Mattr Corp.

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

(UNAUDITED)

June 30, 2025

Mattr Corp.

Condensed Interim Consolidated Statements of (Loss) Income (Unaudited)

(in thousands of Canadian dollars, except per share amounts)	Three months ended June 30, 2025	Three months ended June 30, 2024	Six months ended June 30, 2025	Six months ended June 30, 2024
Revenue				
Sale of products	**$ 316,073**	$ 237,469	**$ 632,679**	$ 444,770
Rendering of services	**4,884**	3,798	**8,398**	6,536
	320,957	241,267	**641,077**	451,306
Cost of Goods Sold and Services Rendered	**238,400**	164,588	**474,902**	314,859
Gross Profit	**82,557**	76,679	**166,175**	136,447
Selling, general and administrative expenses	**43,903**	34,744	**85,413**	73,924
Research and development expenses	**2,825**	2,529	**5,702**	4,922
Foreign exchange losses	**8,219**	2,515	**12,126**	4,912
Depreciation and amortization	**16,478**	9,403	**33,361**	17,971
Loss on sale of land and other	**697**	—	**697**	—
Restructuring costs and other, net	**—**	325	**—**	3,526
Operating Income from Continuing Operations	**10,435**	27,163	**28,876**	31,192
Finance costs, net (note 6)	**(11,485)**	(4,415)	**(20,715)**	(6,641)
Cost associated with repayment of senior note	**—**	(6,750)	**—**	(6,750)
(Loss) Income from Continuing Operations before Income Taxes	**(1,050)**	15,998	**8,161**	17,801
Income tax expense (recovery) (note 7)	**2,666**	5,187	**(36,192)**	9,135
Net (Loss) Income from Continuing Operations	**(3,716)**	10,811	**44,353**	8,666
Net (Loss) Income from Discontinued Operations, net of income tax expense (note 4)	**(3,269)**	(8,735)	**1,388**	(12,229)
Net (Loss) Income	**$ (6,985)**	$ 2,076	**$ 45,741**	$ (3,563)
Net (Loss) Income from Continuing Operations Attributable to:				
Shareholders of the Company	**$ (3,716)**	$ 10,829	**$ 44,353**	$ 8,481
Non-controlling interests	**—**	(18)	**—**	185
Net (Loss) Income from Continuing Operations	**$ (3,716)**	$ 10,811	**$ 44,353**	$ 8,666
Net (Loss) Income from Discontinued Operations Attributable to:				
Shareholders of the Company	**$ (3,269)**	$ (8,735)	**$ 1,388**	$ (12,229)
Net (Loss) Income from Discontinued Operations	**$ (3,269)**	$ (8,735)	**$ 1,388**	$ (12,229)
(Loss) Earnings per Share ("EPS") (note 8)				
Basic	**$ (0.11)**	$ 0.03	**$ 0.73**	$ (0.06)
Diluted	**$ (0.11)**	$ 0.03	**$ 0.73**	$ (0.06)
(Loss) Earnings per Share ("EPS") – Continuing Operations (note 8)				
Basic	**$ (0.06)**	$ 0.16	**$ 0.71**	$ 0.13
Diluted	**$ (0.06)**	$ 0.16	**$ 0.71**	$ 0.13
Weighted Average Number of Shares Outstanding (000s) (note 8)				
Basic	**61,878**	66,360	**62,317**	66,338
Diluted	**61,878**	66,798	**62,495**	66,826

Mattr Corp.

Condensed Interim Consolidated Statements of Comprehensive (Loss) Income (Unaudited)

	Three months ended June 30,		Six months ended June 30,	
(in thousands of Canadian dollars)	**2025**	2024	**2025**	2024
Net (Loss) Income	**$ (6,985)**	$ 2,076	**$ 45,741**	$ (3,563)
Other Comprehensive (Loss) Income to be Reclassified to Net Income (Loss) in Subsequent Periods				
Exchange differences on translation of foreign operations	**$ (25,212)**	$ 7,742	**(16,190)**	20,963
Reclassification of exchange difference on disposal of foreign operation (note 4)	**10,952**	—	**10,952**	—
Other Comprehensive Income (Loss) not to be Reclassified to Net Income (Loss) in Subsequent Periods				
Actuarial gain on defined benefit plans	**4**	2	**25**	2
Income tax recovery	**(1)**	—	**(5)**	—
Net Other Comprehensive Income not to be Reclassified to Net Income (Loss) in Subsequent Periods	**3**	2	**20**	2
Total Other Comprehensive (Loss) Income, Net of Income Tax	**(14,257)**	7,744	**(5,218)**	20,965
Total Comprehensive (Loss) Income	**$ (21,242)**	$ 9,820	**$ 40,523**	$ 17,402
Comprehensive (Loss) Income Attributable to:				
Shareholders of the Company	**$ (21,254)**	$ 9,841	**$ 40,511**	$ 17,228
Non-controlling interests	**12**	(21)	**12**	174
Total Comprehensive (Loss) Income	**$ (21,242)**	$ 9,820	**$ 40,523**	$ 17,402
Comprehensive (Loss) Income from Continuing Operations Attributable to:				
Shareholders of the Company	**$ (11,034)**	$ 16,271	**$ 43,268**	$ 23,104
Non-controlling interests	**12**	(21)	**12**	174
Comprehensive Loss from Discontinued Operations Attributable to:				
Shareholders of the Company	**$ (10,220)**	$ (6,430)	**$ (2,757)**	$ (5,876)
Continuing Operations	**$ (11,022)**	$ 16,250	**$ 43,280**	$ 23,278
Discontinued Operations	**(10,220)**	(6,430)	**(2,757)**	(5,876)
Total Comprehensive (Loss) Income	**$ (21,242)**	$ 9,820	**$ 40,523**	$ 17,402

Mattr Corp.

