Condensed Consolidated Interim Financial Statements of

CARGOJET

For the three and nine month periods ended
September 30, 2025 and 2024

(unaudited - expressed in millions of Canadian dollars)

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CARGOJET INC.

Condensed Consolidated Interim Balance Sheets
As at September 30, 2025 and December 31, 2024
(unaudited - Canadian dollars in millions)

	Note	September 2025	December 31, 2024
		$	$
ASSETS			
CURRENT ASSETS			
Cash		3.7	1.5
Trade and other receivables	3	82.9	103.0
Inventories		3.7	2.5
Prepaid expenses and deposits	5	43.1	8.0
Income taxes recoverable		0.1	0.1
Notes receivable	5	35.7	-
Assets held for sale	5	30.7	-
Total current assets		199.9	115.1
NON-CURRENT ASSETS			
Property, plant and equipment	5,10	1,727.1	1,651.1
Investment in associate	6	9.8	7.7
Long-term loans receivable	6	0.7	0.6
Goodwill		48.3	48.3
Intangible assets		2.0	2.0
Prepaid expenses and deposits	5	6.1	6.0
Contract assets	3,4	95.5	94.9
Total assets		2,089.4	1,925.7
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	17	100.1	142.6
Debentures	11	114.2	-
Lease liabilities	10	21.0	19.1
Financial liabilities	10	4.2	-
Share-based compensation	8	3.0	-
Borrowings	9	-	15.2
Dividends payable	17	5.3	-
Derivative financial instruments	21	29.6	20.7
Stock warrant obligations	4	9.5	-
Total current liabilities		286.9	197.6
NON-CURRENT LIABILITIES			
Borrowings	9	401.0	522.9
Lease liabilities	10	69.8	84.4
Financial liabilities	10	98.2	-
Stock warrant obligations	4	36.3	62.9
Trade and other payables	17	-	1.3
Debentures	11	248.6	113.5
Deferred income taxes	12	186.8	178.7
Employee pension and share-based compensation	8	26.3	26.7
Total liabilities		1,353.9	1,188.0
Total shareholders' equity		735.5	737.7
Total liabilities and shareholders' equity		2,089.4	1,925.7

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

CARGOJET INC.
Condensed Consolidated Interim Statements of Earnings and Comprehensive Income

Three and nine month periods ended September 30, 2025 and 2024

(unaudited - Canadian dollars in millions except per share data)

	Note	Three months ended September 30, 2025	Three months ended September 30, 2024	Nine months ended September 30, 2025	Nine months ended September 30, 2024
		$	$	$	$
REVENUES	3	219.9	245.6	708.0	707.6
DIRECT EXPENSES	13	190.3	183.2	576.1	555.4
GROSS MARGIN		29.6	62.4	131.9	152.2
Selling, general and administrative expenses	14	17.5	24.3	57.4	65.3
Fair value (increase) decrease on stock warrant	4	(13.5)	(10.9)	(36.2)	20.6
Loss (gain) on swap derivative	21	1.6	1.1	8.9	(21.5)
Finance costs	15	14.3	12.7	38.0	43.2
Other loss (gain), net	16	0.6	(0.7)	4.2	(14.9)
Share of gain in associate	6	(0.6)	(0.3)	(2.1)	(0.9)
EARNINGS BEFORE INCOME TAXES		9.7	36.2	61.7	60.4
PROVISION FOR INCOME TAXES	12				
Deferred		0.9	6.5	8.1	23.2
NET EARNINGS AND COMPREHENSIVE INCOME		8.8	29.7	53.6	37.2
NET (LOSS) EARNINGS PER SHARE	18				
- Basic		$0.58	$1.85	$3.50	$2.27
- Diluted		$0.58	$1.78	$3.46	$2.27

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

CARGOJET INC.

Condensed Consolidated Interim Statements of Changes in Equity
Nine month periods ended September 30, 2025 and 2024

(unaudited - Canadian dollars in millions)

	Note	Shareholders' capital	Contributed surplus	Surplus on debenture settlement	Retained earnings	Total shareholders' equity
		$	$	$	$	$
Balance, January 1, 2025		588.5	2.1	13.1	134.0	737.7
Net earnings and comprehensive income		-	-	-	53.6	53.6
Share-based compensation	8	-	(0.8)	-	-	(0.8)
Share buyback	17	(14.4)	-	-	(24.6)	(39.0)
Dividends	17	-	-	-	(16.0)	(16.0)
Balance, September 30, 2025		574.1	1.3	13.1	147.0	735.5
Balance, January 1, 2024		609.8	0.8	13.1	160.8	784.5
Net earnings and comprehensive income		-	-	-	37.2	37.2
Share-based compensation	8	-	1.7	-	-	1.7
Restricted shares, vested and exercised	8,17	0.5	(0.5)	-	-	-
Withholding tax paid on vested RSUs	8	-	(0.5)	-	-	(0.5)
Share buyback	17	(7.2)	-	-	(87.6)	(94.8)
Dividends	17	-	-	-	(15.8)	(15.8)
Balance, September 30, 2024		603.1	1.5	13.1	94.6	712.3

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

CARGOJET INC.

Condensed Consolidated Interim Statements of Cash Flows
Nine month periods ended September 30, 2025 and 2024

(unaudited - Canadian dollars in millions)

	Note	Nine months ended September 30, 2025	2024
		$	$
CASH FLOWS FROM OPERATING ACTIVITIES			
Net earnings		53.6	37.2
Adjustments to reconcile net cash from operating activities			
Depreciation of property, plant and equipment and amortization of contract assets	3,4,5	153.7	141.0
Share-based compensation expense	8	4.0	14.1
Finance costs	15	38.0	43.2
Fair value write-down of assets held for sale and property, plant and equipment	5	7.0	1.1
Gain on disposal of property, plant and equipment and assets held for sale	16	(0.9)	(17.4)
Realized foreign exchange gain on disposal of assets	5	(0.7)	-
Share-based compensation paid	8	(1.1)	(2.4)
Employee pension liability	19	0.2	-
Pension paid	19	-	(9.8)
Provision for income tax	12	8.1	23.2
Fair value (decrease) increase on stock warrants	4	(36.2)	20.6
Unrealized loss (gain) on swap derivative contract	21	8.9	(20.1)
Unrealized foreign exchange (gain) loss	7	(2.4)	1.7
Share of gain in associate	6	(2.1)	(0.9)
Withholding tax paid on vested RSUs & PSUs		(1.3)	(0.5)
Interest paid		(32.1)	(35.4)
Cash generated from operating activities		196.7	195.6
Changes in non-cash working capital items and other long-term items			
Trade and other receivables		55.6	13.1
Inventories		(1.2)	0.7
Prepaid expenses and deposits		(35.2)	(1.6)
Trade and other payables		(11.0)	17.2
NET CASH GENERATED FROM OPERATING ACTIVITIES		204.9	225.0
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment	5	(279.9)	(113.1)
Proceeds from disposal of property, plant and equipment and assets held for sale	5	5.5	105.1
(Increase in) proceeds from notes receivable	6	(35.7)	2.2
NET CASH USED IN INVESTING ACTIVITIES		(310.1)	(5.8)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of borrowings	9	(137.1)	(83.4)
Repayment of obligations under lease liabilities	7,10	(23.7)	(23.5)
Proceeds from financial liability	7,10	103.5	-
Repayment of obligations under financial liabilities	10	(1.7)	-
Share buyback	17	(71.8)	(121.9)
Proceeds from debenture issuance net of issuance costs	11	248.9	-
Dividends paid to shareholders	17	(10.7)	(15.5)
NET CASH USED IN FINANCING ACTIVITIES		107.4	(244.3)
NET CHANGE IN CASH		2.2	(25.1)
CASH, BEGINNING OF PERIOD		1.5	31.8
CASH, END OF PERIOD		3.7	6.7

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

1. NATURE OF THE BUSINESS

Cargojet Inc. (“Cargojet” or the “Company”) operates a domestic air cargo co-load network between sixteen major Canadian cities. The Company also provides dedicated aircraft to customers on an Aircraft, Crew, Maintenance and Insurance (“ACMI”) basis, operating between points in Canada, USA, Mexico, South America, Europe and Asia. As well, the Company operates scheduled international routes for multiple cargo customers between the USA and Bermuda, between Canada, UK and Germany, between Canada and Asia and between Canada and Mexico.

Cargojet is publicly listed with shares and hybrid debentures traded on the Toronto Stock Exchange (“TSX”). The Company is incorporated in Ontario and domiciled in Canada and the registered office is located at 2281 North Sheridan Way, Mississauga, L5K 2S3, Ontario.

These condensed consolidated interim financial statements (the “financial statements”) were approved by the Board of Directors and authorized for issuance on November 4, 2025.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

Statement of compliance and basis of preparation

These financial statements have been prepared in accordance with IFRS Accounting Standards applicable to the preparation of interim financial statements, under International Accounting Standard 34, Interim Financial Reporting.

These financial statements include the accounts of the Company and its wholly owned subsidiary Cargojet Airways Ltd. (“CJA”) and CJA’s subsidiary Aeroship Handling Ltd. (“AH”).

All intra-company balances and transactions are eliminated in full on consolidation.

These financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the Company’s audited consolidated financial statements for the year ended December 31, 2024 and 2023.

Except as noted below, the Company has followed the same basis of presentation, accounting policies and method of computation for these financial statements as disclosed in the annual audited consolidated financial statements for the year ended December 31, 2024 and 2023.

Standards, amendments and interpretations issued and not yet adopted

Presentation and Disclosure in Financial Statements (IFRS 18): In April 2024, the IASB issued IFRS 18, the new standards on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss, where companies will be required to present separate categories of income and expense for operating, investing, and financing activities with prescribed subtotals for each new category. IFRS 18 will replace IAS 1, Presentation of Financial Statements, and retains many of the existing principals in IAS 1. IFRS 18 will be effective for years beginning on or after January 1, 2027, with earlier application permitted. Retrospective application is required. The Company is currently evaluating the impact of the new standard.

(unaudited - Canadian dollars in millions except where noted)

Amendments to the Classification and Measurement of Financial Instruments (IFRS 9 and IFRS 7): In May 2024, the IASB issued amendments to IFRS 9, “Financial Instruments” and IFRS 7, “Financial Instruments: Disclosures”. The amendments clarify the date of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system; clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion; add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and update the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI).

The amendments will be effective for years beginning on or after January 1, 2026, with earlier application permitted. Retrospective application is not required, and is only permitted without the use of hindsight. The Company is currently evaluating the impact of the amendments.

