



Interim Condensed Consolidated Financial Statements
for the three and nine months ended
December 31, 2018, and 2017

(Unaudited and not reviewed by independent auditors)



Interim Condensed Consolidated Statements of Income

Unaudited and not reviewed by independent auditors

| | Three months ended | | Nine months ended | |
|---|--------------------|------------|-------------------|------------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars, except per share amounts</i> | \$ | \$ | \$ | \$ |
| Revenues (Note 7) | 20,884 | 20,456 | 62,273 | 60,458 |
| Cost of revenues | 4,699 | 4,033 | 13,033 | 11,809 |
| Gross margin | 16,185 | 16,423 | 49,240 | 48,649 |
| Operating expenses | | | | |
| General and administrative | 2,958 | 2,714 | 8,448 | 8,184 |
| Selling and marketing | 4,019 | 4,046 | 12,660 | 12,865 |
| Technology | 5,782 | 5,869 | 16,651 | 16,103 |
| | 12,759 | 12,629 | 37,759 | 37,152 |
| Operating profit | 3,426 | 3,794 | 11,481 | 11,497 |
| Gain (loss) on foreign exchange | 825 | 62 | 885 | (1,055) |
| Financial expenses (Note 12b)) | (321) | (306) | (879) | (814) |
| Share in profit of a joint venture | - | 55 | (6) | 154 |
| Profit before income taxes | 3,930 | 3,605 | 11,481 | 9,782 |
| Income tax expense (Note 6) | 1,039 | 2,653 | 2,980 | 4,704 |
| Profit for the period | 2,891 | 952 | 8,501 | 5,078 |
| Earnings per share | | | | |
| Basic and diluted | 0.19 | 0.06 | 0.57 | 0.34 |
| Weighted average number of shares outstanding | | | | |
| Basic and diluted | 14,848,779 | 14,848,779 | 14,848,779 | 14,876,438 |
| Number of shares outstanding at end of period | 14,848,779 | 14,848,779 | 14,848,779 | 14,848,779 |

Interim Condensed Consolidated Statements of Comprehensive Income
Unaudited and not reviewed by independent auditors

| | Three months ended | | Nine months ended | |
|--|--------------------|-------|-------------------|-------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ |
| Profit for the period | 2,891 | 952 | 8,501 | 5,078 |
| Items that may be subsequently reclassified in profit or loss | | | | |
| Change in unrealized gains (losses) on foreign currency forward contracts, net of deferred taxes | (603) | (16) | (663) | 544 |
| Reclassification of realized losses (gains) on foreign currency forward contracts, net of deferred taxes | (7) | (107) | 2 | (111) |
| | (610) | (123) | (661) | 433 |
| Comprehensive income for the period | 2,281 | 829 | 7,840 | 5,511 |

Interim Condensed Consolidated Statements of Financial Position

Unaudited and not reviewed by independent auditors

| <i>In thousands of Canadian dollars</i> | As at Dec. 31, As at March 31, | |
|--|---------------------------------------|-------------|
| | 2018 | 2018 |
| | \$ | \$ |
| Assets | | |
| Current assets | | |
| Cash and cash equivalents | 12,695 | 13,187 |
| Cash held for the benefit of third parties | 1,472 | 1,374 |
| Accounts receivable | 8,471 | 8,676 |
| Income taxes receivable | - | 427 |
| Tax credits receivable | 5,686 | 2,331 |
| Prepaid expenses and deposits | 1,951 | 2,293 |
| | 30,275 | 28,288 |
| Non-current assets | | |
| Property, plant and equipment | 2,141 | 2,318 |
| Intangible assets | 6,622 | 5,708 |
| Acquired intangible assets | 58,244 | 61,301 |
| Goodwill | 107,203 | 107,047 |
| Investment in a joint venture | - | 598 |
| Deferred taxes | 3,511 | 4,396 |
| | 207,996 | 209,656 |
| Liabilities | | |
| Current liabilities | | |
| Accounts payable and accrued liabilities | 9,181 | 10,440 |
| Other accounts payable | 2,605 | 2,385 |
| Income taxes payable | 479 | 1,305 |
| Deferred revenues | 16,079 | 17,958 |
| Derivative financial instruments | 959 | 58 |
| Current portion of deferred lease inducement | 136 | 135 |
| | 29,439 | 32,281 |
| Non-current liabilities | | |
| Long-term debt (Note 9) | 26,926 | 28,096 |
| Deferred lease inducement | 509 | 609 |
| Deferred taxes | 15,184 | 16,117 |
| | 72,058 | 77,103 |
| Shareholders' equity | | |
| Share capital (Note 10) | 78,051 | 78,051 |
| Reserves | 2,510 | 3,171 |
| Retained earnings | 55,377 | 51,331 |
| | 135,938 | 132,553 |
| | 207,996 | 209,656 |