Condensed Interim Consolidated Balance Sheets (Unaudited)

(in thousands of Canadian dollars)		**June 30, 2025**		December 31, 2024
ASSETS				
Current Assets				
Cash and cash equivalents	**$**	**52,871**	$	375,239
Restricted cash		**—**		127,251
Accounts receivable		**199,226**		146,454
Contract assets		**1,551**		3,982
Income taxes receivable		**6,410**		5,808
Inventory		**208,368**		142,871
Prepaid expenses		**7,203**		5,435
Assets held for sale (note 4)		**—**		35,380
Total current assets		**475,629**		842,420
Non-current Assets				
Property, plant and equipment		**358,585**		293,090
Right-of-use assets		**141,900**		145,118
Goodwill		**274,502**		163,142
Intangible assets		**345,135**		141,862
Deferred income tax assets		**17,036**		36,798
Other assets		**6,555**		6,730
Total non-current assets		**1,143,713**		786,740
TOTAL ASSETS	**$**	**1,619,342**	$	1,629,160
LIABILITIES AND EQUITY				
Current Liabilities				
Accounts payable and accrued liabilities	**$**	**202,172**	$	172,326
Lease liabilities		**7,495**		9,180
Provisions		**21,376**		18,705
Income taxes payable		**4,375**		4,110
Contract liabilities		**11,078**		11,019
Other liabilities		**12,482**		17,900
Liabilities associated with assets held for sale (note 4)		**—**		11,053
Total current liabilities		**258,978**		244,293
Non-current Liabilities				
Long-term debt (note 11)		**428,626**		471,238
Lease liabilities		**151,072**		153,947
Provisions		**6,169**		9,926
Employee future benefits		**5,297**		5,395
Deferred income tax liabilities		**12,918**		14,265
Other liabilities		**7,414**		9,315
Total non-current liabilities		**611,496**		664,086
Total liabilities		**870,474**		908,379
Equity				
Share capital (note 12)		**628,116**		639,408
Contributed surplus		**22,664**		22,917
Retained deficit		**(64,797)**		(109,647)
Non-controlling interests		**(311)**		(323)
Accumulated other comprehensive income		**163,196**		168,426
Total equity		**748,868**		720,781
TOTAL LIABILITIES AND EQUITY	**$**	**1,619,342**	$	1,629,160

Mattr Corp.

Condensed Interim Consolidated Statements of Changes in Equity (Unaudited)

(in thousands of Canadian dollars)	Share Capital	Contributed Surplus	Retained Deficit	Non-controlling Interests	Accumulated Other Comprehensive Income	Total Equity
Balance – December 31, 2024	**$ 639,408**	**$ 22,917**	**$ (109,647)**	**$ (323)**	**$ 168,426**	**$ 720,781**
Net income	**—**	**—**	**45,741**	**—**	**—**	**45,741**
Other comprehensive income	**—**	**—**	**—**	**12**	**(5,230)**	**(5,218)**
Comprehensive income	**—**	**—**	**45,741**	**12**	**(5,230)**	**40,523**
Issued on exercise of stock options	**124**	**—**	**—**	**—**	**—**	**124**
Compensation cost on exercised Restricted Share Units	**1,316**	**(1,316)**	**—**	**—**	**—**	**—**
Share-based compensation expense	**—**	**1,063**	**—**	**—**	**—**	**1,063**
Share repurchase – NCIB (note 12)	**(17,797)**	**—**	**—**	**—**	**—**	**(17,797)**
Share repurchase – ASPP (note 12)	**5,065**	**—**	**—**	**—**	**—**	**5,065**
Excess of purchase price over stated value of shares	**—**	**—**	**(891)**	**—**	**—**	**(891)**
Balance – June 30, 2025	**$ 628,116**	**$ 22,664**	**$ (64,797)**	**$ (311)**	**$ 163,196**	**$ 748,868**
Balance – December 31, 2023	$ 681,865	$ 23,450	$ (92,841)	$ (481)	$ 117,686	$ 729,679
Net (loss) income	—	—	(3,748)	185	—	(3,563)
Other comprehensive (loss) income	—	—	—	(11)	20,976	20,965
Comprehensive (loss) income	—	—	(3,748)	174	20,976	17,402
Issued on exercise of stock options	637	—	—	—	—	637
Compensation cost on exercised options	222	(222)	—	—	—	—
Compensation cost on exercised Restricted Share Units	1,343	(1,343)	—	—	—	—
Share-based compensation expense	—	1,183	—	—	—	1,183
Share repurchase – NCIB	(310)	—	—	—	—	(310)
Share repurchase – ASPP	(13,770)	—	—	—	—	(13,770)
Excess of purchase price over stated value of shares	—	—	(197)	—	—	(197)
Balance –June 30, 2024	$ 669,987	$ 23,068	$ (96,786)	$ (307)	$ 138,662	$ 734,624

Mattr Corp.