3. REVENUE FROM CONTRACTS WITH CUSTOMERS

The Company has recognized the following amounts relating to revenue in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income for the three and nine month periods ended September 30, 2025 and 2024:

	Three month period ended September 30,		Nine month period ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Revenue from air cargo services	202.6	225.3	653.5	639.9
Revenue from other sources	17.3	20.3	54.5	67.7
Total revenue	219.9	245.6	708.0	707.6

Revenue recognized at a point of time

	Three month period ended September 30,		Nine month period ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Domestic network	99.6	93.7	306.7	273.1
ACMI	54.6	70.2	176.5	210.4
All-in charter	30.9	36.7	107.7	79.8
Fuel surcharge and other revenue	39.2	41.4	119.8	140.8
Total excluding amortization of stock warrant contract assets	224.3	242.0	710.7	704.1
Amortization of contract assets - stock warrant	(7.9)	(4.4)	(18.1)	(15.1)
Total revenue	216.4	237.6	692.6	689.0

(unaudited - Canadian dollars in millions except where noted)

Revenue recognized from transfer of services over time

	Three month period ended September 30, 2025	2024	Nine month period ended September 30, 2025	2024
	$	$	$	$
All-in charter	2.0	4.8	11.0	14.4
Fuel surcharge and other revenue	1.5	3.2	4.4	4.2
Total revenue	3.5	8.0	15.4	18.6

Contract assets and liabilities

As at September 30, 2025 and December 31, 2024, the Company's revenue-related assets and liabilities consist of the following:

	September 30, 2025	December 31, 2024
	$	$
Contract asset - stock warrants	93.5	92.5
Contract asset - other	2.0	2.4
Trade receivables	69.1	98.2
Other receivables	13.8	4.8
Total contract assets	178.4	197.9
Contract liability - expected rebates to customers	0.3	0.3

4. STOCK WARRANTS

A. Amazon

On August 23, 2019, the Company entered into a stock warrant agreement with Amazon. This agreement is in conjunction with Amazon's existing commercial agreement for overnight air cargo services and charters and is intended to incentivize growth in Amazon's utilization of those services to support fast delivery for Amazon customers in Canada.

Under the agreement, the Company issued warrants to Amazon for the opportunity to purchase variable voting shares that will vest in two tranches based on the achievement of commercial milestones related to Amazon's business with the Company. The warrant agreement grants Amazon the right to acquire up to 15.9% of the issued and outstanding voting shares. Tranche I warrant shares represent 10.6% and Tranche II warrant shares represent 5.3% of the aggregate of the currently issued and outstanding voting shares of the Company. Tranche I, when fully vested, will give Amazon a right to purchase up to an aggregate of 1.59 million shares and Tranche II will give a right to purchase an aggregate of 0.8 million shares. The exercise price of Tranche I is $91.78 per voting share. The exercise price for Tranche II is $186.57 per voting share. 0.4 million warrant shares of Tranche I vested immediately upon the execution of the agreement. Vesting of additional warrants is tied to the revenue generated by Amazon and its affiliates aggregated to an amount specified in the agreement of up to a maximum of $400 for Tranche I. Upon full vesting under Tranche I, vesting of Tranche II warrants will be tied to additional revenue above the Tranche I amounts generated by Amazon and its affiliates aggregated to an amount specified in the agreement of up to a maximum of $200. Tranche I is exercisable in accordance with its terms through February 23, 2026 and Tranche II is exercisable in accordance with its terms through February 23, 2027.

(unaudited - Canadian dollars in millions except where noted)

The Company has determined that the warrants are a derivative instrument and should be classified as a liability in accordance with IAS 32 and IFRS 9. The financial instruments are initially recorded at fair value and are then revalued at each reporting date. The initial fair value of the warrants of $72.6 issued to Amazon on August 23, 2019 was recorded as stock warrant obligations, having a fair value of $32.67 per warrant for Tranche I and $25.81 per warrant for Tranche II.

The fair value of warrants under Tranche I and Tranche II was determined using an American option pricing model utilizing Monte Carlo simulation and was classified within Level 3 of the fair value hierarchy. See Note 21 Financial Instruments. The corresponding contract asset was recognized at inception and will amortize against revenue in proportion to the payments to date over the total forecasted payments specified in the agreement. Based on the estimated total forecasted payments, warrants under Tranche II are not expected to vest. The fair value of the stock warrant obligations was revalued using the same American option pricing model utilizing Monte Carlo simulation and resulted in a gain of $19.2 during the nine month period ended September 30, 2025 (2024 - loss of $7.8).

The activity in contract assets and stock warrant obligations during the nine month period ended September 30, 2025 and the year ended December 31, 2024 is summarized below:

	September 30, 2025	December 31, 2024
Contract assets	$	$
Stock warrant and other contract assets - beginning of period	14.3	24.3
Less: Amortization during the period	(10.9)	(10.0)
Contract assets - end of period	3.4	14.3
Stock warrant obligations		
Stock warrant obligations - beginning of period	28.7	52.8
Fair value decrease during the period	(19.2)	(24.1)
Stock warrant obligations - end of period	9.5	28.7

B. DHL

On March 28, 2022, the Company entered into a stock warrant agreement with DHL Aviation (Netherlands) B.V. (“DHL”) and its affiliates. This agreement is in conjunction with DHL’s Consolidated Charter Agreement (“CCA”) to provide air transportation services on ACMI basis (by providing aircraft, crew, maintenance and insurance) for DHL’s global network for a term of five years with a renewal option for an additional two years.

Under the agreement, the Company issued warrants to DHL for the opportunity to purchase variable voting shares that will vest based on the achievement of commercial milestones related to DHL's existing business with the Company ("Existing Business Warrant Shares") and on achievement of growth targets ("Growth Business Warrant Shares"). If continued, the warrant agreement granted DHL the right to acquire up to 10.9% of the issued and outstanding voting shares. Existing Business Warrant Shares would have represented 6.3% and Growth Business Warrant Shares would have represented 4.6% of the aggregate of the currently issued and outstanding voting shares of the Company as at September 30, 2025. Existing Business Warrant Shares, when fully vested, would have given DHL a right to purchase up to an aggregate of 0.9 million shares and Growth Business Warrant Shares would have given a right to purchase an aggregate of 0.7 million shares. The exercise price of both Existing and Growth Warrant Shares is $158.92 per voting share. 0.4 million warrant shares or 2% of Existing Business Warrant Shares were vested immediately upon the execution of the agreement. Vesting of warrants was tied to the revenue generated by DHL aggregated to an amount specified in the agreement of up to $2,300 in business volume during the term. Existing and Growth Warrant Shares were exercisable in accordance with their terms through April 30, 2029.

On August 6, 2025, the Company amended this agreement under which both parties agreed to cancel all vested and unvested outstanding warrants and issued a new warrant certificate dated August 6, 2025 to DHL and its affiliates to purchase up to an aggregate of 1,000,000 variable voting shares at an exercise price of $93.61 representing 6.6% of the Company's issued and outstanding equity shares as on September 30, 2025. The parties also agreed to extend the term of the current CCA to provide air transportation services on ACMI basis (by providing aircraft, crew, maintenance and insurance) for DHL's global network for an additional six years after its expiry on March 28, 2027, with a renewal option for two additional terms of two years. Under the revised warrant agreement, Existing Business Warrant Shares represent 1.6% and Growth Business Warrant Shares represent 3.3% of the aggregate of the currently issued and outstanding voting shares of the Company. Existing Business Warrant Shares, when fully vested, will give DHL a right to purchase up to an aggregate of 250,000 shares and Growth Business Warrant Shares will give a right to purchase an aggregate of 500,000 shares. The exercise price of both Existing and Growth Warrant Shares is $93.61 per voting share. 250,000 warrant shares or 1.6% of Warrant Shares vested immediately upon the execution of the agreement. Vesting of warrants is tied to the revenue generated by DHL aggregated to an amount specified in the agreement of up to $3,200 in business volume during the term. Existing and Growth Warrant Shares are exercisable in accordance with their terms through August 6, 2033.

The Company has determined that the CCA contract modification does add additional services that are distinct from those already provided, however they are not offered at their stand-alone selling price. Therefore, in reference of IFRS 15.21(a), this contract modification will be accounted for prospectively. Accordingly, the fair value of the Company's obligation was determined on August 6, 2025, that increased by $19.1 to a total value of $41.6, A corresponding increase was recognized in the value of the contract asset. The revised value of the contract asset will amortize against future revenues in proportion to the payments to date over the total forecasted payments specified in the agreement.

The Company has determined that the warrants are a derivative instrument and should be classified as a liability in accordance with IAS 32 and IFRS 9. The financial instruments are initially recorded at fair value and are then revalued at each reporting date.

The fair value of warrants was determined using an American option pricing model utilizing Monte Carlo simulation and was classified within Level 3 of the fair value hierarchy. See Note 21 Financial Instruments. The corresponding contract asset was recognized at inception and will amortize against revenue in proportion to the payments to date over the total forecasted payments specified in the CCA. The fair value of the stock warrant obligations was revalued as at September 30, 2025 using the same American option pricing model utilizing Monte Carlo simulation and resulted in a gain of $17.0 during the nine month period ended September 30, 2025 (2024 - loss of $12.8).

(unaudited - Canadian dollars in millions except where noted)

The activity in contract assets and stock warrant obligations during the nine month period ended September 30, 2025 and the year ended December 31, 2024 is summarized below:

	September 30, 2025	December 31, 2024
Contract assets	$	$
Stock warrant and other contract assets - beginning of period	78.2	89.3
Add: Stock warrant and other contract assets	19.1	-
Less: Amortization during the period	(7.2)	(11.1)
Contract assets - end of period	90.1	78.2
Stock warrant obligations		
Stock warrant obligations - beginning of period	34.2	57.3
Add: Stock warrant obligations during the period	19.1	-
Fair value decrease during the period	(17.0)	(23.1)
Stock warrant obligations - end of period	36.3	34.2

(unaudited - Canadian dollars in millions except where noted)

5. PROPERTY, PLANT AND EQUIPMENT

Cost	Balance as at January 1, 2025	Additions	Transfers	Assets Held for Sale and Adjustments[1]	Balance as at September 30, 2025
	$	$	$	$	$
Aircraft hull	900.1	0.2	96.2	(57.3)	939.2
Engines	942.8	17.8	184.2	(65.9)	1,078.9
Right of use assets	81.8	8.4	-	-	90.2
Spare parts	15.8	3.2	-	-	19.0
Ground equipment	74.1	0.9	0.1	-	75.1
Rotable spares	106.9	23.7	0.1	-	130.7
Computer hardware and software	16.4	0.2	0.6	-	17.2
Furniture and fixtures	6.0	-	0.1	-	6.1
Leasehold improvements	26.0	-	-	-	26.0
Vehicles	4.1	-	-	-	4.1
Hangar and cross-dock facilities	46.4	-	-	-	46.4
Property, plant and equipment under development	149.3	208.3	(288.1)	-	69.5
Deferred heavy maintenance	215.5	25.6	6.8	(5.0)	242.9
	2,585.2	288.3	-	(128.2)	2,745.3

[1] Assets Held for Sale and Adjustments included adjustment of $90.9 related to assets held for sale.

