thousands of dollars)            |                      |                     |                      |                     |
| Opening balance                                 | \$ 360               | \$ 429              | \$ 376               | \$ 429              |
| Additions                                       | 265                  | 24                  | 265                  | 24                  |
| Depreciation                                    | (82)                 | (76)                | —                    | —                   |
| Interest accretion                              | —                    | —                   | 23                   | 24                  |
| Payments                                        | —                    | —                   | (67)                 | (84)                |
| Effect of foreign currency exchange differences | 10                   | (17)                | (8)                  | (17)                |
| Closing balance                                 | \$ 553               | \$ 360              | \$ 589               | \$ 376              |

Depreciation expense for the right-of-use assets is recognized within depreciation and amortization expenses while interest expense for the lease liabilities is recognized within interest expense in the consolidated statement of earnings. For the nine months ended September 30, 2020, these amounts correspond to the depreciation of \$82 (2019 - \$56) and the interest accretion of \$23 (2019 - \$18) reported in the table above.

Shown below is a table detailing the components of all cash payments relating to leases:

| For the periods ended September 30 (unaudited, in thousands of dollars) | 2020     | 2019      |
|-------------------------------------------------------------------------|----------|-----------|
| Payments - short term leases                                            | \$ 5,639 | \$ 21,877 |
| Payments per IFRS 16                                                    | 67       | 51        |
| Non-lease components per IFRS 16                                        | 55       | 43        |
| Total cash payments                                                     | \$ 5,761 | \$ 21,971 |

### 10. OTHER CURRENT ASSETS

The components of other current assets are as follows:

|                                            | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
| As at (unaudited, in thousands of dollars) |                      |                     |
| Materials and supplies                     | \$ 8,190             | \$ 10,583           |
| Prepaid expenses                           | 9,051                | 9,415               |
| Derivative asset                           | 956                  | —                   |
| Loan interest receivable                   | —                    | 634                 |
| Right-of-use assets (Note 9)               | —                    | 9                   |
|                                            | \$ 18,197            | \$ 20,641           |

### 11. PROPERTY, PLANT, AND EQUIPMENT

Details of property, plant, and equipment are as follows:

| Cost<br>(unaudited, in thousands of dollars)                          | Corporate | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Investment<br>Properties | Total        |
|-----------------------------------------------------------------------|-----------|----------------------|--------------------|--------------------------|--------------------------|--------------|
| Balance at December 31, 2019                                          | \$ 18,426 | \$ 597,562           | \$ 241,289         | \$ 382,691               | \$ 55,851                | \$ 1,295,819 |
| Additions                                                             | 1,558     | 53,743               | 1,485              | 8,307                    | 633                      | 65,726       |
| Transfer from progress payments for shipbuilding contracts            | —         | 1,268                | —                  | —                        | —                        | 1,268        |
| Fully depreciated assets no longer in use                             | —         | (1,072)              | (33)               | (7,983)                  | —                        | (9,088)      |
| Effect of foreign currency exchange differences and other adjustments | 1         | —                    | —                  | 10,590                   | —                        | 10,591       |
| Balance at September 30, 2020                                         | \$ 19,985 | \$ 651,501           | \$ 242,741         | \$ 393,605               | \$ 56,484                | \$ 1,364,316 |

## Notes to the Interim Condensed Consolidated Financial Statements

| <b>Accumulated depreciation</b><br>(unaudited, in thousands of dollars)  | Corporate        | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Investment<br>Properties | Total             |
|--------------------------------------------------------------------------|------------------|----------------------|--------------------|--------------------------|--------------------------|-------------------|
| Balance at December 31, 2019                                             | \$ 11,758        | \$ 167,017           | \$ 120,534         | \$ 100,980               | \$ 39,143                | \$ 439,432        |
| Depreciation expense                                                     | 677              | 18,978               | 10,998             | 20,264                   | 1,998                    | 52,915            |
| Fully depreciated assets no longer in use                                | —                | (1,072)              | (33)               | (7,983)                  | —                        | (9,088)           |
| Effect of foreign currency exchange<br>differences and other adjustments | 1                | —                    | —                  | 2,852                    | —                        | 2,853             |
| <b>Balance at September 30, 2020</b>                                     | <b>\$ 12,436</b> | <b>\$ 184,923</b>    | <b>\$ 131,499</b>  | <b>\$ 116,113</b>        | <b>\$ 41,141</b>         | <b>\$ 486,112</b> |