Consolidated Statements of Cash Flows (Unaudited)

	Three months ended June 30,		Six months ended June 30,	
(in thousands of Canadian dollars)	**2025**	2024	**2025**	2024
Operating Activities				
Net Income (Loss) from Continuing Operations	**$ (3,716)**	$ 10,811	**$ 44,353**	$ 8,666
Add (deduct) items not affecting cash				
Depreciation and amortization	**16,478**	9,403	**33,361**	17,971
Interest expense on lease liabilities (note 6)	**2,598**	2,556	**5,250**	3,914
Share-based compensation and incentive-based compensation (note 9)	**3,240**	1,642	**1,048**	9,275
Deferred income taxes	**(2,470)**	(2,400)	**(45,412)**	(2,021)
Losses on sale of land and other	**697**	—	**697**	—
Loss (Gain) on disposal of property, plant and equipment	**4**	218	**(359)**	(369)
Unrealized loss on derivative financial instruments	**—**	(97)	**—**	894
Other	**(466)**	8,989	**376**	12,417
Change in non-cash working capital and foreign exchange (note 10)	**(5,725)**	(37,660)	**(34,587)**	(45,600)
Cash Provided by (Used in) Operating Activities from Continuing Operations	**10,640**	(6,538)	**4,727**	5,147
Cash Provided by Operating Activities from Discontinued Operations	**13,417**	52	**13,436**	178
Cash Provided by (Used in) Operating Activities	**$ 24,057**	$ (6,486)	**$ 18,163**	$ 5,325
Investing Activities				
Decrease in loan receivable	**$ —**	$ 271	**$ —**	$ 271
Purchase of property, plant and equipment	**(11,305)**	(28,566)	**(35,411)**	(59,061)
Proceeds on disposal of property, plant and equipment	**85**	792	**518**	2,893
Business acquisition, net of cash acquired (note 3)	**—**	—	**(383,264)**	—
Cash Used in Investing Activities from Continuing Operations	**(11,220)**	(27,503)	**(418,157)**	(55,897)
Cash Provided by (Used in) Investing Activities from Discontinued Operations	**19,528**	(37,479)	**19,509**	(37,605)
Cash Provided by (Used in) Investing Activities	**$ 8,308**	$ (64,982)	**$(398,648)**	$ (93,502)
Financing Activities				
Repayment of credit facilities (note 11)	**$ (67,486)**	$(156,750)	**$(104,223)**	$(156,750)
Long-term debt issuance cost	**(32)**	(5,588)	**(569)**	(5,676)
Proceeds from issuance of Senior Note (note 11)	**—**	175,000	**—**	175,000
Proceeds from drawdown of credit facilities (note 11)	**52,981**	—	**68,141**	—
Repayment of lease liabilities	**(5,559)**	(5,226)	**(12,516)**	(9,145)
Repurchase of shares – Normal Course Issuer Bids (note 12)	**(6,708)**	—	**(17,517)**	—
Proceeds from stock options exercised (note 12)	**41**	570	**124**	637
Cash (Used in) Provided by Financing Activities from Continuing Operations	**(26,763)**	8,006	**(66,560)**	4,066
Cash (Used in) Provided by Financing Activities	**$ (26,763)**	$ 8,006	**$ (66,560)**	$ 4,066
Effect of Foreign Exchange on Cash and Cash Equivalents	**(5,447)**	1,108	**(2,574)**	3,682
Net increase (decrease) in Cash, Cash Equivalents, and Restricted Cash	**155**	(62,354)	**(449,619)**	(80,429)
Cash, Cash Equivalents, and Restricted Cash – Beginning of Period	**52,716**	315,986	**502,490**	334,061
Cash and Cash Equivalents – End of Period	**$ 52,871**	$ 253,632	**$ 52,871**	$ 253,632
Cash	**$ 51,508**	$ 211,540	**$ 51,508**	$ 211,540
Cash Equivalents	**1,363**	42,092	**1,363**	42,092
Total Cash and Cash Equivalents	**$ 52,871**	$ 253,632	**$ 52,871**	$ 253,632
Supplemental Cash Flow Information				
Interest paid	**$ 14,342**	$ 4,643	**$ 16,733**	$ 4,962
Interest received	**$ 609**	$ 3,607	**$ 1,226**	$ 7,707
Income taxes paid	**$ 3,415**	$ 14,243	**$ 10,994**	$ 13,675

Mattr Corp. is a publicly listed company incorporated in Canada with its shares listed on the Toronto Stock Exchange under ticker symbol MATR. Mattr Corp., together with its wholly owned subsidiaries (collectively referred to as the "Company" or "Mattr"), is a growth oriented, global materials technology company broadly serving critical infrastructure markets including transportation, communication, water management, energy and electrification. The Company operates through a network of manufacturing facilities within two operating units. These operating units are reported as two business segments, Connection Technologies and Composite Technologies which enable responsible renewal and enhancement of critical infrastructure. Further information as it pertains to the nature of operations is set out in note 5.

Effective May 1, 2025, the head office, principal address and registered office of the Company is 336 Courtland Avenue, Vaughan, Ontario, L4K 4Y1 (previously was 25 Bethridge Road, Toronto, Ontario, M9W 1M7, Canada).

1 Basis of Financial Statement Preparation

Basis of Presentation

a) Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. The condensed interim consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and thus should be read in conjunction with the Company's audited annual consolidated financial statements for the year ended December 31, 2024 ("Annual Consolidated Financial Statements").

The condensed interim consolidated financial statements have been prepared on the historical cost basis, except for certain current assets and financial instruments, which are measured at fair value, as explained in note 2 of the accounting policies in the Company's Annual Consolidated Financial Statements.

The condensed interim consolidated financial statements comprise the financial statements of the Company and the entities under its control and the Company's equity accounted interests in joint ventures and associates. The results of the subsidiaries acquired during the period are included from the date of the acquisition. Adjustments are made, where necessary, to the financial statements of the subsidiaries, joint arrangements and associates to ensure consistency with those policies adopted by the Company. All intercompany transactions, balances, income and expenses are eliminated upon consolidation.