Accumulated depreciation & adjustments	Balance as at January 1, 2025	Depreciation	Assets Held for Sale and Adjustments[1]	Balance as at September 30, 2025	Net Book Value as at September 30, 2025
	$	$	$	$	$
Aircraft hull	248.3	33.4	(6.1)	275.6	663.6
Engines	361.7	61.5	(44.3)	378.9	700.0
Right of use assets	57.0	8.4	-	65.4	24.8
Spare parts	-	-	-	-	19.0
Ground equipment	41.5	3.7	-	45.2	29.9
Rotable spares	49.2	7.6	-	56.8	73.9
Computer hardware and software	14.9	0.7	-	15.6	1.6
Furniture and fixtures	4.1	0.3	-	4.4	1.7
Leasehold improvements	17.7	1.2	-	18.9	7.1
Vehicles	3.0	0.2	-	3.2	0.9
Hangar and cross-dock facilities	16.7	1.0	-	17.7	28.7
Property, plant and equipment under development	-	-	-	-	69.5
Deferred heavy maintenance	120.0	17.2	(0.7)	136.5	106.4
	934.1	135.2	(51.1)	1,018.2	1,727.1

[1] Assets Held for Sale and Adjustments included adjustment of $14.9 related to assets held for sale.

(unaudited - Canadian dollars in millions except where noted)

Cost	Balance as at January 1, 2024	Additions	Transfers	Adjustments	Balance as at December 31, 2024
	$	$	$	$	$
Aircraft hull	857.5	2.2	41.9	(1.5)	900.1
Engines	911.3	-	64.2	(32.7)	942.8
Right of use assets	80.5	1.3	-	-	81.8
Spare parts	12.1	3.7	-	-	15.8
Ground equipment	68.4	5.1	0.6	-	74.1
Rotable spares	84.8	22.4	(0.3)	-	106.9
Computer hardware and software	16.2	0.2	-	-	16.4
Furniture and fixtures	5.7	0.2	0.1	-	6.0
Leasehold improvements	25.4	0.1	0.5	-	26.0
Vehicles	4.1	-	-	-	4.1
Hangar and cross-dock facilities	44.4	-	2.0	-	46.4
Property, plant and equipment under development	72.8	186.6	(109.0)	(1.1)	149.3
Deferred heavy maintenance	187.0	28.5	-	-	215.5
	2,370.2	250.3	-	(35.3)	2,585.2

Accumulated depreciation & adjustments	Balance as at January 1, 2024	Depreciation	Adjustments	Balance as at December 31, 2024	Net Book Value December 31, 2024
	$	$	$	$	$
Aircraft hull	208.0	41.8	(1.5)	248.3	651.8
Engines	316.4	78.0	(32.7)	361.7	581.1
Right of use assets	46.5	10.5	-	57.0	24.8
Spare parts	-	-	-	-	15.8
Ground equipment	37.0	4.5	-	41.5	32.6
Rotable spares	41.2	8.0	-	49.2	57.7
Computer hardware and software	14.0	0.9	-	14.9	1.5
Furniture and fixtures	3.6	0.5	-	4.1	1.9
Leasehold improvements	16.5	1.2	-	17.7	8.3
Vehicles	2.7	0.3	-	3.0	1.1
Hangar and cross-dock facilities	15.5	1.2	-	16.7	29.7
Property, plant and equipment under development	-	-	-	-	149.3
Deferred heavy maintenance	101.8	18.2	-	120.0	95.5
	803.2	165.1	(34.2)	934.1	1,651.1

Property, plant and equipment under development of $69.5 as at September 30, 2025 relates to purchase and/or modification primarily of aircraft and aircraft engines that are not yet available for use (December 31, 2024 - $149.3).

Right of use assets consists of hangars, warehouses, offices and one Boeing 767-200 aircraft on lease.

Depreciation expense on property, plant and equipment for the three and nine month periods ended September 30, 2025 totaled $48.2 and $135.2 (2024 - $36.3 and $123.6), out of which $47.7 and $133.8 (2024 - $35.7 and $122.1) was recorded in direct expenses and $0.5 and $1.4 (2024 - $0.5 and $1.4) was recorded in selling, general and administrative expenses.

Costs of engine overhauls are capitalized and amortized on a straight-line basis over the period to the next overhaul. Before the overhaul, the cost and the corresponding accumulated depreciation are derecognized as adjustments. During the nine month period ended September 30, 2025, the Company derecognized cost and accumulated depreciation of $36.2 (2024 - $24.1) related to the previously capitalized engine overhauls.

Assets held for sale

In June 2025, the Company executed a letter of intent to sell two Boeing 767-300 aircraft at USD $50.5 or $69.0 in equivalent Canadian amount. The Company transferred its book value of $76.0 from property plant and equipment and presented it under current assets as held for sale. IFRS 5 specifies that once the asset is held for sale, it is to be measured at lower of carrying value and fair value less costs of sales. Therefore, a fair value write-down of $7.0 was recognized immediately within other loss (gain), net in the income statement in the second quarter of 2025. No depreciation will be recorded on these assets.

In August 2025, the Company finalized the sale by executing a sale and purchase agreement to sell both Boeing 767-300 aircraft. The Company successfully closed the sale of one aircraft in the third quarter of 2025 and expects to close the sale of the second aircraft in the fourth quarter of 2025. The second aircraft remained classified as asset held for sale as at September 30, 2025 at its remaining book value of US $22.6 or $30.7 in equivalent Canadian amount

During the current quarter, the Company received a note receivable for the completed the sale of one aircraft of US $25.4 (CAD $35.5) in lieu of the payment to be settled on or before the due date of January 9, 2026. The note bears an interest rate of 6.25% per annum. The Company accrued an interest of $0.2 million for the period ended September 30, 2025 and added to the outstanding balance of note receivable to $35.7.

Prepaid expenses and deposits

Any payments made on account to suppliers that have not been settled as at September 30, 2025 are classified under prepaid expenses and deposits. The balance comprised of deposit payment made for a new aircraft to be acquired in the first quarter of 2026 and transfer of conversion slots payments made for future aircraft conversions.

(unaudited - Canadian dollars in millions except where noted)

6. INVESTMENT IN ASSOCIATE

On August 10, 2021, the Company acquired an investment in Avia Acquisition LLC (“Avia”) for cash consideration of $6.5 and applied equity accounting on the investment. The Company also purchased a participation interest in Avia notes that entitles the Company to receive any payment of principal and accrued interest therein for cash consideration of $2.9. 21 Air LLC (“21 Air”), which is wholly owned by Avia, is one of the vendors of the Company and is principally engaged in providing ACMI, Crew, Maintenance and Insurance (“CMI”) and charter services from Miami, Florida. Avia is not a publicly listed Company.

During the year ended December 31, 2024, Avia issued Class B non-voting shares to a third party. The Company still holds 25% voting rights in Avia while its ownership was reduced from 25% to 21.5%.

During the nine month period ended September 30, 2025, Avia generated a net gain of $9.9 (2024 - gain of $3.7) and the Company’s share of the net gain was $2.1 (2024 - gain of $0.9). The Company increased the value of the investment by the share of the net gain. No dividend was declared or paid by Avia during the period.

Summarized financial information in respect of the Company's associate is as follows:

	September 30, 2025	December 31, 2024
	$	$
Current assets	47.2	30.7
Non-current assets	58.9	60.7
Total assets	106.1	91.4
Current liabilities	40.3	40.3
Non-current liabilities	26.1	27.6
Total liabilities	66.4	67.9
Net assets (liabilities)	39.7	23.5

(unaudited - Canadian dollars in millions except where noted)

	Nine month period ended September 30, 2025	Nine month period ended September 30, 2024
	$	$
Revenue	131.7	72.1
Expenses	121.8	68.4
Net gain	9.9	3.7
Company's share of net gain	2.1	0.9

Movement in investment in associate balance

	Nine month period ended September 30, 2025	Nine month period ended September 30, 2024
	$	$
Investment in associate - beginning of period	7.7	7.3
Company's share of net gain	2.1	0.9
Investment in associate - end of period	9.8	8.2

As at September 30, 2025, the Company has $0.7 in long-term loans receivable (December 31, 2024 - $0.7). During the nine month period ended September 30, 2025, the Company accrued interest of $0.1 (2024 - $0.1).

7. NET DEBT RECONCILIATION

The analysis of net debt as at September 30, 2025 and 2024 is presented below:

	September 30, 2025	December 31, 2024
	$	$
Cash	3.7	1.5
Gross debt - repayable within one year	(139.4)	(34.3)
Gross debt - repayable after one year	(817.6)	(720.8)
Net debt	(953.3)	(753.6)
Cash	3.7	1.5
Gross debt - fixed interest rates	(556.0)	(217.0)
Gross debt - variable interest rates	(401.0)	(538.1)
Net debt	(953.3)	(753.6)

(unaudited - Canadian dollars in millions except where noted)

	Cash / bank overdraft	Lease liabilities	Borrowing	Debentures	Total
	$	$	$	$	$
Net debt as at January 1, 2024	31.8	(119.1)	(453.9)	(226.2)	(767.4)
Cash flows	(30.3)	31.4	(84.2)	114.6	31.5
Loss on extinguishment of debts	-	-	-	(0.4)	(0.4)
Acquisitions - leases	-	(1.3)	-	-	(1.3)
Interest accretion	-	(8.1)	-	(1.5)	(9.6)
Foreign exchange adjustment	-	(6.4)	-	-	(6.4)
Net debt as at December 31, 2024	1.5	(103.5)	(538.1)	(113.5)	(753.6)
Cash flows	2.2	25.4	137.1	(248.6)	(83.9)
Acquisitions - leases and financial liabilities	-	(111.9)	-	-	(111.9)
Interest accretion	-	(5.6)	-	(0.7)	(6.3)
Foreign exchange adjustment	-	2.4	-	-	2.4
Net debt as at September 30, 2025	3.7	(193.2)	(401.0)	(362.8)	(953.3)

8. SHARE-BASED COMPENSATION

Crew incentive program

The Company implemented a long-term incentive plan for its pilots in 2019. Under the plan, the Company provided an option of $0.1 of cash or a one-time grant of $0.1 value of deferred stock units (“DSUs”) to all active crewmembers. One-half of the cash payment or DSUs vested on June 30, 2023 and the second half will vest on June 30, 2026. For the purpose of this offer, the grant and valuation of DSUs took place on July 1, 2019 based on the market price of the Company’s shares on that date.