Nine months ended December 31, 2018

| | Share capital | Reserves | | | Retained earnings | Total |
|--|---------------|----------------------------------|-------------------|--------------|-------------------|----------------|
| | | Equity-settled employee benefits | Cash flow hedging | Total | | |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ | \$ | \$ |
| Balance as at March 31, 2018 | 78,051 | 3,213 | (42) | 3,171 | 51,331 | 132,553 |
| Profit for the period | - | - | - | - | 8,501 | 8,501 |
| Other comprehensive income for the period, net of income taxes | - | - | (661) | (661) | - | (661) |
| Comprehensive income for the period | - | - | (661) | (661) | 8,501 | 7,840 |
| Dividends declared on common shares | - | - | - | - | (4,455) | (4,455) |
| Balance as at December 31, 2018 | 78,051 | 3,213 | (703) | 2,510 | 55,377 | 135,938 |

Nine months ended December 31, 2017

| | Share capital | Reserves | | | Retained earnings | Total |
|--|---------------|----------------------------------|-------------------|--------------|-------------------|----------------|
| | | Equity-settled employee benefits | Cash flow hedging | Total | | |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ | \$ | \$ |
| Balance as at March 31, 2017 | 78,293 | 3,213 | (106) | 3,107 | 50,476 | 131,876 |
| Profit for the period | - | - | - | - | 5,078 | 5,078 |
| Other comprehensive income for the period, net of income taxes | - | - | 433 | 433 | - | 433 |
| Comprehensive income for the period | - | - | 433 | 433 | 5,078 | 5,511 |
| Repurchase of common shares for cancellation (Note 10) | (242) | - | - | - | (383) | (625) |
| Dividends declared on common shares | - | - | - | - | (4,454) | (4,454) |
| Balance as at December 31, 2017 | 78,051 | 3,213 | 327 | 3,540 | 50,717 | 132,308 |

| | Three months ended | | Nine months ended | |
|---|--------------------|---------|-------------------|---------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ |
| Cash flows related to | | | | |
| Operating activities | | | | |
| Profit for the period | 2,891 | 952 | 8,501 | 5,078 |
| Adjustments for the following items: | | | | |
| Amortization and depreciation (Note 11) | 1,897 | 2,269 | 5,787 | 6,206 |
| Amortization of deferred lease inducement | (32) | (33) | (99) | (104) |
| Amortization of deferred financing costs | 10 | 10 | 30 | 30 |
| Interest expense | 311 | 296 | 849 | 784 |
| Foreign exchange | (761) | (67) | (832) | 901 |
| Share in profit of a joint venture | - | (55) | 6 | (154) |
| Deferred taxes | 252 | 685 | 402 | 848 |
| Income tax expense recognized in profit | 787 | 1,968 | 2,578 | 3,856 |
| Changes in non-cash working capital items (Note 12a)) | (2,386) | 481 | (5,714) | (4,620) |
| Interest paid | (316) | (295) | (861) | (812) |
| Income taxes received | 730 | 1,122 | 730 | 1,122 |
| Income taxes paid | (809) | (753) | (3,707) | (2,322) |
| | 2,574 | 6,580 | 7,670 | 10,813 |
| Investing activities | | | | |
| Business acquisition, net of acquired cash (Note 8) | - | - | - | (1,534) |
| Distribution from a joint venture | - | - | 436 | - |
| Acquisition of property, plant and equipment | (231) | (211) | (712) | (693) |
| Acquisition of intangible assets | (925) | (618) | (2,755) | (1,957) |
| | (1,156) | (829) | (3,031) | (4,184) |
| Financing activities | | | | |
| Repayment of long-term debt | (999) | (3,983) | (1,200) | (579) |
| Repurchase of share capital for cancellation (Note 10) | - | - | - | (625) |
| Cash dividends paid on common shares | (1,485) | (1,480) | (4,455) | (4,468) |
| | (2,484) | (5,463) | (5,655) | (5,672) |
| Net change in cash and cash equivalents for the period | (1,066) | 288 | (1,016) | 957 |
| Impact of exchange rate changes on cash and cash equivalents | 582 | 56 | 622 | (618) |
| Cash and cash equivalents at beginning of period | 14,651 | 12,155 | 14,561 | 12,160 |
| Cash and cash equivalents at end of period | 14,167 | 12,499 | 14,167 | 12,499 |
| Cash and cash equivalents consist of the following statement of financial position items: | | | | |
| Cash and cash equivalents | 12,695 | 11,460 | 12,695 | 11,460 |
| Cash held for the benefit of third parties | 1,472 | 1,039 | 1,472 | 1,039 |