The condensed interim consolidated financial statements and accompanying notes as at and for the three months and six months ended June 30, 2025 were authorized for issue by the Company's Board of Directors on August 13, 2025.

b) Use of Estimates and Judgements

The preparation of condensed interim consolidated financial statements in conformity with IFRS Accounting Standards ("IFRS") requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to these condensed interim consolidated financial statements, are described in note 2 of the Company's Annual Consolidated Financial Statements.

Business combinations are accounted for using the acquisition method of accounting. The allocation of the purchase price requires estimates as to the fair value of acquired assets and liabilities. For material acquisitions, the Company engages independent appraisers to assist with the determination of the fair value of assets acquired, liabilities assumed, and goodwill, if any, based on recognized business valuation methodologies. The information necessary to measure the fair values as at the acquisition date of assets acquired and liabilities assumed requires management to make certain judgements and estimates, including but not limited to the most appropriate valuation methodology, forecasted sales, cost to produce, royalty rates, tax rates, capital spending, discount rates, and attrition rates.

Changes to the preliminary measurements of assets and liabilities acquired may be retrospectively adjusted when new information is obtained until the final measurements are determined within one year of the acquisition date. The Company determined that the acquisition of AmerCable Incorporated ("AmerCable") met the requirements to be accounted for as a business combination; refer to Note 3.

c) Accounting policies

The condensed interim consolidated financial statements are based on accounting policies consistent with those described in note 2 of the accounting policies in the Company's Annual Consolidated Financial Statements.

2 Financial Instruments

The Company has classified its financial instruments as follows:

(in thousands of Canadian dollars)	June 30, 2025	December 31, 2024
Financial assets, Measured at Amortized Cost		
Cash and cash equivalents	**$ 52,871**	$ 375,239
Restricted cash	—	127,251
Accounts receivable	**199,226**	146,454
Contract assets	**1,551**	3,982
Loans receivable	**296**	460
Deposit guarantee	**126**	127
Income taxes receivable	**6,410**	5,808
Fair Value through Profit or Loss		
Redemption option derivative asset	**6,004**	6,004
Financial Liabilities, Measured at Amortized Cost		
Accounts payable	**$ 102,805**	$ 74,503
Contract liabilities	**11,078**	11,019
Lease liabilities	**158,567**	163,127
Income taxes payable	**4,375**	4,110
Long-term debt (note 11)	**438,578**	482,244

Fair Value

IFRS 13, *Fair Value Measurement,* provides a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs are those that reflect market data obtained from independent sources, while unobservable inputs reflect the Company's assumptions with respect to how market participants would price an asset or liability. These two inputs, which are used to measure fair value, fall into the following three different levels of the fair value hierarchy:

- Level 1 – Quoted prices in active markets for identical instruments that are observable.
- Level 2 – Quoted prices in active markets for similar instruments; inputs other than quoted prices that are observable and derived from or corroborated by observable market data.
- Level 3 – Valuations derived from valuation techniques in which one or more significant inputs are unobservable.

The hierarchy requires the use of observable market data when available.

The following table presents the fair value of financial assets and liabilities in the fair value hierarchy as at June 30, 2025, where the carrying value does not approximate the fair value.

(in thousands of Canadian dollars)	Fair Value	Level 1	Level 2	Level 3
Liabilities				
Long-term debt	$ 451,510	$ —	$ 451,510	$ —

The redemption option derivative asset (Note 11) associated with the senior secured notes is an embedded derivative separately recognized to reflect the redemption features of the senior secured notes and is classified as fair value through profit and loss with fair value based on models using observable interest rate inputs. Changes in the fair value are recorded in finance costs.

Total long-term debt is comprised of the amounts drawn on Senior Notes, unsecured of $300 million, excluding the redemption option derivative asset (Note 11). The Senior Notes, unsecured, have a fair market value of $451.5 million which is higher than the carrying amount as the fixed interest rate is higher than the market rate of interest for this grade of Senior Note as at June 30, 2025. The Credit Facility is subject to a variable interest rate and therefore the carrying amount is approximately equal to the fair market value as at June 30, 2025.

Financial Risk Management

The Company's operations expose it to a variety of financial risks including market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial position and financial performance. Risk management is the responsibility of the Company's management. Material risks are monitored and are regularly reported to the Board of Directors.

Market Risk

Foreign Exchange Risk

The majority of the Company's business is transacted outside of Canada through subsidiaries operating in many countries. The net investments in these subsidiaries as well as their revenue, operating expenses and non-operating expenses are denominated in foreign currencies. As a result, the Company's consolidated revenue, expenses and financial position may be impacted by fluctuations in foreign exchange rates as these foreign currency amounts are translated into Canadian dollars. As at June 30, 2025, fluctuations of +/- 5% in the Canadian dollar, relative to those foreign currencies, would impact the Company's consolidated revenue, income from operations, and net income (attributable to shareholders of the Company) for the six months ended June 30, 2025 by approximately $26.5 million, $0.3 million, and $1.6 million ($13.3 million, $0.1 million, and $0.5 million for the three months ended June 30, 2025), respectively, prior to foreign exchange forward contract activities. In addition, such fluctuations would impact the Company's consolidated total assets, consolidated total liabilities and consolidated total equity by approximately $63.0 million, $11.4 million, and $51.6 million, respectively, as at June 30, 2025.