| <b>Net Book Value</b><br>(unaudited, in thousands of dollars) | Corporate       | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Investment<br>Properties | Total             |
|---------------------------------------------------------------|-----------------|----------------------|--------------------|--------------------------|--------------------------|-------------------|
| September 30, 2020                                            |                 |                      |                    |                          |                          |                   |
| Cost                                                          | \$ 19,985       | \$ 651,501           | \$ 242,741         | \$ 393,605               | \$ 56,484                | \$ 1,364,316      |
| Accumulated depreciation                                      | 12,436          | 184,923              | 131,499            | 116,113                  | 41,141                   | 486,112           |
|                                                               | <b>\$ 7,549</b> | <b>\$ 466,578</b>    | <b>\$ 111,242</b>  | <b>\$ 277,492</b>        | <b>\$ 15,343</b>         | <b>\$ 878,204</b> |
| December 31, 2019                                             |                 |                      |                    |                          |                          |                   |
| Cost                                                          | \$ 18,426       | \$ 597,562           | \$ 241,289         | \$ 382,691               | \$ 55,851                | \$ 1,295,819      |
| Accumulated depreciation                                      | 11,758          | 167,017              | 120,534            | 100,980                  | 39,143                   | 439,432           |
|                                                               | <b>\$ 6,668</b> | <b>\$ 430,545</b>    | <b>\$ 120,755</b>  | <b>\$ 281,711</b>        | <b>\$ 16,708</b>         | <b>\$ 856,387</b> |

Subsequent to the quarter end, the Company sold a residential apartment building located in Sault Ste. Marie. The gross proceeds from the sale of the property were \$6,250.

### 12. GOODWILL AND INTANGIBLE ASSETS

Goodwill and intangible assets consist of the following:

| (unaudited, in thousands of dollars)            | Goodwill        | Intangible<br>Assets | Total           |
|-------------------------------------------------|-----------------|----------------------|-----------------|
| Balance at January 1, 2019                      | \$ 7,910        | \$ 7,743             | \$ 15,653       |
| Additions                                       | —               | 746                  | 746             |
| Amortization                                    | —               | (4,903)              | (4,903)         |
| Effect of foreign currency exchange differences | —               | (302)                | (302)           |
| Balance at December 31, 2019                    | \$ 7,910        | \$ 3,284             | \$ 11,194       |
| Amortization                                    | —               | (2,421)              | (2,421)         |
| Effect of foreign currency exchange differences | —               | (144)                | (144)           |
| <b>Balance at September 30, 2020</b>            | <b>\$ 7,910</b> | <b>\$ 719</b>        | <b>\$ 8,629</b> |

#### Goodwill

As part of a business acquisition in 2011, the Company recognized goodwill of \$7,910 within the Domestic Dry-Bulk segment on the allocation of the purchase price, determined as the excess over the fair values of the net tangible and identifiable intangible assets acquired.

#### Intangible Assets

The Company owns vessels that participate in a self-unloader ocean-going Pool with unrelated parties. From April 2016 to May 2019, other Pool members withdrew certain vessels due to market overcapacity. These vessel owners were compensated for their loss of future earnings resulting from the withdrawal of the vessels. The Company's interest in the Pool increased as a result and its value, which initially was equal to the Company's share of the compensation payable to the other owners, has been recorded as an intangible asset and is being amortized over two to four years.

### 13. OTHER ASSETS

Other assets consist of the following:

| As at (unaudited, in thousands of dollars)            | September 30<br>2020 | December 31<br>2019 |
|-------------------------------------------------------|----------------------|---------------------|
| Loan receivable from joint venture, interest at 4.98% | \$ —                 | \$ 10,984           |
| Progress payments for shipbuilding contracts          | 15,463               | 6,618               |
| Right-of-use assets (Note 9)                          | 553                  | 351                 |
| Other                                                 | 9                    | 10                  |
|                                                       | <b>\$ 16,025</b>     | <b>\$ 17,963</b>    |

## Notes to the Interim Condensed Consolidated Financial Statements

### 14. OTHER CURRENT LIABILITIES

The components of other current liabilities are as follows:

|                                            | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
| As at (unaudited, in thousands of dollars) |                      |                     |
| Accrued interest on long-term debt         | \$ 3,155             | \$ 4,488            |
| Dividends payable                          | 1,807                | 1,459               |
| Lease obligations (Note 9)                 | 195                  | 59                  |
| Derivative liability                       | 274                  | —                   |
| Compensation payable to Pool members       | —                    | 3,347               |
|                                            | <b>\$ 5,431</b>      | <b>\$ 9,353</b>     |