1 Incorporation and nature of operations

Mediagrif Interactive Technologies Inc. (the “Corporation”) provides e-business solutions to consumers and businesses. It operates its activities through its wholly-owned subsidiaries. The Corporation also owned interests in a joint venture until July 27, 2018 (Note 13).

The Corporation, incorporated on February 16, 1996, under the *Canada Business Corporations Act*, is listed on the Toronto Stock Exchange. Its head office is located at 1111 St-Charles West, East Tower, Suite 255, Longueuil, Quebec, Canada.

The Board of Directors approved the interim condensed consolidated financial statements on February 12, 2019. Amounts are expressed in Canadian dollars, unless indicated otherwise.

2 Statement of compliance

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard IAS 34, *Interim Financial Reporting*, through the application of accounting principles that are compliant with International Financial Reporting Standards (“IFRS”).

These interim condensed consolidated financial statements do not include all of the information required for complete financial statements under IFRS, including the notes, and should be read in conjunction with the annual consolidated financial statements of the Corporation for the year ended March 31, 2018. The annual financial statements of the Corporation are available on the SEDAR website at the following address: www.sedar.com and on the Corporation website at the following address: www.mediagrif.com.

3 IFRS adopted during the current fiscal year**IFRS 9, *Financial Instruments***

IFRS 9, *Financial Instruments*, replaces IAS 39, *Financial Instruments: Recognition and Measurement*. This new standard introduces a single, principles-based approach that amends both the categories and associated criteria for the classification and measurement of financial assets, which is driven by the entity’s business model for the portfolio in which the assets are held and the contractual cash flows of these financial assets.

Certain amendments have been made to the financial asset classification and measurement principles in prior versions of IFRS 9. This standard introduces an amended hedging model, which aligns hedge accounting more closely with an entity’s risk management activities and also includes a new financial asset impairment model, which has an expanded scope, is based on expected credit losses rather than incurred credit losses, and generally will result in earlier recognition of losses.

The Corporation adopted IFRS 9 as of April 1, 2018 and the impacts of this standard are not significant.

IFRS 15, *Revenue from Contracts with Customers*

IFRS 15, *Revenue from Contracts with Customers* establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity’s contracts with customers. The core principle of the new standard is for companies to recognize revenue to depict the transfer of goods or services to customers in amounts that reflect the consideration to which the Corporation expects to be entitled in exchange for those goods or services.

The new standard also results in enhanced disclosures about revenue, provides guidance for transactions that were not previously addressed comprehensively (for example, service revenue and contract modifications) and improves guidance for multiple-element arrangements.

The Corporation has adopted IFRS 15 with an initial adoption date of April 1, 2018. The adoption of the new standard has no significant impact on the Corporation's revenue recognition since the conclusions of the thorough analysis performed during the last fiscal year on the accounting treatment of revenues are the same as the previous IAS 18 standard.