The objective of the Company's foreign exchange risk management activities is to minimize transaction exposures associated with the Company's foreign currency denominated cash streams and the resulting variability of the Company's earnings. The Company utilizes foreign exchange forward contracts to manage this foreign exchange risk. The Company does not enter into foreign exchange forward contracts for speculative purposes.

3 Acquisition

On January 2, 2025, the Company completed its acquisition of AmerCable. Under the terms of the transaction, the Company has acquired 100% of the outstanding shares of AmerCable from Nexans USA Inc. ("The Seller") for consideration of $403 million (or U.S.$280 million) before any working capital adjustments. AmerCable is reported under the Company's Connection Technologies segment. The acquisition of AmerCable increases the Company's North American footprint as a provider of highly engineered wire and cable technologies. In addition, the synergies of AmerCable's portfolio of low and medium voltage electric power, control and instrumentation cable products complement the Company's Shawflex branded products, and the synergies from employee knowledge.

The Company has determined that the acquisition of AmerCable is a business combination for accounting purposes under IFRS 3 Business Combinations. The preliminary purchase price allocation is based on management's best estimates of the fair value of the assets acquired and liabilities assumed. The purchase price remains preliminary as the valuations of certain assets and liabilities, including intangible assets and deferred tax are still in progress. As a result, adjustments to the initial estimates, including those related to goodwill, may be necessary.

The aggregate purchase consideration inclusive of final net working capital adjustments for the acquired assets and liabilities assumed are as follows:

(in thousands of Canadian dollars)		
Base consideration	$	402,976
Working capital adjustment [a]		4,467
Total purchase consideration	**$**	**407,443**

(a) Includes final working capital adjustments and $27.8 million of cash acquired as part of the business and a $3.5 million receivable from The Seller.

Assets acquired and liabilities assumed have been recorded at their preliminary estimates of fair value at the acquisition date as follows:

(in thousands of Canadian dollars)		
Tangible assets		
Current assets [a]	$	113,708
Plant, property and equipment, net		62,362
Intangible assets		
Customer relationships		163,781
Tradenames		66,491
Goodwill [b]		115,951
Total assets	$	522,293
Current liabilities assumed	$	(45,044)
Deferred income tax liabilities [c]		(63,228)
Other non-current liabilities assumed		(6,578)
Total assumed liabilities	$	(114,850)
Net assets acquired at fair value	**$**	**407,443**

(a) Includes cash of $27.8 million that was acquired as part of the business.

(b) The balance of goodwill represents the difference between the acquisition date fair value of the consideration transferred and the values assigned to the assets acquired and liabilities assumed. None of the goodwill is expected to be deductible for tax purposes. The goodwill acquired represents the acquired human capital including its implied knowledge of the operations, expansion opportunities, benefits the Company expects to earn from the acquisition due to expected synergies and other intangible assets that do not meet the criteria for separation as identifiable intangible assets.

(c) Deferred Income Tax liabilities have been recognized in connection with intangibles assets, property, plant and equipment, and inventory using the substantively enacted tax rates at which the temporary differences were expected to be realized as of the closing date.

The fair value of acquired intangible assets includes $163.8 million in customer relationships and $66.5 million in tradenames. These values were based on discounted cash flow models using the relief from royalty method for tradenames and excess earnings method for customer relationships. These required the Company to estimate future cash flows and use judgement in determining key assumptions that include revenue growth rates, customer attrition rates, operating margins and discount rates. Customer Relationships and Tradenames are being amortized over their economic period of benefit, which management has determined to be 15 years and 20 years, respectively. The Company incurred $0.8 million and $6.1 million in the three months and six months ended June 30, 2025, respective, in acquisition related costs recorded in selling, general and administrative expenses. AmerCable contributed revenue of $192.3 million and operating income of $21.7 million for the six months ended June 30, 2025, consistent with the contributions to revenue and operating income if the acquisition had of taken place on January 1, 2025 (revenue of $92.8 million and operating income of $9.8 million for the three months ended June 30, 2025).

4 Sale of subsidiary and Discontinued Operations

On June 4, 2025, the Company sold its subsidiary Thermotite do Brazil ("Thermotite"), its final remaining pipe coating business, to Vallourec Tubular Solutions, a subsidiary of Vallourec S.A. Thermotite provided thermal insulation pipe coating services to the offshore oil and gas industry from its plant in Serra, Brazil. The Company received proceeds of U.S.$37.4 million (or Cdn$51.0 million at current exchange rates) which include the agreed-upon purchase price of U.S.$17.5 million (or Cdn$23.8 million at current exchange rates) and initial working capital estimates which included cash of U.S.$17.6 million (or Cdn$24.2 million at current exchange rates) remaining within the business. The final cash proceeds received by the Company in satisfaction of the contractual purchase price for the sale of Thermotite remains subject to completion of a customary final true up of the estimated working capital calculation as provided in the definitive purchase and sale agreement in respect of the transaction. Thermotite is presented as Discontinued Operations in the three and six months ended June 30, 2025.

The comparative consolidated statement of (loss) income, statement of comprehensive (loss) income and other relevant notes have been restated to separately show the results from the discontinued operations from the Company's continuing operations.

Sale of Brazil business

(in thousands of Canadian dollars)		**As at June 30, 2025**
Purchase price	**$**	**23,849**
Net working capital adjustments [(a)]		**27,161**
Total adjusted purchase price	**$**	**51,010**
Costs related to sale		**(1,689)**
Carrying amount of net assets sold		**(39,975)**
Cumulative Translation Adjustment balance		**(10,952)**
Loss on Sale before Income Tax	**$**	**(1,606)**
Total adjusted purchase price	**$**	**51,010**
Receivables – current		**(7,306)**
Net Cash received from Sale, net of receivable	**$**	**43,704**
Cash balance transferred as part of sale		**(24,176)**
Net Cash received from Sale, net of receivable and cash balance transferred	**$**	**19,528**

(a) Includes $24.2 million in cash transferred as part of the sale.