The Company further extended its long-term incentive plan for its pilots hired on April 1, 2020, or after. Under the plan, the Company provided an option of $0.1 of cash or a one-time grant of $0.1 value of DSUs to all active crew members. The cash payment or DSUs will vest 50% on June 30, 2026, and the remaining 50% on June 30, 2029. For the purpose of this offer, the grant and valuation of DSUs took place on July 1, 2022, based on the market price of the Company’s shares on that date.

The Company again extended its long-term incentive plan for its pilots hired on July 1, 2022, or after. Under the plan, the Company provided an option of $0.1 of cash or a one-time grant of $0.1 value of DSUs to all active crew members. The cash payment or DSUs will vest 50% on October 31, 2026, and the remaining 50% on October 31, 2029. For the purpose of this offer, the grant and valuation of DSUs took place on November 1, 2022, based on the market price of the Company’s shares on that date.

As the liability under the plan will be settled in cash based on the value of the common shares at a future date, the fair value of the service received is recognized as an expense/income with a corresponding increase/decrease in the liability at the end of each reporting period up to the date of the settlement. Changes in value will be recognized as crew cost in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income, proportional to the period of service rendered by the employees.

As at September 30, 2025, the Company re-measured the fair value of DSUs granted to crew members and recorded a liability of $13.7 (December 31, 2024 - $13.1). For the nine month period ended September 30, 2025, the Company recognized a cost of $0.6 in crew cost for the services rendered in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income (2024 - cost of $5.5).

For the crew members who elected to receive $0.1 cash at the end of the vesting period, the Company also recognized $1.1 as crew cost expenses for the services rendered for the nine month period ended September 30, 2025 (2024 - $1.0), in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income. As at September 30, 2025, the Company had a total liability of $5.2 (December 31, 2024 - $4.1) for the cash incentives.

Deferred share units

The Company implemented a DSU plan for its non-employee directors in 2020. According to the plan, each director receives a portion of his or her annual retainer in DSUs that is predetermined for the year end. The amount may only be amended in accordance with any amendments to the director's compensation program as adopted by the Board from time to time. Directors may also make a written election to receive a portion of their annual cash retainer in DSUs in lieu of cash. Any remaining portion of the annual retainer will be paid in cash. The annual DSU amount for each director is $0.1.

These DSUs vest upon grant. DSUs are redeemable only when the director ceases to be a member of the Board provided that he or she is not otherwise engaged or employed by the Company. The cost of the vested DSUs is recognized as a liability under share-based compensation plans in the Condensed Consolidated Interim Balance Sheet and a corresponding expense is recognized.

The DSUs accrue dividend equivalents according to the plan. Additional DSUs will be issued equal to the aggregate amount of dividends that would have been paid to the director if the DSUs in the director's account on the record date had been shares divided by the market price of the shares on the date on which dividends were paid by the Company equal to a whole number rounded down. Fractional DSU will be disregarded.

Thereafter, the liability will be re-measured to fair value based on the market price of the Company's common shares at each reporting date up to and including the settlement date, with changes in fair value recognized in selling, general and administrative expenses in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income.

During the nine month period ended September 30, 2025, the Company granted 6,375 DSUs including dividend equivalents to the independent directors and credited them to their notional account.

As at September 30, 2025, a total of 20,540 DSUs were outstanding in the directors' notional accounts with a carrying amount of liability of $1.9 (December 31, 2024 - 14,165 DSUs with a carrying amount of liability of $1.5).

Restricted share units

The Company's Omnibus Plan provides the Company the ability to grant restricted share units ("RSUs") and options ("Options") to certain key executives, non-employee directors and senior management as part of its long-term incentive plan. Each RSU granted entitles the holder to one common voting share or one variable voting share of the Company on the settlement thereof. Each Option granted entitles the holder to one common voting share or one variable voting share of the Company on due exercise thereof or, if the holder duly elects a cashless exercise of the Option, the holder will receive that number of common voting shares or variable voting shares, as the case may be, equal to the excess of the five day volume weighted average trading price of the shares (as determined in accordance with the rules of the TSX) ending on the trading day before the exercise date of the Option (the "Market Price") over the exercise price of the Option, multiplied by the number of shares in respect of which the Option is exercised, divided by the Market Price, less any amount to be deducted or withheld in respect of taxes or otherwise pursuant to law. Option holders can also request to settle options in cash subject to the approval by the management of the Company.

During the nine month period ended September 30, 2025, out of the remaining 7058 RSUs issued to certain executives and consultants in 2024, 543 RSUs were forfeited and 6,515 RSUs vested. Vested RSUs were settled in cash and net settled due to the Company's obligation to withhold tax equal to the tax obligation of the participant and the amount withheld was remitted to the tax authority. Accordingly, payments of $0.3 were issued to the senior management and consultants for vested RSUs and the Company remitted an amount of $0.3 equal to the monetary value of the tax obligation determined based on the Market Price of $100.39.

During the nine month period ended September 30, 2025, out of 17,248 remaining RSUs granted in prior years, 8,624 RSUs vested. Vested RSUs were settled in cash and net settled due to the Company's obligation to withhold tax equal to the tax obligation of the participant and the amount withheld was remitted to the tax authority. Accordingly, payments of $0.4 were issued to the senior management and consultants for vested RSUs and the Company remitted an amount of $0.5 equal to the monetary value of the tax obligation determined based on the Market Price of $100.39.

During the nine month period ended September 30, 2025, in accordance with the Omnibus Plan, the Company granted 2.976 RSUs to a certain key executive. Each RSU had an average value per share of $100.79 calculated as the volume weighted average closing price of the common voting shares of the Company on the TSX for the five trading days prior to the grant date. 992 of the RSUs vested immediately, and one third of the remaining 1,984 RSUs will vest in each of the third quarters of 2026, 2027 and 2028 respectively.

The RSU activity for the nine month period ended September 30, 2025 and 2024 is summarized below:

(unaudited - Canadian dollars in millions except where noted)

RSUs	Number of RSUs	Fair value $
Balance as at January 1, 2024	7,791	0.1
Granted	39,699	4.6
Share dividend	90	-
Share based compensation - vested and settled	(23,274)	(1.8)
Share based compensation - unvested and amortized	-	(2.3)
Balance as at December 31, 2024	24,306	0.6
Granted	2,976	0.3
Share based compensation - vested and settled	(16,131)	(0.1)
Share based compensation - unvested and amortized	-	(0.5)
Forfeited	(543)	
Balance as at September 30, 2025	10,608	0.3

During the nine month period ended September 30, 2025, the total share-based compensation expense of $0.6 related to the RSUs was included in the Consolidated Statements of Earnings and Comprehensive Income (2024 - $3.4). As at September 30, 2025, unrecognized share-based compensation expense related to these RSUs was $0.3 on 10,608 outstanding RSUs (December 31, 2024 - $0.6 on 24,306 RSUs).

Options

The Options activity during the nine month periods ended September 30, 2025 and 2024 is summarized below:

OPTIONS	Number of Options	Weighted average exercise price
Balance as at January 1, 2024	92,904	123.71
Granted	43,637	119.23
Forfeited	(4,204)	123.92
Exercised	(23,027)	103.12
Balance as at December 31, 2024	109,310	126.25
Granted	67,475	88.96
Forfeited	(3,515)	111.69
Exercised	(1,198)	108.05
Balance as at September 30, 2025	172,072	112.05
Vested & exercisable as at September 30, 2025	65,119	133.58

As at September 30, 2025, there were 65,119 vested Options outstanding (December 31, 2024 - 35,364) and the weighted average contractual life remaining of the outstanding vested Options is 2.1 years (December 31, 2024 - 2.2 years).

(unaudited - Canadian dollars in millions except where noted)

During the period ended September 30, 2025, one participant of the stock option plan exercised 1,198 Options granted on March 17, 2023, when the average volume weighted average trading price per share was $111.2. The Company settled the Options at the request of option holders in cash pursuant to the Stock Option Plan. The cash disbursed to the participant was net of the obligation to withhold tax equal to the tax obligation of each participant and the Company remitted the amount withheld to the tax authority per the terms and conditions of the Stock Option Plan.

During the period ended September 30, 2025, the fair value of options was determined, and the Company recognized a gain of $0.1 in bonuses and incentives expense in the Condensed Consolidated Interim Statements of Earnings and Comprehensive Income with corresponding adjustment in the liability (2024 - expense of $1.2). As at September 30, 2025, the Company had a total liability of $1.8 (December 31, 2024 - $1.9) for Options.

Weighted average assumptions on grant date

	27-Mar-25 Series 11	14-Jun-24 Series 10	17-Mar-23 Series 9	17-Dec-22 Series 8B	13-May-22 Series 8A	16-Mar-21 Series 7
Exercise price redemption	88.96	$119.23	$108.05	$123.68	$147.98	$176.56
Expected volatility	38.51%	41.32%	40.89%	40.10%	36.45%	34.62%
Option life in years	5	5	5	5	5	5
Dividend yield	1.62%	1.03%	1.06%	0.94%	0.74%	0.59%
Risk-free rate	2.75%	4.00%	2.75%	2.75%	1.25%	0.25%
Vesting period	2026-2028	2025-2027	2024-2026	2023-2025	2023-2025	2022-2024
Options granted	67,475	43,637	38,144	1,486	19,543	12,357
Options outstanding	67,475	42,110	32,101	1,486	17,405	11,494
Fair value per option on grant date	$28.90	$45.81	$38.96	$44.37	$46.37	$50.64
Fair value per option on September 30, 2025	$29.85	$18.78	$16.83	$11.83	$5.12	$0.06

Performance share units

The Company's performance share unit plan provides the Company the ability to grant performance share units ("PSUs") to certain of its executive officers and senior management as part of its long-term incentive plan. The plan consists of three-year cash settled units based on total value of the units awarded multiplied by the performance factors. The PSUs will vest over a three-year period but are settled only at the end of the third year. The multiplier is linked 50 percent to return on invested capital ("ROIC") and 50 percent on relative total shareholder returns ("TSR"). The Board of Directors will approve the ROIC target for each year and Company's TSR versus TSX is to be calculated on a three-year cycle. Overachievement against targets will result in eligibility for a multiplier ranging from zero to the maximum specific to each executive. Vesting is not affected by ROIC or TSR performance.