### 15. OTHER LONG-TERM LIABILITIES

Other long-term liabilities consist of the following:

|                                            | September 30<br>2020 | December 31<br>2019 |
|--------------------------------------------|----------------------|---------------------|
| As at (unaudited, in thousands of dollars) |                      |                     |
| Deferred compensation                      | \$ 1,566             | \$ 1,681            |
| Lease obligations (Note 9)                 | 394                  | 317                 |
|                                            | <b>\$ 1,960</b>      | <b>\$ 1,998</b>     |

### 16. EMPLOYEE FUTURE BENEFITS

The COVID-19 pandemic has caused instability in global market conditions. This led to a decline in the fair value of the pension assets as well a decline in the discount rate applied to the defined benefit obligations, which resulted in the elimination of the surplus position of the defined benefit plans and an increase in employee future benefit liabilities. Pension assets have been measured as of September 30, 2020 as reported by the plan custodian and reflect the fair market value of the assets to that date. The actuarial gain/loss is recognized in other comprehensive income.

Defined benefit obligations have been determined in accordance with IAS19 standards including the determination of discount rates. The Canadian Institute of Actuaries provides guidance to actuaries, which includes a yield curve based on duration of liabilities. The September 30, 2020 guidance provided by the Canadian Institute of Actuaries incorporated adjustments to their yield curve to account for the impact of COVID-19.

### 17. LONG-TERM DEBT

|                                                                                     | September 30<br>2020 | December 31<br>2019 |
|-------------------------------------------------------------------------------------|----------------------|---------------------|
| As at (unaudited, in thousands of dollars)                                          |                      |                     |
| Convertible unsecured subordinated debentures, due June 30, 2024, interest at 5.25% | \$ 80,528            | \$ 80,184           |
| Senior Secured Notes, due July 19, 2021                                             |                      |                     |
| U.S. \$75,000, interest fixed at 5.11%                                              | 100,043              | 97,410              |
| Canadian \$75,000, interest fixed at 5.52%                                          | 75,000               | 75,000              |
| Bank Facility, due June 21, 2021                                                    |                      |                     |
| Prime rate loan, interest at 4.95%, payable on demand                               | —                    | 15,000              |
| Base rate loan, U.S. \$22,195, interest at 4.45%, payable on demand                 | 29,606               | —                   |
| LIBOR, U.S. \$45,805, interest at 2.28%, due within 1 year                          | 61,099               | —                   |
| LIBOR, U.S. \$50,000, interest at 3.91%, due within 1 year                          | —                    | 64,940              |
| Mortgage payable, due March 8, 2023, interest at 4.73%                              | 5,524                | 5,625               |
|                                                                                     | <b>351,800</b>       | <b>338,159</b>      |
| Less: unamortized financing expenses                                                | 2,490                | 3,306               |
|                                                                                     | <b>349,310</b>       | <b>334,853</b>      |
| Less: current portion of long-term debt                                             | 265,473              | 80,076              |
|                                                                                     | <b>\$ 83,837</b>     | <b>\$ 254,777</b>   |

The Company is subject to certain covenants including ones with respect to maintaining defined financial ratios and other conditions under the terms of the Bank Facility and the Senior Secured Notes.

As at September 30, 2020 and December 31, 2019 the Company was in compliance with all of its covenants.

## Notes to the Interim Condensed Consolidated Financial Statements

### 18. SHARE CAPITAL

#### Share capital

Authorized share capital consists of an unlimited number of common and preferred shares with no par value.

The Company had 37,800,943 common shares outstanding as at September 30, 2020 (December 31, 2019 - 37,824,543).

At September 30, 2020 and December 31, 2019 there were no preferred shares issued and outstanding.

The Company's Board of Directors have authorized payment of a quarterly dividend to shareholders of \$0.13 per common share. The dividend will be paid on December 1, 2020 to shareholders of record on November 17, 2020.

The basic and diluted net earnings (loss) per share are computed as follows:

| For the periods ended September 30 (unaudited, in thousands of dollars) | Three Months Ended |            | Nine Months Ended |            |
|-------------------------------------------------------------------------|--------------------|------------|-------------------|------------|
|                                                                         | 2020               | 2019       | 2020              | 2019       |
| Net earnings                                                            | \$ 22,235          | \$ 21,049  | \$ 16,351         | \$ 20,362  |
| Interest expense on debentures, net of tax                              | 1,000              | 997        | 2,976             | 2,959      |
| Net earnings for diluted earnings per share                             | \$ 23,235          | \$ 22,046  | \$ 19,327         | \$ 23,321  |
| Basic weighted average common shares                                    | 37,800,943         | 38,174,515 | 37,803,266        | 38,303,715 |
| Shares due to dilutive effect of debentures                             | 4,125,000          | 4,125,000  | 4,125,000         | 4,000,394  |
| Diluted weighted average common shares                                  | 41,925,943         | 42,299,515 | 41,928,266        | 42,304,109 |
| Basic earnings per common share                                         | \$ 0.59            | \$ 0.55    | \$ 0.43           | \$ 0.53    |
| Diluted earnings per common share                                       | \$ 0.55            | \$ 0.52    | \$ 0.43           | \$ 0.53    |

#### Normal Course Issuer Bid

On March 19, 2020, the Company renewed its normal course issuer bid ("NCIB") to purchase up to 1,890,457 of its common shares, representing approximately 5% of the common shares issued and outstanding as of the close of business on March 4, 2020.