The Net (Loss) Income from discontinued operations for the three and six months ended June 30 are as follows:

	Three months ended		Six months ended	
	June 30,	**June 30,**	**June 30,**	**June 30,**
(in thousands of Canadian dollars)	**2025**	2024	**2025**	2024
Revenue	**$ 1,697**	$ 12,590	**$ 24,998**	$ 27,012
Operating expenses [(a)]	**4,783**	10,162	**20,607**	20,342
Foreign exchange loss (gain)	**6**	560	**(10)**	678
Depreciation and amortization	**—**	419	**—**	847
(Loss) Income from Discontinued Operations	**$ (3,092)**	$ 1,449	**$ 4,401**	$ 5,145
Loss on sale of operating unit [(b)]	**(1,606)**	(10,087)	**(1,606)**	(15,492)
Finance income	**147**	74	**309**	158
Net (Loss) Income before Income Tax	**(4,551)**	(8,564)	**3,104**	(10,189)
Income tax (recovery) expense from discontinued operations	**(1,282)**	171	**1,716**	2,040
Net (Loss) Income from Discontinued Operations	**$ (3,269)**	$ (8,735)	**$ 1,388**	$ (12,229)

(a) Operating expenses include cost of goods and services rendered, and selling, general and administrative expenses.
(b) The loss reflected in the three and six months ended June 30, 2024 represents the initial estimate to settle the working capital adjustment from the sale of the Pipeline Performance Group.

5 Segment Information

Mattr's operating segments are being reported based on the financial information provided to the Chief Executive Officer, who has been identified as the Chief Operating Decision Maker ("CODM") in monitoring segment performance and allocating resources between segments. The CODM assesses segment performance based on segment operating income or loss, which is measured differently than income from operations in the condensed interim consolidated financial statements. Income taxes are managed at a consolidated level and are not allocated to the reportable operating segments. The newly acquired AmerCable is reported under the Company's Connection Technologies segment.

Inter-segment transactions, if any, among Connection Technologies and Composite Technologies are accounted for at negotiated transfer prices. Financial and Corporate represents operating income, property, plant and equipment, and Corporate office costs that are not allocated to the Connection Technologies or Composite Technologies Segments. This segment previously included Thermotite which is now being reported as Discontinued Operations and as such prior period information has been retrospectively revised.

Segment

The following table sets forth information by segment for the three months ended June 30:

	2025						
(in thousands of Canadian dollars)	**Connection Technologies**	**Composite Technologies**	**Financial and Corporate**	**Eliminations and Adjustments**	**Total Continuing Operations**	**Discontinued Operations**	**Total Continuing and Discontinued Operations**
Revenue	**$ 176,517**	**$ 144,440**	**$ —**	**$ —**	**$ 320,957**	**$ 1,697**	**$ 322,654**
Income (Loss) from Operations	**$ 10,530**	**$ 16,157**	**$ (16,252)**	**$ —**	**$ 10,435**	**$ (3,092)**	**$ 7,343**
Additions to property, plant and equipment, net of disposals	**$ 10,222**	**$ 3,966**	**$ 106**	**$ —**	**$ 14,294**	**$ —**	**$ 14,294**

2024							
(in thousands of Canadian dollars)	Connection Technologies	Composite Technologies	Financial and Corporate [(a)]	Eliminations and Adjustments	Total Continuing Operations	Discontinued Operations [(a)]	Total Continuing and Discontinued Operations
Revenue	$ 88,758	$ 152,509	$ —	$ —	$ 241,267	$ 12,590	$ 253,857
Income (Loss) from Operations	$ 14,532	$ 20,456	$ (7,825)	$ —	$ 27,163	$ 1,449	$ 28,612
Additions to property, plant and equipment, net of disposals	$ 7,682	$ 20,646	$ 15	$ —	$ 28,343	$ 69	$ 28,412

(a) The Financial and Corporate segment and Discontinued Operations were restated to reflect the inclusion of Thermotite as part of Discontinued Operations.

The following table sets forth information by segment for the six months ended June 30, 2025

2025							
(in thousands of Canadian dollars)	**Connection Technologies**	**Composite Technologies**	**Financial and Corporate**	**Eliminations and Adjustments**	**Total Continuing Operations**	**Discontinued Operations**	**Total Continuing and Discontinued Operations**
Revenue	**$ 363,863**	**$ 277,214**	**$ —**	**$ —**	**$ 641,077**	**$ 24,998**	**$ 666,075**
Income (Loss) from Operations	**$ 28,571**	**$ 28,964**	**$ (28,659)**	**$ —**	**$ 28,876**	**$ 4,401**	**$ 33,277**
Additions to property, plant and equipment, net of disposals	**$ 14,266**	**$ 11,386**	**$ 106**	**$ —**	**$ 25,758**	**$ 19**	**$ 25,777**
As at June 30, 2025							
Goodwill	**$ 128,732**	**$ 145,770**	**$ —**	**$ —**	**$ 274,502**	**$ —**	**$ 274,502**
Total assets	**$ 831,181**	**$ 651,720**	**$ 143,033**	**$ (6,591)**	**$ 1,619,342**	**$ —**	**$ 1,619,342**
Total liabilities	**$ 301,835**	**$ 179,940**	**$ 391,685**	**$ (2,986)**	**$ 870,474**	**$ —**	**$ 870,474**