(unaudited - Canadian dollars in millions except where noted)

During the period ended September 30, 2025, out of the 12,953 PSUs granted in 2022, 2,616 PSUs were forfeited and all others fully vested at the end of the three-year period. Based on the achievement of performance objectives relating to TSR and ROIC, the previously granted performance units were adjusted to 10,626 units. The Company also accrued notional dividends on the PSUs, equivalent to 242 units that were also issued and vested upon the satisfaction of the PSUs vesting conditions. The Company settled the vested PSUs in cash at Market Price of the share pursuant to the PSU Plan. During the period ended September 30, 2025, an amount of $0.4 was disbursed to the executives, net of the tax obligation of each participant and $0.5 was remitted to the tax authority.

During the period ended September 30, 2025, the Company also granted 43,841 PSUs to its executives (December 31, 2024 - 33,532). The fair value of the units for the TSR was determined using Monte Carlo simulation based on the estimated market price per share, risk free discount rate, volatility and applicable multiplier on the date of the settlement and for the ROIC was determined by dividing the net profit after tax with the capital invested including debt.

During the nine month period ended September 30, 2025, the total share based expense related to PSUs was $0.6 (2024 - net cost of $2.6). As at September 30, 2025, the Company had an outstanding liability of $6.2 on 104,885 PSUs (December 31, 2024 - $5.6 on 73,997 PSUs).

9. BORROWINGS

The balance of borrowings as at September 30, 2025 and December 31, 2024 consists of the following:

	September 30, 2025	December 31, 2024
	$	$
Term loan facility	303.6	303.6
Revolving credit facility	97.4	234.5
	401.0	538.1
Less: current portion	-	15.2
Long-term portion	401.0	522.9

Revolving syndicate credit facility and term loan

The Company has a syndicated committed revolving credit facility with a syndicate of financial institutions (collectively, the “Lenders”), in respect of which Royal Bank of Canada acts as administrative agent, under which a revolving operating credit facility (the “Credit Facility”) and a delayed-draw term facility (the “DDTL Facility” and, together with the Credit Facility, the “Facilities”) availed through its subsidiary Cargojet Airways Ltd., as borrower. The maturity date of the Facilities was July 22, 2027.

This facility was established on July 22, 2022, that had a revolving borrowing capacity of up to $600, subject to certain conditions and a delayed-draw term facility (the “DDTL Facility”) that was established with a limit up to an aggregate amount of US$400. The DDTL Facility was available to be drawn until January 22, 2024, by way of advances subject to minimum draws. Any undrawn amount under the DDTL Facility thus expired as of such date and the Company had no unused borrowing capacity left under the DDTL Facility. During the nine month period ended September 30, 2025, the Company repaid $nil (2024 - $123.3) under the DDTL Facility.

On June 27, 2025, the Company entered into a new five year syndicated committed revolving credit facility with the syndicate under which a revolving operating credit facility of $600.0 (the “Credit Facility”) and a new term loan facility of $303.6 (the “Term Loan Facility” and, together with the Credit Facility, the “Facilities”) was availed through its subsidiary Cargojet Airways Ltd., as borrower. The maturity date of the Facilities is June 27, 2030.

As of June 27, 2025, an amount of $303.6 was outstanding under the DDTL facility that was deemed to constitute an advance under the term loan facility as described above. The term loan facility is a non-revolving facility and any repayments under the term loan facility cannot be reborrowed.

The Credit Facility bears interest payable monthly, at the lead Lender’s prime lending rate / US base rate plus 20 basis points to 250 basis points, depending on the currency of the advance and certain financial ratios of the Company. No scheduled repayments of the principal are required under the Credit Facility prior to maturity. Amounts drawn on the Credit Facility may be advanced to the Company and its subsidiaries by way of intercompany loans. The Credit Facility is used primarily to finance the working capital requirements and capital expenditure of the Company and its subsidiaries.

The previous Facilities were secured by the following:

- general security agreement constituting a first ranking security interest over all personal property of Cargojet Airways Ltd., as borrower, subject to certain permitted encumbrances (including those of aircraft financing parties);
- guarantee and postponement of claims supported by a general security agreement constituting a first ranking security interest over all personal property of the Company and its other material subsidiaries subject to certain permitted encumbrances;
- charge over real property of the Company at Hamilton airport;
- security over aircraft owned by the Company which are otherwise unencumbered; and
- assignment of insurance proceeds.

Under the current agreement, subject to satisfaction of certain conditions and receiving an Investment Grade Rating from a Major Credit Rating Agency, the original securities were released, terminated and discharged on June 27, 2025.

Under the current agreement, if an event happens that results in a downgrading of all of the ratings then applicable to a Non-Investment Grade Rating and the withdrawal of the ratings by the Major Credit Agencies, the period for which the withdrawal will continue will be defined as Springing Lien Security Period. The Company is obligated to execute and deliver all of the security documents for all assets other than aircraft in 30 days and for aircraft within 60 days of the Springing Lien Security date and the Credit Facility will rank Pari Passu with any secured obligations, if any.

The Facilities are available at the Company's option by way of advances in the form of prime rate loan, and CORRA loan, Secured Overnight Financial Rate ("SOFR") loan and US base rate loan in US dollars and letter of credits in Canadian or US dollars. Advances under the Facilities are repayable without any prepayment penalties and bear interest based on the prevailing prime rate, US base rate or at CORRA, as applicable, plus an applicable margin to those rates. The Facilities are subject to customary terms and conditions for borrowers of this nature, including limits on incurring additional indebtedness, granting liens or selling assets without the consent of the Lenders, and restrictions on the Company's ability to pay dividends in certain circumstances. The Facilities are also subject to the maintenance of a minimum interest coverage ratio, unencumbered asset coverage ratio and a total adjusted leverage ratio. These ratios are to be maintained at all times and to be tested at the end of each quarter. The Facilities are not subject to any future covenant.

The Company was in compliance with the terms of the lending agreements for the Facilities as at September 30, 2025 and 2024. As the Company was in compliance with the covenants at the reporting date, it would classify the facility loan as non-current.

Included in the Condensed Consolidated Interim Statement of Earnings and Comprehensive Income for the three and nine month periods ended September 30, 2025 was interest expense on the Facilities of $6.5 and $23.2 respectively (2024 - $5.5 and 20.5 respectively).

The Company has provided irrevocable standby letters of credit totaling $1.1 to financial institutions as security for its loan, corporate credit cards and to several vendors as security for the Company's ongoing purchases. The letters of credit expire unless they are further renewed.

10. LEASE AND FINANCIAL LIABILITIES

Lease liabilities

The Company has lease arrangements for two Boeing 767-300 aircraft that include a bargain purchase option. The estimated effective interest rates for these leases are 6.7% and 6.4% respectively. These leases are deemed to be maturing on the exercise date of the bargain purchase options in October 2027 and June 2030 respectively. As at September 30, 2025, the total outstanding balance of these lease arrangements is $61.6 (December 31, 2024 - $73.9), out of which $14.2 (December 31, 2024 - $13.8) is presented as a current liability on the Condensed Consolidated Interim Balance Sheets.

As at September 30, 2025, the Company also has $24.8 (December 31, 2024 - $24.8) of right of use assets and $29.2 (December 31, 2024 - $29.6) of lease liabilities, which consists of hangars, warehouses, offices and one Boeing 767-200 aircraft, out of which $6.8 (December 31, 2024 - $5.3) is presented as a current liability on the Condensed Consolidated Interim Balance Sheets.

The following is a schedule of future minimum annual lease payments for aircraft, hangars, offices and warehouses under leases together with the balance of the obligations as at September 30, 2025:

(unaudited - Canadian dollars in millions except where noted)

	Minimum lease payments	Present value of minimum lease payments
	$	$
Not later than one year	26.3	21.0
Later than one year and not later than five years	71.3	60.8
Later than five years	10.0	9.0
	107.6	90.8
Less: interest	16.8	-
Total obligations under leases	90.8	90.8
Less: current portion	21.0	21.0
Non-current portion	69.8	69.8

Interest amounts on the lease liabilities for the three and nine month periods ended September 30, 2025 totaled $1.8 and $5.0 respectively (2024 - $2.0 and $6.3 respectively).

Financial Liabilities

During the period ended September 30, 2025, the Company sold two of its recently acquired B767-300 aircraft to a financial institution and simultaneously leased them back. Each aircraft is leased for a period of five years from the delivery date. At the end of the respective leases, the Company has an option to buy back the aircraft at an agreed price in Canadian Dollars. As a result of the sales transactions, net proceeds of $103.5 were realized net of a transaction cost of $0.1. Due to buyback options embedded in the respective leases, control of the assets was not transferred and as a result the requirements of IFRS 15 to be accounted for as an asset sales are not met. Therefore, the transaction was classified as failed sales and leaseback transaction. The Company continues to recognize the assets as is without recognizing any gain or loss on the transfer of assets and recognized a financial liability equal to the transfer proceeds net of transaction costs. This liability is accounted for under IFRS 9. The assets continued to be depreciated over their useful life.

The estimated combined effective interest rate for these leases is 4.37%. As at September 30, 2025, the total outstanding balance for these lease arrangements is $102.4.

The Company remains obligated to pay maintenance reserves to the lessor to cover future heavy maintenance costs for the aircraft. These reserves funds accumulated based on flight hours and cycles, will be held by the lessor, to guarantee the future maintenance events such as c checks, engine overhauls, APU and landing gears overhaul that is the Company’s obligation. The Company can receive a reimbursement from these reserves upon completion of a maintenance event or can claim unused funds at the end of lease to adjust the buyback amount. As the Company has decided not to seek the reimbursement of the reserves upon completion of the maintenance events, it will debit the reserve payments to lease liability account as prepayment of the repurchase price. During period ended September 30, 2025, an amount of $0.6 was debited to the lease liability account on account of reserve payments.

The following is a schedule of future minimum annual lease payments for aircraft under finance liabilities together with the balance of the obligations as at September 30, 2025:

(unaudited - Canadian dollars in millions except where noted)

	Minimum lease payments	Present value of minimum lease payments
	$	$
Not later than one year	8.6	4.2
Later than one year and not later than five years	113.3	98.2
	121.9	102.4
Less: interest	19.5	-
Total obligations under leases	102.4	102.4
Less: current portion	4.2	4.2
Non-current portion	98.2	98.2

Interest amounts on the finance liabilities for the three and nine month periods ended September 30, 2025 totaled $0.6 and $0.6 respectively (PY - $nil and $nil respectively).