Under the NCIB, the Company may purchase up to 1,726 common shares per day, representing 25% of the average daily trading volume for the previous six months. The Company may buy back common shares anytime during the twelve-month period beginning on March 19, 2020 and ending on March 18, 2021. The stated capital of the common shares of \$0.21 per share on the balance sheet equals the approximate paid-up capital amount of the common shares for purposes of the Income Tax Act. The purchase results in a reduction to share capital and a reduction to contributed surplus for the balance of the purchase price and expenses. Both items have been identified separately on the Interim Condensed Consolidated Statement of Changes in Equity.

The Company's previous NCIB, which began on March 19, 2019 and concluded on March 18, 2020, resulted in the repurchase and cancellation of 612,572 common shares.

### 19. ACCUMULATED OTHER COMPREHENSIVE LOSS

| (unaudited, in thousands of dollars)           | Hedges             |                     |                              |                    |
|------------------------------------------------|--------------------|---------------------|------------------------------|--------------------|
|                                                | Net investment     | Purchase Commitment | Foreign exchange translation | Total              |
| Balance at December 31, 2018                   | \$ (26,717)        | \$ —                | \$ 15,872                    | \$ (10,845)        |
| Gain (loss)                                    | 5,232              | —                   | (20,142)                     | (14,910)           |
| Income tax expense                             | (195)              | —                   | —                            | (195)              |
| Net gain (loss)                                | 5,037              | —                   | (20,142)                     | (15,105)           |
| Balance at December 31, 2019                   | \$ (21,680)        | \$ —                | \$ (4,270)                   | \$ (25,950)        |
| (Loss) gain                                    | (4,830)            | (947)               | 12,275                       | 6,498              |
| Reclassified to earnings                       | —                  | (344)               | —                            | (344)              |
| Reclassified to property, plant, and equipment | —                  | 1,159               | —                            | 1,159              |
| Income tax recovery (expense)                  | 400                | 18                  | —                            | 418                |
| Net (loss) gain                                | (4,430)            | (114)               | 12,275                       | 7,731              |
| <b>Balance at September 30, 2020</b>           | <b>\$ (26,110)</b> | <b>\$ (114)</b>     | <b>\$ 8,005</b>              | <b>\$ (18,219)</b> |

## Notes to the Interim Condensed Consolidated Financial Statements

### 20. SUPPLEMENTARY DISCLOSURE OF CASH FLOW INFORMATION

The change in additions to property, plant and equipment is as follows:

| For the nine months ended September 30 (unaudited, in thousands of dollars) | Notes | 2020               | 2019                |
|-----------------------------------------------------------------------------|-------|--------------------|---------------------|
| Additions to property, plant, and equipment                                 | 11    | \$ (65,726)        | \$ (207,661)        |
| Capitalized interest                                                        |       | —                  | 827                 |
| Amounts included in working capital                                         |       | 796                | 484                 |
|                                                                             |       | <b>\$ (64,930)</b> | <b>\$ (206,350)</b> |

### 21. COMMITMENTS

The Company has commitments to construct one gearless bulk carrier and, through its interest in a joint venture, an additional four bulk carriers. Payments for the gearless bulk carrier are \$7,150 (\$5,360 USD) in 2020 and \$18,321 (\$13,735 USD) in 2021. The Company's share of payments for the other bulk carriers are \$18,761 (\$14,065 USD) in 2021.

### 22. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

#### Financial Instruments

The Company's financial instruments that are included in the consolidated balance sheets comprise cash, accounts receivable, derivative assets, accounts payable and accrued charges, derivative liabilities, dividends payable and long-term debt.

Financial instruments that are measured at fair value are classified into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 and that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no transfers into or out of Level 1, 2 or 3 during the periods.