2024							
(in thousands of Canadian dollars)	Connection Technologies	Composite Technologies	Financial and Corporate [(a)]	Eliminations and Adjustments	Total Continuing Operations	Discontinued Operations [(a)]	Total Continuing and Discontinued Operations
Revenue	$ 179,515	$ 271,791	$ —	$ —	$ 451,306	$ 27,012	$ 478,318
Income (Loss) from Operations	$ 29,075	$ 24,473	$ (22,356)	$ —	$ 31,192	$ 5,145	$ 36,337
Additions to property, plant and equipment, net of disposals	$ 12,469	$ 38,706	$ 19	$ —	$ 51,194	$ 515	$ 51,709
As at December 31, 2024							
Goodwill	$ 17,589	$ 145,553	$ —	$ —	$ 163,142	$ —	$ 163,142
Total assets	$ 354,654	$ 667,946	$ 473,918	$ 97,262	$ 1,593,780	$ 35,380	$ 1,629,160
Total liabilities	$ 201,176	$ 189,944	$ 500,257	$ 5,949	$ 897,326	$ 11,053	$ 908,379

(a) The Financial and Corporate segment and Discontinued Operations were restated to reflect the inclusion of Thermotite as part of Discontinued Operations.

Geographical Segment Revenue Information

The table below sets forth, by geographical region, revenue for the following periods for the Connection Technologies Segment:

	Three months ended		**Six months ended**	
(in thousands of Canadian dollars)	**June 30, 2025**	June 30, 2024	**June 30, 2025**	June 30, 2024
North America	**$ 146,849**	$ 61,754	**$ 304,963**	$ 123,131
EMEA[(a)]	**25,958**	23,055	**51,888**	48,842
Asia Pacific	**3,710**	3,949	**7,012**	7,542
Total revenue	**$ 176,517**	$ 88,758	**$ 363,863**	$ 179,515

(a) Refers to the Europe, Middle East, and Africa

The table below sets forth, by geographical region, revenue for the following periods for the Composite Technologies Segment:

(in thousands of Canadian dollars)	Three months ended June 30, 2025	Three months ended June 30, 2024	Six months ended June 30, 2025	Six months ended June 30, 2024
North America	**$ 143,769**	$ 152,053	**$ 274,487**	$ 270,248
EMEA	**671**	456	**2,561**	1,543
Asia Pacific	**—**	—	**166**	—
Total revenue	**$ 144,440**	$ 152,509	**$ 277,214**	$ 271,791

6 Finance Costs

The following table sets forth the Company's finance costs for the following periods:

(in thousands of Canadian dollars)	Three months ended June 30, 2025	Three months ended June 30, 2024	Six months ended June 30, 2025	Six months ended June 30, 2024
Interest income	**$ (207)**	$ (3,493)	**$ (595)**	$ (7,094)
Interest expense on long-term debt	**8,086**	3,228	**14,233**	6,594
Interest expense, other	**1,008**	2,124	**1,827**	3,227
Interest expense on lease liabilities	**2,598**	2,556	**5,250**	3,914
Finance Costs – Net from continuing operations	**$ 11,485**	$ 4,415	**$ 20,715**	$ 6,641
Interest income	**$ (409)**	$ (83)	**$ (585)**	$ (177)
Interest expense, other	**262**	9	**276**	19
Finance Costs – Net from discontinued operations	**$ (147)**	$ (74)	**$ (309)**	$ (158)

7 Income Taxes

The following table sets forth a reconciliation of the Company's effective income tax for the six months ended June 30:

(in thousands of Canadian dollars)	Six months ended June 30, 2025	2024
Expected income tax expense based on statutory rate	**$ 1,996**	$ 4,354
Income tax rate differential on earnings of foreign subsidiaries	**1,097**	377
Benefit of previously unrecognized deferred tax assets	**(41,965)**	(314)
Deferred tax not recognized	**2,080**	7,722
Adjustment to prior year provision	**(143)**	146
Non-deductible amounts	**483**	1,453
Withholding taxes	**(70)**	377
Recognition of previously unrecognized temporary difference on investment in subsidiary	**286**	(1,485)
Movement in uncertain tax positions	**—**	(3,278)
State tax and other	**44**	(217)
Income Tax (Recovery) Expense	**$ (36,192)**	$ 9,135

Benefit of previously unrecognized deferred tax assets

Due to the acquisition of Amercable, a U.S. corporation, on January 2, 2025, the net deferred tax liabilities recorded from the purchase price accounting adjustment and expected increase in future earnings in the Company's U.S. consolidated group resulted in a significant recognition of previously unrecognized deferred tax assets.

Global minimum top-up tax

The Company operates in certain jurisdictions that have enacted or substantively enacted Pillar Two legislation and is subject to a global minimum top-up tax that applies to large multinational enterprise groups with global consolidated revenues over €750 million. Based on Management's analysis, the global minimum top-up tax did not have a material impact on the Company for the six months ended June 30, 2025, as none of our current jurisdictions were subject to any material top-up tax amount. Therefore, there is no top-up tax accrual included in the current income tax expense. The Company has applied a temporary mandatory exception from deferred tax accounting for the impacts of the top-up tax and will account for it as a current tax when incurred.