11. DEBENTURES

The balance of debentures as at September 30, 2025 and December 31, 2024 consists of the following:

	September 30, 2025	December 31, 2024
	$	$
Hybrid debentures - 5.25% due June 30, 2026	114.2	113.5
Hybrid debentures - 4.60% due June 30, 2030	248.6	-
Balance - end of period	362.8	113.5

Hybrid debentures – 5.25% due June 30, 2026

In July 2020, $115 of senior unsecured debentures were issued at a price of 1000 dollars per debenture with a term of six years due June 30, 2026. These debentures bear a fixed interest rate of 5.25% per annum, payable semi-annually in arrears on June 30 and December 31 of each year, commencing December 31, 2020. The intended use of the net proceeds of the debentures is to pay down the Credit Facility and fund anticipated capital expenditures, including aircraft in the future.

On or after June 30, 2023, but prior to June 30, 2024, the debentures are redeemable, in whole at any time or in part from time to time at the option of the Company at a price equal to 103.9375% of the principal amount of the debentures redeemed plus accrued and unpaid interest. On or after June 30, 2024, but prior to June 30, 2025 the debentures are redeemable, in whole at any time or in part from time to time at the option of the Company at a price equal to 102.625% of the principal amount of the Debentures redeemed plus accrued and unpaid interest. On or after June 30, 2025 but prior to the maturity date of June 30, 2026, the debentures are redeemable at a price equal to their principal amount plus accrued and unpaid interest.

On redemption or at maturity on June 30, 2026, the Company has the option to repay the debentures in either cash or freely tradable voting shares of the Company. The number of common shares to be issued will be determined by dividing the aggregate amount of the principal amount of the debentures by 95% of the current market price of the common shares.

(unaudited - Canadian dollars in millions except where noted)

In the event of a change in control, as defined in the indenture agreement, the Company will be required to make an offer to the holders of the debentures to repurchase the debentures at a price equal to 101% of the principal amount plus accrued and unpaid interest.

The 5.25% debentures were therefore recorded as a financial instrument. The debt was recorded at fair value of $109.9 net of deferred issuance costs of $5.1. Each embedded feature was evaluated separately and it was determined that the economic and risk characteristics of certain prepayment options are not closely related to the host contract and therefore required to be accounted for as separate financial instruments.

The debentures are measured subsequently at amortized cost using the effective interest method over the life of the debenture. The balance of the hybrid debentures as at September 30, 2025 and December 31, 2024 consists of the following:

	September 30, 2025	December 31, 2024
	$	$
Principal balance - beginning of period	113.5	112.6
Accretion during the period	0.7	0.9
Balance - end of period	114.2	113.5

Interest expense on the hybrid debentures for the three and nine month periods ended September 30, 2025 totaled $1.7 and $5.2 (2024 - $1.7 and $5.2 respectively).

The Board of Directors of the Company authorized the full redemption of the hybrid debentures, in accordance with the terms of the indenture dated November 6, 2018. The redemption was executed on October 9, 2025. In accordance with the contractual provisions, the Company settled the principal and accrued but unpaid interest up to, but excluding, the redemption date. The settlement was made in cash to all holders of the 5.25% debentures. (Refer to Note 23 – Subsequent Events)

Senior unsecured debentures – 4.60% due June 30, 2030

On June 30, 2025, $250 of senior unsecured debentures were issued at a price of 1,000 dollars per debenture with a term of five years due June 30, 2030. These debentures have a fixed interest rate of 4.599% per annum, payable semi-annually in arrears on June 30 and December 31 of each year, commencing December 31, 2025. The intended use of the net proceeds of the debentures is to pay down the Credit Facility and to redeem the debentures maturing on June 30, 2026. The debentures will rank pari passu with existing and future unsecured unsubordinated debt including debentures maturing in June 2026 and got a rating of BBB (low) from Morningstar DBRS.

On or after June 30, 2025, but prior to May 30, 2030, the debentures are redeemable, in whole at any time or in part from time to time at the option of the Company at a price equal to the greater of: (i) 100% of the principal amount of the debentures redeemed and (ii) the Canada Yield Price, plus accrued and unpaid interest. On or after May 30, 2030, but prior to the maturity date of June 30, 2030, the debentures are redeemable at a price equal to their principal amount plus accrued and unpaid interest.

(unaudited - Canadian dollars in millions except where noted)

“Canada Yield Price” means, in respect of any notes being redeemed, the price, in respect of the principal amount of the notes, calculated on the business day immediately preceding the date on which Cargojet delivers notice of the redemption, equal to the sum of the present values of the remaining scheduled payments of interest (not including any portion of the payments of interest accrued as of the date of redemption) and principal on the notes to be redeemed from the redemption date to May 30, 2030 using a discount rate equal to the sum of the Government of Canada yield on such business day and 41 basis points.

In the event of a change in control, as defined in the indenture agreement, the Company will be required to make an offer to the holders of the debentures to repurchase the debentures at a price equal to 101% of the principal amount plus accrued and unpaid interest.

The 4.60% debentures were recorded as a financial instrument. The debt was initially measured at a fair value of $248.9 net of deferred issuance costs of $1.1. The redemption option was not separately accounted for as it was determined to be closely related to the host contract.

The debentures are measured subsequently at amortized cost using the effective interest method over the life of the debentures. The balance of the debentures as at September 30, 2025 and December 31, 2024 consists of the following:

	September 30, 2025	December 31, 2024
	$	$
Principal balance - beginning of period	250.0	-
Issuance costs	(1.1)	-
Accretion during the period	0.1	-
Balance - end of period	249.0	-

Interest expense on the debentures for the three and nine month periods ended September 30, 2025 totaled $2.9 and $2.9 respectively (2024 - $nil and $nil respectively).

(unaudited - Canadian dollars in millions except where noted)

12. INCOME TAXES

The reconciliation between the Company's statutory and effective tax rate are as follows:

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Earnings before income taxes	9.7	36.2	61.7	60.4
Provision for income taxes at statutory rate of 26.5% (2024 - 26.5%)	2.6	9.6	16.4	16.0
Adjustment:				
Prior period adjustment	-	-	(4.0)	-
Share-based compensation	(0.2)	(0.5)	0.2	0.1
Meals and entertainment	-	(0.1)	0.1	0.1
Stock warrants	(1.3)	(2.5)	(4.8)	9.1
Investment income	(0.2)	-	(0.6)	-
Non-taxable portion of capital gains	-	-	0.8	(2.1)
Provision for income taxes	0.9	6.5	8.1	23.2

The tax effect of significant temporary differences are as

	December 31, 2024	Prior period adjustment	Recognized in earnings	September 30, 2025
	$	$	$	$
Property, plant and equipment	185.7	(5.7)	12.8	192.8
Operating loss carryforward	(34.2)	1.9	(2.4)	(34.7)
Licenses	0.3	-	-	0.3
Intangible assets	(0.3)	-	-	(0.3)
Equity transaction cost	(0.8)	-	0.6	(0.2)
Pension costs	(0.1)	-	-	(0.1)
Swap valuation adjustment	(4.9)	(0.1)	(2.5)	(7.5)
Long-term incentive plan	(6.4)	(0.1)	(0.7)	(7.2)
Deferred heavy maintenance	39.4	-	4.3	43.7
Net deferred income tax liability	178.7	(4.0)	12.1	186.8
Deferred income taxes liabilities	178.7	(4.0)	12.1	186.8

(unaudited - Canadian dollars in millions except where noted)

13. DIRECT EXPENSES

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Fuel costs	48.6	53.6	155.0	155.8
Maintenance costs	19.5	17.9	60.9	57.7
Heavy maintenance amortization	6.4	4.5	17.2	13.2
Aircraft costs	6.1	4.7	16.0	12.3
Crew costs	26.8	29.6	78.4	83.5
Depreciation	41.3	31.2	116.6	108.9
Ground services	21.9	21.0	65.5	60.3
Airport services	8.7	9.9	32.3	31.2
Navigation and insurance	11.0	10.8	34.2	32.5
Direct expenses	190.3	183.2	576.1	555.4

14. SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Salaries, benefits and incentives	11.5	15.9	35.5	42.7
Depreciation	0.5	0.5	1.4	1.4
Net realized foreign exchange loss (gain)	-	0.2	(1.1)	0.1
Other selling, general and administrative expenses	5.5	7.7	21.6	21.1
Selling, general and administrative expenses	17.5	24.3	57.4	65.3

15. FINANCE COSTS

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Interest on leases	2.4	2.0	5.6	6.3
Interest on swap derivatives	0.8	1.7	2.2	6.0
Interest on debentures	4.6	3.6	8.1	10.9
Credit facilities and other interest	6.5	5.4	22.1	20.0
Finance costs	14.3	12.7	38.0	43.2

(unaudited - Canadian dollars in millions except where noted)

16. OTHER LOSS (GAIN), NET

	Three month periods ended		Nine month periods ended	
	September 30,		September 30,	
	2025	2024	2025	2024
	$	$	$	$
Fair value write-down of assets held for sale and property, plant and equipment[1]	-	-	7.0	1.1
Unrealized foreign exchange loss (gain)	0.6	(0.6)	(1.9)	1.4
Gain on disposal of property, plant and equipment and assets held for sale[1]	-	(0.1)	(0.9)	(17.4)
Loss provision on aircraft incidence[2]	12.7	-	12.7	-
Insurance recovery on aircraft incidence[2]	(12.7)	-	(12.7)	-
Other loss (gain), net	0.6	(0.7)	4.2	(14.9)

[1] See Note 5 Property, plant and equipment.

[2]Loss on aircraft incidence causing damages and insurance recovery thereon.

Insurance Recovery

During the reporting period, the Company incurred an obligation arising from an incident that resulted in substantial damage to one Boeing 767-300 aircraft, that the Company uses to operate CMI flights on behalf of one of its customers. The aircraft is not included in the Company’s property, plant and equipment. As at September 30, 2025, the obligation has been fully settled. The Company has insurance coverage for such events and, based on confirmation from the insurer, it is virtually certain that reimbursement will be received. Accordingly, a corresponding receivable has been recognized for the expected insurance recovery under trade and other receivables. The net impact on profit or loss is limited to any uninsured portion or deductible. Management continues to monitor developments related to this matter.

17. SHAREHOLDERS’ CAPITAL

On November 11, 2024, the Company renewed its normal course issuer bid (the “NCIB””). The NCIB allows the Company to repurchase, at its discretion, up to 1,500,000 Voting Shares in the open market, subject to the standard terms and limitations. The NCIB will terminate on November 10, 2025. Under the NCIB, other than purchases made under block purchase exemptions, Cargojet may purchase up to the daily limit, as approved by TSX, on the TSX during any trading day, which represents approximately 25% of the average daily trading volume, as calculated in accordance with TSX rules.