#### Fair Value

The carrying value and fair value of financial assets and financial liabilities are as follows:

| As at (unaudited, in thousands of dollars)     | September 30<br>2020 | December 31<br>2019 |
|------------------------------------------------|----------------------|---------------------|
| Financial assets carrying and fair value:      |                      |                     |
| Cash                                           | \$ 13,508            | \$ 18,865           |
| Accounts receivable                            | \$ 60,366            | \$ 67,612           |
| Derivative asset                               | \$ 956               | \$ —                |
| Loan interest receivable                       | \$ —                 | \$ 634              |
| Other assets                                   | \$ —                 | \$ 10,994           |
| Financial liabilities carrying and fair value: |                      |                     |
| Accounts payable and accrued charges           | \$ 55,171            | \$ 63,441           |
| Dividends payable                              | \$ 1,807             | \$ 1,459            |
| Accrued interest on long-term debt             | \$ 3,155             | \$ 4,488            |
| Compensation payable to Pool members           | \$ —                 | \$ 3,347            |
| Carrying value of long-term debt               | \$ 351,800           | \$ 338,159          |
| Fair value of long-term debt                   | \$ 353,934           | \$ 346,985          |

#### Liquidity risk

The contractual maturities of non-derivative financial liabilities are as follows:

| (in thousands of dollars)                 | 2020             | 2021              | 2022            | 2023            | 2024 and<br>Beyond | Total             |
|-------------------------------------------|------------------|-------------------|-----------------|-----------------|--------------------|-------------------|
| Long-term debt including equity component | \$ 82,997        | \$ 182,929        | \$ 150          | \$ 5,196        | \$ 80,528          | \$ 351,800        |
| Capital asset commitments                 | 7,150            | 37,082            | —               | —               | —                  | 44,232            |
| Interest payments on long-term debt       | 2,621            | 13,898            | 4,581           | 4,391           | 2,166              | 27,657            |
|                                           | <b>\$ 92,768</b> | <b>\$ 233,909</b> | <b>\$ 4,731</b> | <b>\$ 9,587</b> | <b>\$ 82,694</b>   | <b>\$ 423,689</b> |

# Notes to the Interim Condensed Consolidated Financial Statements

## Foreign Exchange Risk

At September 30, 2020 and December 31, 2019, approximately 39% and 41% respectively of the Company's total assets were denominated in U.S. dollars, including U.S. cash of \$6,860 and \$9,564 at September 30, 2020 and December 31, 2019, respectively.

The Company has significant commitments due for payment in U.S. dollars. For payments due in U.S. dollars, the Company mitigates the risk principally through U.S. dollar cash inflows and foreign-denominated debt. The Company also utilizes foreign exchange forward contracts as a hedge on purchase commitments to manage its foreign exchange risk associated with payments required under shipbuilding contracts with foreign shipbuilders for vessels that will join our Canadian flag domestic dry-bulk fleet.

At September 30, 2020 the Company had U.S. dollar denominated foreign exchange forward contracts outstanding with a notional principal of \$54,000 USD and fair value gain of \$682. As of December 31, 2019 the Company did not have any foreign exchange forward contracts outstanding.

## 23. SEGMENT DISCLOSURES

The Company operates through six segments; Domestic Dry-Bulk, Product Tankers, Ocean Self-Unloaders, Global Short Sea Shipping, Investment Properties and Corporate. The segment operating results include fully consolidated subsidiaries and interests in jointly controlled entities. Segment disclosures are based on how the Chief Executive Officer views operating results and how decisions are made about resources to be allocated to operating segments.

The following presents the Company's results by reportable segment.