With respect to the contract costs, which consist of commissions paid to sales representatives, the Corporation must now record as an asset certain costs that were previously recorded in the statement of income. Under the previous standard, sales commissions were expensed as incurred. Under IFRS 15, commissions paid for contracts over a one-year term are amortized over the term of the contract or in some cases over the expected life of the client relationship.

The Corporation adopted this new standard on a prospective basis and the conclusions of the analysis on the opening retained earnings as at April 1, 2018 demonstrate that the impact is not significant. Consequently, no restatement was made in these financial statements.

4 New and revised IFRS, issued but not yet effective

IFRS 16, Leases

On January 13, 2016, the IASB issued IFRS 16, *Leases*, which provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessees and lessors. It supersedes IAS 17, *Leases* and its associated interpretive guidance. Significant changes were made to lessee accounting with the distinction between operating and finance leases removed and assets and liabilities recognized in respect of all leases (subject to limited exceptions for short-term leases and leases of low-value assets).

In contrast, IFRS 16 does not include significant changes to the requirements for lessors. IFRS 16 will be effective as of January 1, 2019 with earlier application permitted for companies that have also adopted IFRS 15, *Revenue from Contracts with Customers*. IFRS 16 will apply to the Corporation for the annual period beginning on April 1, 2019. The Corporation is currently evaluating the impacts of this new standard.

**Notes to the Interim Condensed Consolidated Financial Statements
for the three and nine months ended December 31, 2018, and 2017**
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5 Segment information

The Corporation has only one reportable segment.

Geographical information is as follows:

| <i>In thousands of Canadian dollars</i> | Three months ended | | Nine months ended | |
|---|---------------------------|-------------|--------------------------|-------------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| | \$ | \$ | \$ | \$ |
| Revenues | | | | |
| Canada | 11,688 | 11,752 | 34,515 | 34,225 |
| United States | 8,350 | 8,085 | 25,393 | 24,446 |
| Europe | 334 | 200 | 917 | 558 |
| Asia and other | 512 | 419 | 1,448 | 1,229 |
| | 20,884 | 20,456 | 62,273 | 60,458 |

| <i>In thousands of Canadian dollars</i> | As at Dec. 31, | | As at March 31, | |
|---|-----------------------|--|------------------------|---------|
| | 2018 | | 2018 | |
| | \$ | | \$ | |
| Non-current assets | | | | |
| Canada | | | 149,808 | 151,948 |
| United States | | | 24,394 | 24,406 |
| Asia and other | | | 8 | 20 |
| | | | 174,210 | 176,374 |

Revenues are attributed to geographic areas based on the location of customers.

Non-current assets include property, plant and equipment, intangible assets, acquired intangible assets and goodwill.

6 Income tax expense

During the three-month period ended December 31, 2017, the Corporation recorded an income tax expense of \$2,653,224 of which an amount of \$1,357,068 is attributable to the U.S. tax reform announced on December 22, 2017. This reform lowers the corporate general tax rate from 35% to 21%. Consequently, the deferred tax assets of the Corporation, mostly consisting of U.S. tax deferred losses, have been reduced to reflect this rate decrease. However, this decrease will reduce the income tax expense for the following fiscal years.

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7 Revenues

Revenues are detailed as follows:

| <i>In thousands of Canadian dollars</i> | Three months ended | | Nine months ended | |
|---|--------------------|--------|-------------------|--------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| | \$ | \$ | \$ | \$ |
| Revenues from rights of use | 14,961 | 15,132 | 45,002 | 45,402 |
| Revenues from transaction fees | 2,414 | 2,156 | 7,226 | 6,291 |
| Revenues from advertising | 1,037 | 1,323 | 3,282 | 3,666 |
| Revenues from professional services | 1,710 | 1,376 | 5,159 | 3,636 |
| Revenues from maintenance and hosting | 332 | 349 | 956 | 1,057 |
| Other | 430 | 120 | 648 | 406 |
| | 20,884 | 20,456 | 62,273 | 60,458 |

8 Business combination

Nine months ended December 31, 2017

On June 23, 2017, the Corporation acquired substantially all of the assets of Orchestra Inc. ("Orchestra") for a cash consideration of \$1,534,210, net of acquired cash. Certain liabilities were also assumed at the acquisition date. The acquisition was financed in its entirety by the Corporation's Revolving Facility.