During the nine month period ended September 30, 2025, the Company purchased for cancellation an aggregate of 704,533 Voting Shares under the NCIB for a total cost of $73.0, including $1.4 share buyback tax. A corresponding amount of $73.0 was recorded in shareholder’s equity, including $26.3 under shareholders’ capital and $46.7 under retained earnings. This was offset by reversal of ASPP liability of $33.4 provided at year ended December 31, 2024, $11.9 was reversed under shareholders’ capital and $21.5 under retained earnings. Accordingly, shareholders' equity decreased by a net amount of $14.4.

From time to time, the Company participates in an automatic share purchase plan (“ASPP”) with a broker in order to facilitate the repurchase of the Company’s common shares under its NCIB programs. During the effective period of the ASPP, the Company’s broker may purchase common shares at times when the Company would not be active in the market.

As at September 30, 2025, no repurchase obligation was recognized under the ASPP (December 31, 2024 - $33.4 million).

a) Authorized

The Company is authorized to issue an unlimited number of no par value common voting shares, variable voting shares and preferred shares. The common voting shares are held only by shareholders who are “Canadian” as such term is defined in the Canada Transportation Act. The variable voting shares are held only by shareholders who are not Canadian. Under the articles of incorporation and bylaws of the Company, any common voting share that is sold to a non-Canadian is automatically converted to a variable voting share. Similarly, a variable voting share that is sold to a Canadian is automatically converted to a common voting share.

Variable voting shares carry one vote per share held, except where (i) the number of issued and outstanding variable voting shares exceeds 25% of the total number of all issued and outstanding common and variable voting shares, or (ii) the total number of votes cast by or on behalf of the holders of variable voting shares at any meeting on any matter on which a vote is to be taken exceeds 25% of the total number of votes that may be cast at such meeting.

If either of the above noted thresholds is surpassed at any time, the vote attached to each variable voting share will decrease automatically without further act or formality. Under the circumstances described in (i) above, the variable voting shares as a class cannot carry more than 25% of the total voting rights attached to the aggregate number of issued and outstanding common and variable voting shares. Under the circumstances described in (ii) above, the variable voting shares as a class cannot, for a given shareholders’ meeting, carry more than 25% of the total number of votes that may be cast at the meeting.

(unaudited - Canadian dollars in millions except where noted)

b) Issued and outstanding

The following table shows the changes in shareholders' capital for the period ended September 30, 2025:

	Number of shares	Amount
		$
Consisting of:		
Common voting shares	14,098,067	525.4
Variable voting shares	1,693,776	63.1
Outstanding January 1, 2025	15,791,843	588.5
Changes during the period:		
Restricted share units, vested and exercised	461	-
Share buyback	(704,533)	(14.4)
	15,087,771	574.1
Consisting of:		
Common voting shares	14,067,516	535.3
Variable voting shares	1,020,255	38.8
Outstanding - September 30, 2025	15,087,771	574.1

Dividends

Dividends to shareholders declared for three and nine month periods ended September 30, 2025 amounted to $5.3 ($0.3500 per share) and $16.0 ($1.0500 per share) respectively and for the three and nine month periods ended September 30, 2024 amounted to $5.6 ($0.3500 per share) and $15.8 ($0.9792 per share) for both common and variable shares.

As at September 30, 2025, a dividend of $5.3 was payable to the shareholders (December 31, 2024 - $nil).

18. NET EARNINGS PER SHARE

The following table shows the computation of basic earnings per share for the three and nine month periods ended September 30, 2025 and 2024:

(unaudited - Canadian dollars in millions except where noted)

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
Net earnings	$8.8	$29.7	$53.6	$37.2
Interest on debentures, net of taxes [1]	-	2.7	3.8	-
Net earnings for shareholders (diluted)	$8.8	$32.4	$57.4	$37.2
Weighted average number of shares	15.1	16.0	15.3	16.4
Dilutive impact of share - based awards, hybrid debentures and vested warrant number of shares	-	2.2	1.3	-
Diluted weighted average number of shares	15.1	18.2	16.6	16.4
Net earnings per share - basic	$0.58	$1.85	$3.50	$2.27
Net earnings per share - diluted	$0.58	$1.78	$3.46	$2.27

[1] Interest on debentures, net of tax was $1.3 for three month periods ended September 30, 2025 ($8.0 for the nine month period ended September 30, 2024). The amounts are not included in the table above for the computation of diluted net earnings for shareholders as they are anti-dilutive.

19. EMPLOYEE BENEFITS

The Company has an unfunded defined benefit for one of its senior executives. The pension liability of $0.5 was outstanding as at September 30, 2025 (December 31, 2024 - $0.3).

20. RELATED PARTY TRANSACTIONS

Head office

The Company entered into a lease agreement in February 2017 with respect to a 62,000 square feet head office and warehouse area that is indirectly and beneficially owned by one of the Company's executive officers and directors. The lease will expire in 2032. The basic rent is subject to revision every five years at a predetermined rate per the terms of the lease.

During the nine month period ended September 30, 2025, the Company made lease payments of $0.8 (2024 - $0.8), out of which $0.5 (2024 - $0.4) was adjusted towards principal payments against the liability and $0.3 (2024 - $0.4) was recorded as related interest cost. The Company also paid utilities, taxes, maintenance, insurance and other related costs for the leased premises. As at September 30, 2025, the Company had a liability of $6.6 (December 31, 2024 - $7.1) due under the lease.

(unaudited - Canadian dollars in millions except where noted)

Investment in associate

The Company acquired an investment in Avia in August 2019. See Note 6, Investment in Associate. 21 Air, which is wholly owned by Avia, is one of the vendors of the Company and provides charter services to the Company.

The Company also leased two Boeing 767-200 aircraft to 21 Air in October 2019 and January 2021 respectively. In 2024, both leases were extended to May 2027.

The following is the summary of transactions between the Company and 21 Air for the three and nine month periods ended September 30, 2025 and 2024:

	Three month periods ended September 30,		Nine month periods ended September 30,	
	2025	2024	2025	2024
	$	$	$	$
Aircraft lease revenue	1.3	1.3	3.4	3.4
Engine lease revenue	0.1	0.2	0.4	0.2
Parts sale revenue	-	-	0.7	-
Sub-charter expenses	0.3	-	0.2	-

21. FINANCIAL INSTRUMENTS

Total return swap

The Company has a total return swap agreement with a financial institution to manage its exposure related to options to be issued under the Stock Option Plan for certain employees and DSUs to be issued under the long-term incentive plan for its existing pilots. The Company also has an additional total return swap agreement with a financial institution to manage its exposure related to the warrants to be issued under the stock warrant agreement with DHL.

The Company did not designate the total return swap agreements as a hedging instrument for accounting purposes.

Under the agreements, the Company pays interest based on CORRA on the total value of the notional equity amount of $81.6, which is equal to the total cost of the underlying shares. At the settlement of the total return swap agreements, the Company will receive or remit the net difference between the total value of the notional equity amount and the total proceeds of sale of the underlying shares.

As at September 30, 2025, the fair value measurement of the 5,736 and 567,934 underlying shares under the swap agreements in effect was a liability of $29.6 (December 31, 2024 - liability of $20.7). The fair value adjustment for the three and nine month periods ended September 30, 2025 was $nil and a loss of $0.1 respectively for the 5,736 share units (2024 - loss of $1.1 and a gain of $4.4 respectively for the 234,300 share units), and loss of $1.6 and a loss of $8.9 for the 567,934 share units (2024 - loss of $1.4 and gain of $15.7 respectively for the 796,800 share units).

The fair value of the total return swap is classified as level 3 under the fair value hierarchy and is determined by using the mark to market method provided by the financial institutions. An increase of 20% in the share price will result in a gain of $10.6 and a decrease of 20% in the share price will result in a loss of the same amount.

Fair values

As at September 30, 2025, the fair value of the 5.25% hybrid debentures due June 30, 2026 was approximately $109.6 (December 31, 2024 - $110.4). The fair value of the debentures was determined using the discounted cash flow method using a discount rate of 7.0%. The discount rate is determined by using the government of Canada's benchmark bond rate adjusted for the Company's specific credit risk. The debentures are categorized as Level 3 under the fair value hierarchy. An increase or decrease of 10% in the discount rate used for valuation of the debentures will decrease or increase the fair value by $0.6 respectively.

The fair value of the performance share units due March 15, 2026, March 15, 2027 and March 15, 2028 are classified as Level 3 financial liabilities. As at September 30, 2025, the performance share units due March 15, 2026, March 15, 2027, and March 15, 2028, were valued at $2.6, $3.3 and $5.2 respectively (December 31, 2024 - March 15, 2026, at $3.5 and March 15, 2027, at $4.7). The Company used an option pricing model utilizing Monte Carlo simulation to value the TSR-PSUs and analytically valued the ROIC-PSUs at inception and on subsequent valuation dates. The discount rate was determined by using the Canadian deposit and swap rates adjusted for the Company's specific credit risk. Other significant inputs consisted of historical volatility and dividend rates.

The fair value of the warrant obligations was $45.8 as at September 30, 2025 (December 31, 2024 - $62.9). On August 6, 2025, the Company renewed its strategic agreement with DHL Network Operations (USA) Inc. until March 31, 2033. In addition, to align interests and strengthen the long-term strategic relationship, Cargojet terminated the warrants to acquire 1,645,000 voting shares issued to DHL in March 2022 and issued new warrants on August 6, 2025, to acquire up to 1,000,000 of the Company's outstanding voting shares. Under IFRS 15.21, the modification was treated as continuation of the existing contract and not a separate contract. The fair value of the new warrants was determined on August 6, 2025, and the change in value of $19.1 was added to the warrant obligations with corresponding adjustment to the value of the contract asset. (Reference: note 4.B Stock Warrants - DHL). The warrants including Amazon warrants were revalued as at September 30, 2025. The revaluation resulted in a gain of $36.2 for the nine month period ended September 30, 2025 (2024 - loss of $20.6). The warrants were classified as Level 3 derivative liabilities that are valued using an American option pricing model utilizing Monte Carlo simulation. Level 3 financial liabilities consist of the derivative liabilities for which there is no current market for these securities such that the determination of fair value requires significant judgment or estimation. Changes in fair value measurements categorized within Level 3 of the fair value hierarchy are analyzed each period based on changes in estimates or assumptions and recorded as appropriate. Significant unobservable inputs for the Amazon warrant obligation include volatility of the Company's common shares of 32.2% for tranche I and forecasted revenues from Amazon associated with this arrangement utilized to predict future vesting events. Other inputs include a risk-free rate of 2.4% and a dividend yield of 1.1%. Significant unobservable inputs for the DHL warrant obligation include volatility of the Company's common shares of 37.4% for tranche I and 37.4% for tranche II and forecasted revenues from DHL associated with this arrangement utilized to predict future vesting events. Other inputs include a risk free rate of 2.8% and a dividend yield of 1.3%.