|                                                                                    | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Corporate   | Investment<br>Properties | Global Short<br>Sea Shipping | Total      |
|------------------------------------------------------------------------------------|----------------------|--------------------|--------------------------|-------------|--------------------------|------------------------------|------------|
| For the three months ended September 30, 2020 (unaudited, in thousands of dollars) |                      |                    |                          |             |                          |                              |            |
| Revenue                                                                            | \$ 88,144            | \$ 29,798          | \$ 34,235                | \$ 706      | \$ 2,119                 | \$ —                         | \$ 155,002 |
| Operating expenses                                                                 | (51,446)             | (16,305)           | (20,233)                 | (237)       | (1,897)                  | —                            | (90,118)   |
| Selling, general and administrative                                                | (2,901)              | (1,150)            | (353)                    | (1,682)     | —                        | —                            | (6,086)    |
| Depreciation and amortization                                                      | (6,353)              | (3,654)            | (7,330)                  | (252)       | (667)                    | —                            | (18,256)   |
| Operating earnings (loss)                                                          | 27,444               | 8,689              | 6,319                    | (1,465)     | (445)                    | —                            | 40,542     |
| Interest, net                                                                      | —                    | —                  | —                        | (4,584)     | —                        | —                            | (4,584)    |
| Foreign currency loss                                                              | —                    | —                  | —                        | 259         | —                        | —                            | 259        |
|                                                                                    | 27,444               | 8,689              | 6,319                    | (5,790)     | (445)                    | —                            | 36,217     |
| Income tax (expense) recovery                                                      | (7,174)              | (2,353)            | 2                        | 3,295       | 118                      | —                            | (6,112)    |
| Net (loss) earnings of joint ventures                                              | —                    | —                  | (10,239)                 | —           | —                        | 2,369                        | (7,870)    |
| Net earnings (loss)                                                                | \$ 20,270            | \$ 6,336           | \$ (3,918)               | \$ (2,495)  | \$ (327)                 | \$ 2,369                     | \$ 22,235  |
| For the nine months ended September 30, 2020 (unaudited, in thousands of dollars)  |                      |                    |                          |             |                          |                              |            |
| Revenue                                                                            | \$ 188,197           | \$ 90,245          | \$ 104,130               | \$ 2,236    | \$ 6,561                 | \$ —                         | \$ 391,369 |
| Operating expenses                                                                 | (139,495)            | (60,154)           | (66,300)                 | (712)       | (5,129)                  | —                            | (271,790)  |
| Selling, general and administrative                                                | (9,242)              | (3,826)            | (1,135)                  | (7,556)     | —                        | —                            | (21,759)   |
| Depreciation and amortization                                                      | (18,988)             | (10,998)           | (22,978)                 | (749)       | (1,998)                  | —                            | (55,711)   |
| Operating earnings (loss)                                                          | 20,472               | 15,267             | 13,717                   | (6,781)     | (566)                    | —                            | 42,109     |
| Interest, net                                                                      | —                    | —                  | —                        | (14,534)    | —                        | —                            | (14,534)   |
| Foreign currency loss                                                              | —                    | —                  | —                        | 432         | —                        | —                            | 432        |
|                                                                                    | 20,472               | 15,267             | 13,717                   | (20,883)    | (566)                    | —                            | 28,007     |
| Income tax (expense) recovery                                                      | (5,355)              | (4,142)            | 7                        | 6,665       | 207                      | —                            | (2,618)    |
| Net (loss) earnings from investments in joint ventures                             | —                    | —                  | (10,213)                 | —           | —                        | 1,175                        | (9,038)    |
| Net earnings (loss)                                                                | \$ 15,117            | \$ 11,125          | \$ 3,511                 | \$ (14,218) | \$ (359)                 | \$ 1,175                     | \$ 16,351  |

## Notes to the Interim Condensed Consolidated Financial Statements

|                                                               | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Corporate | Investment<br>Properties | Global Short<br>Sea Shipping | Total        |
|---------------------------------------------------------------|----------------------|--------------------|--------------------------|-----------|--------------------------|------------------------------|--------------|
| As at September 30, 2020 (unaudited, in thousands of dollars) |                      |                    |                          |           |                          |                              |              |
| <b>Assets</b>                                                 |                      |                    |                          |           |                          |                              |              |
| Current assets                                                | \$ 48,943            | \$ 6,846           | \$ 20,593                | \$ 18,605 | \$ 4,751                 | \$ —                         | \$ 99,738    |
| Property, plant, and equipment                                | 466,578              | 111,242            | 277,492                  | 7,549     | 15,343                   | —                            | 878,204      |
| Investments in joint ventures                                 | —                    | —                  | 4,900                    | —         | —                        | 143,935                      | 148,835      |
| Goodwill and intangible assets                                | 7,910                | —                  | 719                      | —         | —                        | —                            | 8,629        |
| Other assets                                                  | 15,467               | —                  | 9                        | 549       | —                        | —                            | 16,025       |
|                                                               | \$ 538,898           | \$ 118,088         | \$ 303,713               | \$ 26,703 | \$ 20,094                | \$ 143,935                   | \$ 1,151,431 |
| <b>Liabilities</b>                                            |                      |                    |                          |           |                          |                              |              |
| Current liabilities                                           | \$ 32,913            | \$ 9,634           | \$ 10,291                | \$ 8,877  | \$ 137                   | \$ —                         | \$ 61,852    |
| Current portion of long-term debt                             | —                    | —                  | —                        | 265,473   | —                        | —                            | 265,473      |
| Long-term liabilities                                         | 4,505                | 15,799             | 63                       | 73,993    | —                        | —                            | 94,360       |
| Long-term debt                                                | —                    | —                  | —                        | 83,837    | —                        | —                            | 83,837       |
|                                                               | 37,418               | 25,433             | 10,354                   | 432,180   | 137                      | —                            | 505,522      |
| <b>Shareholders' Equity</b>                                   | 501,480              | 92,655             | 293,359                  | (405,477) | 19,957                   | 143,935                      | 645,909      |
|                                                               | \$ 538,898           | \$ 118,088         | \$ 303,713               | \$ 26,703 | \$ 20,094                | \$ 143,935                   | \$ 1,151,431 |