Orchestra is a leading provider of digital unified commerce and omnichannel retail solutions. With this acquisition, the Corporation will be integrating the fast-growing unified retail commerce. The unique and innovative technological platform combined with potential synergies with the Corporation's e-commerce development and expertise were also determining factors in this acquisition.

Assets acquired and liabilities assumed at the acquisition date

| <i>In thousands of Canadian dollars</i> | June 23, 2017 |
|--|----------------------|
| | \$ |
| Assets | |
| Current assets | |
| Cash and cash equivalents | 47 |
| Accounts receivable | 929 |
| Prepaid expenses and deposits | 23 |
| | 999 |
| Non-current assets | |
| Acquired intangible assets | |
| Technology | 1,200 |
| Customer relationship | 1,285 |
| Total | 3,484 |
| Liabilities | |
| Current liabilities | |
| Accounts payable and accrued liabilities | 1,641 |
| Deferred revenues | 262 |
| Total | 1,903 |
| Identifiable net assets acquired | 1,581 |

Costs related to the acquisition

The total acquisition-related costs amounted to \$226,740 and are included in General and administrative expenses in the Interim Condensed Consolidated Statements of Income.

Determination of fair value

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at the acquisition-date fair value.

Accounts receivable, prepaid expenses and deposits and accounts payable and accrued liabilities arising from a business combination are recognized at their fair value, which is not substantially different from their gross contractual value and expected receipts and disbursements.

Deferred revenues from business combinations are recognized at fair value. This corresponds to the future costs to perform the services, the collection of which took place before the acquisition, plus a profit margin. This profit margin is the average margin the Corporation realized for the delivery of the same kind of service.

The fair value of acquired intangible assets is determined as follows:

The acquired technology is evaluated using the avoided royalties' method. The multi-period excess earnings method was used to calculate the value of customer relationship. These methods are primarily based on expected discounted cash flows according to currently available information, such as historical and projected revenues, the probability of renewing each contract and certain other relevant assumptions.

No goodwill has been recognized as a result of this transaction, the value of the identifiable net assets acquired being equal to the cash consideration transferred.

Impact of the business combinations on the Corporation's financial performance

The Corporation's profit for the three months ended December 31, 2017, includes \$1,163,392 in revenues and a net loss of \$966,766, generated from Orchestra's additional business. The Corporation's profit for the nine months ended December 31, 2017, includes \$2,453,455 in revenues and a net loss of \$1,622,600, generated from Orchestra's additional business.

If this business combination had been completed on April 1, 2017, the Corporation's consolidated revenues for the nine months ended December 31, 2017, would have totalled \$61,829,758. The consolidated profit for the nine months ended December 31, 2017, would have totalled \$4,705,824 including an additional amortization expense of \$114,368. The Corporation considers the pro forma figures to be an approximate measurement of the financial performance of the combined business over a nine-month period. However, pro forma information does not account for synergies or changes to historical transactions and is not necessarily indicative of the profit of the Corporation if the acquisition actually occurred on April 1, 2017, nor of the profit that may be achieved in the future.

To determine the Corporation's pro forma consolidated revenues and profit if Orchestra had been acquired on April 1, 2017, the Corporation calculated:

- the amortization of other acquired intangible assets based on the fair value arising from initial recognition of the business combination rather than the carrying amounts recognized in the pre-acquisition financial statements;
- the borrowing costs on the Corporation's net indebtedness after the business combination;
- additional income tax recovery to reflect the pro forma adjustments described above.

9 Long-term debt

On December 18, 2015, the Corporation renewed its credit agreement, which was entered into on November 10, 2011, (the "Credit Agreement") with three Canadian financial institutions pursuant to which lenders made available to the Corporation an \$80,000,000 (\$80,000,000 as at March 31, 2018) secured revolving five-year credit facility (the "Revolving Facility") and an accordion loan of \$40,000,000 (\$40,000,000 as at March 31, 2018) subject to lenders' acceptance.