A significant increase in the volatility of the Company's common shares in isolation may result in a significantly higher fair value measurement. Changes in the values of the derivative liabilities were recorded in fair value increase or decrease on stock warrant on the Company's Condensed Consolidated Interim Statements of Earnings and Comprehensive Income. A significant change to the timing of forecasted revenues may change the vesting dates. Changes to the vesting dates will not significantly affect the fair value of the warrant obligations, provided the total number of warrants vested in the vesting period remains the same. A significant change to the total forecasted revenues may result in significant change to the total number of warrants vested during the vesting period and the fair value measurement of warrant obligation.

For every increase or decrease of volatility by 10% with all other factors remaining the same, the estimated fair value of the Amazon warrants will increase by $0.9 and decrease by $0.9. For every increase or decrease of the total forecasted revenue by 20% with all other factors remaining the same, the estimated fair value of Amazon warrants will increase or decrease by $1.3.

For every increase or decrease of volatility by 10% with all other factors remaining the same, the estimated fair value of the DHL warrants will increase by $3.0 and decrease by $3.0. For every increase or decrease of the total forecasted revenue by 20% with all other factors remaining the same, the estimated fair value of DHL warrants will increase by $0.3 or decrease by $8.5.

The fair value of borrowings approximates their carrying value.

The fair values of all other financial assets and liabilities approximate their carrying values given the short-term nature of these items. The fair values of the interest rate swap are the estimated amounts the issuer would receive or pay to terminate the agreement at the reporting date. Unrealized gains on derivatives are recorded as derivative instrument assets and unrealized losses are recorded as derivative instrument liabilities in the Condensed Consolidated Interim Balance Sheets.

Credit risk

The Company's principal financial assets that expose it to credit risk are accounts receivable and loans receivable.

The Company is subject to risk of non-payment of accounts receivable and loans receivable. The amounts disclosed in the balance sheet represent the maximum credit risk and are net of allowances for bad debts, based on management estimates taking into account the Company's prior experience and its assessment of the current economic environment. The Company's trade receivables are concentrated among several of its largest customers with approximately 89.5% (December 31, 2024 - 90.5%) of total trade receivables on account of the Company's ten largest customers.

However, the Company believes that the credit risk associated with these receivables is limited for the following reasons:

(unaudited - Canadian dollars in millions except where noted)

(a) Only a small portion (less than 1.2%) of trade receivables are outstanding for more than 60 days and are considered past due. The Company considers all of these amounts to be fully collectible. Trade receivables that are not past due are also considered by the Company to be fully collectible. For trade receivables only, the Company applies the simplified approach as permitted by IFRS 9 which requires expected lifetime losses to be recognized from initial recognition of receivables. Such expected lifetime losses were immaterial and consistent with its past collection history, the Company has not recognized any significant provisions for bad debts;

(b) The Company mitigates credit risk by monitoring the creditworthiness of its customers; and

(c) A majority of the Company's major customers are large public corporations with positive credit ratings and history.

Liquidity risk

The Company monitors and manages its liquidity risk to ensure it has access to sufficient funds to meet operational and investing requirements. The management of the Company is confident that future cash flows from operations, the availability of credit under existing bank arrangements, and current debt market financing is adequate to support the Company's financial liquidity needs. Available sources of liquidity include the Credit Facility with a syndicate of financial institutions. The borrowing capacity is up to $600. As at September 30, 2025, $97.4 of borrowings were outstanding under the Credit Facility. As at September 30, 2025, $303.6 of borrowings were outstanding under the Term Loan facility (previously classified as DDTL facility). The undrawn amount under the DDTL Facility expired on January 22, 2024, and the Company had no unused borrowing capacity left under the DDTL Facility.

The Company was in compliance with all covenants as at September 30, 2025.

The Company has financial liabilities with varying contractual maturity dates. Total financial liabilities at September 30, 2025 based on contractual undiscounted payments are as follows:

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
	$	$	$	$	$
Borrowings and debentures	114.2	-	649.6	-	763.8
Lease and financial liabilities	25.2	23.9	135.1	9.0	193.2
Derivative financial instruments	29.6	-	-	-	29.6
Interest on leases	9.7	8.2	17.4	1.0	36.3
Interest on debentures	19.0	12.0	35.0	-	66.0
Trade and other payables	100.1	-	-	-	100.1
Share-based compensation	3.0	17.1	7.5	1.7	29.3
Dividends payable	5.3	-	-	-	5.3
Total	306.1	61.2	844.6	11.7	1,223.6

(unaudited - Canadian dollars in millions except where noted)

Total financial liabilities at December 31, 2024 based on contractual undiscounted payments are as follows:

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
	$	$	$	$	$
Borrowings and debentures	15.2	128.7	507.7	-	651.6
Lease liabilities	19.1	18.9	40.4	25.1	103.5
Derivative financial instruments	20.7	-	-	-	20.7
Interest on leases	6.3	5.0	9.1	1.2	21.6
Interest on debentures	7.0	3.5	-	-	10.5
Trade and other payables	142.6	1.3	-	-	143.9
Share-based compensation	1.2	16.6	7.4	1.5	26.7
Total	212.1	174.0	564.6	27.8	978.5

Market risk

In the normal course of business, the financial position of the Company is routinely subject to a variety of risks. The Company regularly assesses these risks and has established policies and business practices to protect against the adverse effects of these and other potential exposures. As a result, the Company does not anticipate any material losses from these risks.

The Company performs a sensitivity analysis to determine the effects that market risk exposures may have on the fair value of the Company's debt and other financial instruments. The financial instruments that are included in the sensitivity analysis comprise all of the Company's cash, borrowings, hybrid debentures and all derivative financial instruments. To perform the sensitivity analysis, the Company assesses the risk of loss in fair values from the effect of hypothetical changes in interest rates and foreign currency exchange rates on market-sensitive instruments.

Interest rate risk is the risk that the fair value or future cash flows of a financial liability will fluctuate because of changes in market interest rates. The Company enters into both fixed and floating rate debt and also leases certain assets with fixed rates. The Company's risk management objective is to minimize the potential for changes in interest rates to cause adverse changes in cash flows to the Company. The ratio of fixed to floating rate obligations outstanding is designed to maintain flexibility in the Company's capital structure and is based upon a long-term objective of minimum 50% fixed and maximum 50% floating but allows flexibility in the short-term to adjust to prevailing market conditions. These practices aim to minimize the net interest cost volatility. As at September 30, 2025, 58% of the total debt outstanding was fixed rate debt and 42% was floating rate debt. A 10% increase in interest rates with all other factors remaining the same will increase the interest expense by $1.4 and a 10% decrease in interest rates with all other factors remaining the same will decrease the interest expense by the same amount.

Foreign exchange risk

The Company earns revenue and undertakes purchase transactions in foreign currencies, and therefore is subject to gains and losses due to fluctuations in the foreign currencies. The Company also enters into contracts attributed to asset purchases including aircraft and aircraft parts and pays debt in foreign currency.

Total unrealized foreign exchange loss for the three and nine month periods ended September 30, 2025 on foreign exchange transactions was $0.6 and a gain of $1.9 (2024 - gain of $0.6 and $1.4 respectively).

As at September 30, 2025, a weakening of the Canadian dollar that results in a 10% increase in the exchange rate for the purchase of US dollars would increase the value of the Company’s net financial assets and liabilities denominated in US dollars by approximately $2.3. The decrease in the exchange rate for the purchase of US dollars of 10% would decrease the value of these net financial assets and liabilities by the same amount.

As at September 30, 2025, a weakening of the Canadian dollar that results in a 10% increase in the exchange rate for the purchase of EURO would increase or decrease the value of the Company’s net financial assets and liabilities denominated in EURO by a negligible amount.

22. GUARANTEES

In the normal course of business, the Company enters into agreements that meet the definition of a guarantee. The Company’s primary guarantees are as follows:

(a) The Company has provided indemnities under lease agreements for the use of various operating facilities and leased aircraft. Under the terms of these agreements, the Company agrees to indemnify the counterparties for various items including, but not limited to, all liabilities, loss, suits and damages arising during, on or after the term of the agreement. The maximum amount of any potential future payment cannot be reasonably estimated.

(b) In the normal course of business, the Company has entered into agreements that include indemnities in favor of third parties, such as purchase and sale agreements, confidentiality agreements, engagement letters with advisors and consultants, outsourcing agreements, leasing contracts, information technology agreements and service agreements. These indemnification agreements may require the Company to compensate counterparties for losses incurred by the counterparties as a result of breaches in representation and regulations or as a result of litigation claims or statutory sanctions that may be suffered by the counterparty as a consequence of the transaction. The terms of these indemnities are not explicitly defined and the maximum amount of any potential reimbursement cannot be reasonably estimated.

(c) The Company participates in Fuel Facility Corporations (“FFC”) along with other airlines that contract for fuel services at various major airports in Canada. Each FFC operates on a cost recovery basis. The purpose of the FFC is to own and finance the system that distributes fuel to the contracting airlines, including leasing the required land rights. The aggregate debt of these FFC and any liabilities of environmental remediation costs are not considered as part of the Consolidated Financial Statements of the Company. The Company views this loss potential as remote. The airlines that participate in the FFC guarantee on a pro-rata basis the share of the debt based on system usage.

The nature of these indemnification agreements prevents the Company from making a reasonable estimate of the maximum exposure due to the difficulties in assessing the amount of liability which stems from the unpredictability of future events and the unlimited coverage offered to counterparties.

Historically, the Company has not made any payments under such or similar indemnification agreements and therefore no amount has been accrued in the balance sheet with respect to these agreements.

23. SUBSEQUENT EVENTS

Debenture redemption

On August 27, 2025, the Board of Directors of the Company authorized the full redemption of its outstanding 5.25% senior unsecured hybrid debentures, in accordance with the terms of the indenture dated November 6, 2018. The redemption was executed on October 9, 2025, and encompassed the entire aggregate principal amount of $115 million.

In accordance with the contractual provisions, the Company settled the principal and accrued but unpaid interest up to, but excluding, the redemption date. The settlement was made in cash to all holders of the 5.25% debentures.