|                                                                                    | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Corporate  | Investment<br>Properties | Global Short<br>Sea Shipping | Total      |
|------------------------------------------------------------------------------------|----------------------|--------------------|--------------------------|------------|--------------------------|------------------------------|------------|
| For the three months ended September 30, 2019 (unaudited, in thousands of dollars) |                      |                    |                          |            |                          |                              |            |
| Revenue                                                                            | \$ 91,716            | \$ 36,169          | \$ 36,939                | \$ 719     | \$ 2,358                 | \$ —                         | \$ 167,901 |
| Operating expenses                                                                 | (59,728)             | (24,950)           | (23,051)                 | (251)      | (1,609)                  | —                            | (109,589)  |
| Selling, general and administrative                                                | (2,751)              | (958)              | (418)                    | (3,364)    | —                        | —                            | (7,491)    |
| Depreciation and amortization                                                      | (6,398)              | (3,584)            | (8,346)                  | (240)      | (659)                    | —                            | (19,227)   |
| Operating earnings (loss)                                                          | 22,839               | 6,677              | 5,124                    | (3,136)    | 90                       | —                            | 31,594     |
| Interest, net                                                                      | —                    | —                  | —                        | (5,557)    | —                        | —                            | (5,557)    |
| Foreign currency loss                                                              | —                    | —                  | (2)                      | (370)      | —                        | —                            | (372)      |
|                                                                                    | 22,839               | 6,677              | 5,122                    | (9,063)    | 90                       | —                            | 25,665     |
| Income tax (expense) recovery                                                      | (6,524)              | (2,307)            | 2                        | 1,097      | (26)                     | —                            | (7,758)    |
| Net earnings of joint ventures                                                     | —                    | —                  | 111                      | —          | —                        | 3,031                        | 3,142      |
| Net earnings (loss)                                                                | \$ 16,315            | \$ 4,370           | \$ 5,235                 | \$ (7,966) | \$ 64                    | \$ 3,031                     | \$ 21,049  |

|                                                                                   |            |            |           |             |          |          |            |
|-----------------------------------------------------------------------------------|------------|------------|-----------|-------------|----------|----------|------------|
| For the nine months ended September 30, 2019 (unaudited, in thousands of dollars) |            |            |           |             |          |          |            |
| Revenue                                                                           | \$ 196,543 | \$ 103,184 | \$ 89,508 | \$ 2,383    | \$ 7,305 | \$ —     | \$ 398,923 |
| Operating expenses                                                                | (154,334)  | (74,763)   | (57,029)  | (718)       | (5,094)  | —        | (291,938)  |
| Selling, general and administrative                                               | (8,504)    | (3,015)    | (1,349)   | (10,204)    | —        | —        | (23,072)   |
| Depreciation and amortization                                                     | (17,903)   | (9,951)    | (20,262)  | (720)       | (1,991)  | —        | (50,827)   |
| Operating earnings (loss)                                                         | 15,802     | 15,455     | 10,868    | (9,259)     | 220      | —        | 33,086     |
| Interest, net                                                                     | —          | —          | —         | (13,382)    | —        | —        | (13,382)   |
| Foreign currency loss                                                             | —          | —          | (2)       | (974)       | —        | —        | (976)      |
|                                                                                   | 15,802     | 15,455     | 10,866    | (23,615)    | 220      | —        | 18,728     |
| Income tax (expense) recovery                                                     | (4,434)    | (4,094)    | 7         | 6,996       | (3)      | —        | (1,528)    |
| Net earnings from investments in joint ventures                                   | —          | —          | 248       | —           | —        | 2,914    | 3,162      |
| Net earnings (loss)                                                               | \$ 11,368  | \$ 11,361  | \$ 11,121 | \$ (16,619) | \$ 217   | \$ 2,914 | \$ 20,362  |