The Revolving Facility expires on December 18, 2020, and any outstanding amounts are due in full at maturity. Amounts under the Credit Agreement are repayable before maturity without penalty. As at December 31, 2018, the Corporation's Revolving Facility stood at \$27,004,951 (\$28,205,020 as at March 31, 2018) and the amount is due in full during the fiscal year ending March 31, 2021.

The Revolving Facility bears interest at a rate based either on the Canadian prime rate, LIBOR or the bankers' acceptance rate plus a margin in each case. This margin varies according to the ratio of total debt to earnings before interest, taxes, depreciation and amortization ("EBITDA"), as described below. As at December 31, 2018, the actual rate was 2.30% (1.63% as at March 31, 2018) and the applicable margin was 1.45% (1.45% as at March 31, 2018). In addition, the unused portion of the Revolving Facility bears interest at 0.29% (0.29% as at March 31, 2018) as standby fees.

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All obligations under the Credit Agreement are secured by a first-rank security (hypothec) on substantially all of the Corporation's assets, tangible and intangible, present and future.

The Credit Agreement contains certain covenants and certain events of default customary for loans of this nature, including some limitations to the levels of investments and acquisitions, capital expenditures and distributions. The Credit Agreement is also subject to restrictive covenants requiring certain financial ratios to be maintained. As at December 31, 2018, the Corporation was in compliance with the financial ratios prescribed under these covenants:

1. a fixed charge coverage ratio of not less than 1.20:1.00 (1.20:1.00 as at March 31, 2018) at all times; and
2. a total debt to EBITDA ratio of not more than 3.0 (3.0 as at March 31, 2018).

Fixed charge, total debt and EBITDA, which are used in the calculation of the covenants mentioned above, are defined precisely in the Credit Agreement.

Financial ratios are calculated using the financial information of the twelve-month period ending on the date the ratio is calculated.

The following table provides the long-term debt information:

| <i>In thousands of Canadian dollars</i> | As at Dec. 31, | As at March 31, |
|---|-----------------------|------------------------|
| | 2018 | 2018 |
| | \$ | \$ |
| Revolving credit facility, bearing interest at the bankers' acceptance rate, plus a margin of 1.45% (1.45% as at March 31, 2018), maturing in December 2020 | 27,005 | 28,205 |
| Deferred financing costs i) | (79) | (109) |
| | 26,926 | 28,096 |

i) The deferred financing costs are amortized using the effective interest rate method.

10 Share capital

- a) Authorized and paid, unlimited number
 - Common shares
 - Preferred shares, issuable in series with terms, conditions and dividends to be determined by the Board of Directors upon issuance

Notes to the Interim Condensed Consolidated Financial Statements
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- b) The following table summarizes common share activity:

| <i>In thousands</i> | Nine months ended December 31, | | | |
|---------------------------------------|--------------------------------|--------|--------|--------|
| | 2018 | | 2017 | |
| | Shares | \$ | Shares | \$ |
| Balance at beginning of period | 14,849 | 78,051 | 14,895 | 78,293 |
| Repurchased for cancellation i) | - | - | (46) | (242) |
| Balance at end of period | 14,849 | 78,051 | 14,849 | 78,051 |

- i) During the nine months ended December 31, 2018, there was no transaction related to common shares in connection with the Corporation Normal Course Issuer Bid. During the nine months ended December 31, 2017, the Corporation repurchased 46,100 of its common shares for a cash consideration of \$625,449. An average issue price of \$5.26 per share before repurchase was recorded as a deduction from share capital in a total amount of \$242,315 and the balance was charged to retained earnings.

- c) Dividends declared

Nine months ended December 31, 2018

Subsequent to the period ended December 31, 2018, i.e., on February 12, 2019, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on April 15, 2019, to shareholders of record on April 1, 2019.

On November 13, 2018, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on January 15, 2019, to shareholders of record on January 2, 2019.

On August 7, 2018, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on October 15, 2018, to shareholders of record on October 1, 2018.

On June 12, 2018, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on July 16, 2018, to shareholders of record on July 3, 2018.

Nine months ended December 31, 2017

On November 7, 2017, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on January 15, 2018, to shareholders of record on January 2, 2018.

On August 8, 2017, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on October 16, 2017, to shareholders of record on October 2, 2017.

On June 6, 2017, the Corporation announced the payment of a cash dividend of \$0.10 per share, payable on July 17, 2017, to shareholders of record on July 3, 2017.

Notes to the Interim Condensed Consolidated Financial Statements
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11 Expenses by type

Operating profit includes the following items:

| | Three months ended | | Nine months ended | |
|---|--------------------|--------------|-------------------|---------------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ |
| Amortization and depreciation | | | | |
| Depreciation of property, plant and equipment | 347 | 262 | 889 | 771 |
| Amortization of intangible assets | 640 | 583 | 1,841 | 1,646 |
| Amortization of acquired intangible assets | 910 | 1,424 | 3,057 | 3,789 |
| Total | 1,897 | 2,269 | 5,787 | 6,206 |
| Employee benefits expense | | | | |
| Salaries and employee benefits | 11,158 | 10,555 | 32,419 | 30,036 |
| Termination benefits | 28 | - | 206 | 829 |
| | 11,186 | 10,555 | 32,625 | 30,865 |
| Tax credits | (1,262) | (1,127) | (3,355) | (2,568) |
| Total | 9,924 | 9,428 | 29,270 | 28,297 |

12 Supplementary statements of cash flow and statements of income information

a) Changes in non-cash working capital items are as follows:

| | Three months ended | | Nine months ended | |
|--|--------------------|------------|-------------------|----------------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ |
| Decrease (increase) in | | | | |
| Accounts receivable | (668) | (320) | 205 | (2,013) |
| Tax credits receivable | (1,262) | 1,186 | (3,355) | 1,220 |
| Prepaid expenses and deposits | 259 | (285) | 354 | (897) |
| Increase (decrease) in | | | | |
| Accounts payable and accrued liabilities | 629 | 115 | (1,259) | (1,699) |
| Other accounts payable | (453) | 653 | 220 | 757 |
| Deferred revenues | (891) | (868) | (1,879) | (1,988) |
| Total | (2,386) | 481 | (5,714) | (4,620) |

During the nine months ended December 31, 2018, the Corporation reclassified an amount of \$2,162,392 (\$755,329 in 2017) from Tax credits receivable to Income taxes payable because the Corporation expects to use these tax attributes against income taxes payable during the current fiscal year.

Notes to the Interim Condensed Consolidated Financial Statements
for the three and nine months ended December 31, 2018, and 2017

Unaudited and not reviewed by independent auditors

b) Financial expenses consist of the following:

| | Three months ended | | Nine months ended | |
|--|--------------------|------------|-------------------|------------|
| | December 31, | | December 31, | |
| | 2018 | 2017 | 2018 | 2017 |
| <i>In thousands of Canadian dollars</i> | \$ | \$ | \$ | \$ |
| Amortization of deferred financing costs | 10 | 10 | 30 | 30 |
| Interest on long-term debt | 311 | 296 | 849 | 784 |
| Total | 321 | 306 | 879 | 814 |

13 Related party transactions

On May 29, 2018, the Board of Directors of Société d'investissement M-S S.E.C. "GWS", the Corporation's 50% ownership joint venture, voted a unanimous resolution to dissolve and liquidate GWS. The dissolution and the distribution of the residual cash balances to the co-venturers were done on July 27, 2018. During the nine months ended December 31, 2018, the Corporation received an amount of \$435,577 as a distribution from GWS.

During the three months ended December 31, 2018, the revenues from transactions with GWS recorded by the Corporation were nil (\$387,159 in 2017). During the nine months ended December 31, 2018, these revenues were also nil (\$1,229,537 in 2017).

In addition, during the three months ended December 31, 2018, the Corporation recharged to GWS operating expenses in the amount of nil (\$40,072 in 2017) whereas this recharge was \$2,743 (\$116,452 in 2017) for the nine months ended on December 31, 2018. These recharges were presented against operating expenses in the Interim Condensed Consolidated Statement of Income. As at December 31, 2018, the Corporation's accounts receivable from GWS were nil (\$69,627 as at March 31, 2018).

These transactions occurred in the normal course of business and were measured at the amount of consideration agreed to by the parties.