## Notes to the Interim Condensed Consolidated Financial Statements

|                                                              | Domestic<br>Dry-Bulk | Product<br>Tankers | Ocean Self-<br>Unloaders | Corporate | Investment<br>Properties | Global Short<br>Sea Shipping | Total        |
|--------------------------------------------------------------|----------------------|--------------------|--------------------------|-----------|--------------------------|------------------------------|--------------|
| As at December 31, 2019 (unaudited, in thousands of dollars) |                      |                    |                          |           |                          |                              |              |
| <b>Assets</b>                                                |                      |                    |                          |           |                          |                              |              |
| Current assets                                               | \$ 58,989            | \$ 4,916           | \$ 23,965                | \$ 25,046 | \$ 1,513                 | \$ —                         | \$ 114,429   |
| Property, plant, and equipment                               | 430,545              | 120,755            | 281,711                  | 6,668     | 16,708                   | —                            | 856,387      |
| Investments in joint ventures                                | —                    | —                  | 3,751                    | —         | —                        | 139,043                      | 142,794      |
| Goodwill and intangible assets                               | 7,910                | —                  | 3,284                    | —         | —                        | —                            | 11,194       |
| Other assets                                                 | 6,815                | —                  | 9                        | 15,749    | —                        | —                            | 22,573       |
|                                                              | \$ 504,259           | \$ 125,671         | \$ 312,720               | \$ 47,463 | \$ 18,221                | \$ 139,043                   | \$ 1,147,377 |
| <b>Liabilities</b>                                           |                      |                    |                          |           |                          |                              |              |
| Current liabilities                                          | \$ 36,343            | \$ 13,612          | \$ 15,520                | \$ 10,870 | \$ 424                   | \$ —                         | \$ 76,769    |
| Current portion of long-term debt                            | —                    | —                  | —                        | 80,076    | —                        | —                            | 80,076       |
| Long-term liabilities                                        | 3,036                | 15,987             | 70                       | 56,241    | —                        | —                            | 75,334       |
| Long-term debt                                               | —                    | —                  | —                        | 254,777   | —                        | —                            | 254,777      |
|                                                              | 39,379               | 29,599             | 15,590                   | 401,964   | 424                      | —                            | 486,956      |
| <b>Shareholders' Equity</b>                                  | 464,880              | 96,072             | 297,130                  | (354,501) | 17,797                   | 139,043                      | 660,421      |
|                                                              | \$ 504,259           | \$ 125,671         | \$ 312,720               | \$ 47,463 | \$ 18,221                | \$ 139,043                   | \$ 1,147,377 |

### 24. SHARE-BASED COMPENSATION

The Company maintains a stock option program for certain key employees. Options on common shares are periodically granted to eligible employees under the plan for terms of 5 years and cliff vest on the third anniversary of the grant date. These options provide holders with the right to purchase common shares of the Company at a fixed price equal to the closing market price of the shares on the day prior to the date the options were issued. Under this plan, 1,891,227 common shares have been reserved for future issuance. The outstanding options expire on various dates to March 1, 2025. The following table summarizes the Company's stock option activity and related information for the period ended September 30, 2020 and year ended December 31, 2019.

|                                                                                    | September 30, 2020  |                                       | December 31, 2019   |                                       |
|------------------------------------------------------------------------------------|---------------------|---------------------------------------|---------------------|---------------------------------------|
|                                                                                    | Number of<br>shares | Weighted<br>average<br>exercise price | Number of<br>shares | Weighted<br>average<br>exercise price |
| <b>Stock Option Activity</b><br>As at (unaudited, amounts not stated in thousands) |                     |                                       |                     |                                       |
| Number outstanding, beginning of period                                            | 230,000             | \$ 13.43                              | 250,000             | \$ 15.06                              |
| Granted                                                                            | 113,542             | 12.52                                 | 130,000             | 13.15                                 |
| Forfeited/cancelled                                                                | —                   | —                                     | (150,000)           | (15.06)                               |
| Exercise price adjustment                                                          | —                   | —                                     | —                   | (0.55)                                |
| Number outstanding, end of period                                                  | 343,542             | \$ 13.13                              | 230,000             | \$ 13.43                              |

The following table summarizes information relating to stock options outstanding as at September 30, 2020.

| Exercise price per share<br>(unaudited, amounts not stated in thousands) | Options outstanding |                                          |
|--------------------------------------------------------------------------|---------------------|------------------------------------------|
|                                                                          | Number of<br>shares | Remaining<br>contractual life<br>(years) |
| \$12.52                                                                  | 113,542             | 4.41                                     |
| \$12.60                                                                  | 130,000             | 3.42                                     |
| \$14.51                                                                  | 100,000             | 2.60                                     |

For the period ended September 30, 2020, the Company recognized compensation expense for stock option awards of \$111 (December 31, 2019 - \$41). For the period ended September 30, 2020, 113,542 (December 31, 2019 - 130,000) options were granted by the Company at a weighted average fair value of \$1.08 per option (December 31, 2019 - \$1.45).



**2020**

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