8 Earnings Per Share

The following table details the weighted average number of shares outstanding for the purposes of calculating basic and diluted EPS:

(in thousands of Canadian dollars, except share and per share amounts)	**Three months ended June 30, 2025**		
	Continuing Operations	Discontinued Operations	Total
Net loss (attributable to shareholders of the Company) for the period	**$ (3,716)**	**$ (3,269)**	**$ (6,985)**
Weighted average number of shares outstanding – basic (000s)	**61,878**	**61,878**	**61,878**
Basic EPS	**$ (0.06)**	**$ (0.05)**	**$ (0.11)**
Net loss (attributable to shareholders of the Company) for the period	**$ (3,716)**	**$ (3,269)**	**$ (6,985)**
Weighted average number of shares outstanding – diluted (000s)	**61,878**	**61,878**	**61,878**
Diluted EPS [(a)]	**$ (0.06)**	**$ (0.05)**	**$ (0.11)**

(a) The potentially dilutive instruments for continuing and discontinued operations are anti-dilutive and therefore not included in the calculation of EPS.

(in thousands of Canadian dollars, except share and per share amounts)	Three months ended June 30, 2024		
	Continuing Operations	Discontinued Operations	Total
Net income (loss) (attributable to shareholders of the Company) for the period	$ 10,829	$ (8,735)	$ 2,094
Weighted average number of shares outstanding – basic (000s)	66,360	66,360	66,360
Basic EPS	$ 0.16	$ (0.13)	$ 0.03
Net income (loss) (attributable to shareholders of the Company) for the period	$ 10,829	$ (8,735)	$ 2,094
Weighted average number of shares outstanding – diluted (000s)	66,798	66,360	66,798
Diluted EPS [(a)]	$ 0.16	$ (0.13)	$ 0.03

(a) The potentially dilutive instruments for discontinued operations is anti-dilutive and therefore not included in the calculation of EPS.

(in thousands of Canadian dollars, except share and per share amounts)	**Six months ended June 30, 2025**		
	Continuing Operations	**Discontinued Operations**	**Total**
Net income (attributable to shareholders of the Company) for the period	**$ 44,353**	**$ 1,388**	**$ 45,741**
Weighted average number of shares outstanding – basic (000s)	**62,317**	**62,317**	**62,317**
Basic EPS	**$ 0.71**	**$ 0.02**	**$ 0.73**
Net income (attributable to shareholders of the Company) for the period	**$ 44,353**	**$ 1,388**	**$ 45,741**
Weighted average number of shares outstanding – diluted (000s)	**62,495**	**62,495**	**62,495**
Diluted EPS	**$ 0.71**	**$ 0.02**	**$ 0.73**

(in thousands of Canadian dollars, except share and per share amounts)	Six months ended June 30, 2024		
	Continuing Operations	Discontinued Operations	Total
Net income (loss) (attributable to shareholders of the Company) for the period	$ 8,481	$ (12,229)	$ (3,748)
Weighted average number of shares outstanding – basic and diluted (000s)	66,338	66,338	66,338
Basic EPS	$ 0.13	$ (0.18)	$ (0.06)
Net income (loss) (attributable to shareholders of the Company) for the period	$ 8,481	$ (12,229)	$ (3,748)
Weighted average number of shares outstanding – diluted (000s)	66,826	66,338	66,338
Diluted EPS [a]	$ 0.13	$ (0.18)	$ (0.06)

(a) The potentially dilutive instruments for discontinued operations is anti-dilutive and therefore not included in the calculation of EPS.

9 Share-based and Other Incentive-based Compensation

The Company employs a number of long-term incentive plans that include a stock option plan without Tandem Share Appreciation Rights, a stock option plan with Tandem Share Appreciation Rights (SARs), a Restricted Share Unit (“RSU”), a Deferred Share Unit Plan (“DSU”) and a Mattr Cash Performance Share Unit Plan (“CPSU”).

The following tables summarize the information related to these plans and set forth the incentive-based compensation (recovery) expense for the period indicated:

(in thousands of Canadian dollars)	**Three months ended June 30,**		**Six months ended June 30,**	
	2025	2024	**2025**	2024
Stock option expense	**$ 22**	$ 54	**$ 62**	$ 139
DSU expense (recovery)	**1,457**	(408)	**258**	1,629
RSU expense	**495**	502	**1,009**	1,045
SARs expense	**557**	219	**62**	435
CPSU expense (recovery)	**709**	1,275	**(343)**	6,027
Total Share-based and Other Incentive-based Compensation Expense	**$ 3,240**	$ 1,642	**$ 1,048**	$ 9,275

	Six months ended June 30, 2025							
	Stock Options without SARs[a]		**Stock Options with SARs[a]**		**RSU**		**DSU**	
	Total Shares	**Weighted Average Share Price**	**Total Shares**	**Weighted Average Share Price[b]**	**Total Shares**	**Weighted Average Share Price[c]**	**Total Shares**	**Weighted Average Share Price[c]**
Balance Outstanding – Beginning of Period	**960,345**	**$ 21.62**	**290,082**	**$ 8.49**	**443,347**	**$ 11.91**	**620,754**	**$ 13.94**
Granted	**—**	**—**	**—**	**—**	**196,727**	**12.42**	**54,066**	**11.27**
Exercised	**(4,012)**	**8.42**	**(16,795)**	**4.91**	**(113,667)**	**11.75**	**—**	**—**
Expired	**—**	**—**	**—**	**—**	**(287)**	**13.73**	**—**	**—**
Balance Outstanding – End of Period	**956,333**	**$ 21.68**	**273,287**	**$ 6.58**	**526,120**	**$ 12.14**	**674,820**	**$ 13.72**
Exercisable	**913,505**	**$ 22.44**	**183,881**	**$ 4.48**	**100,290**	**$ 11.84**	**263,063**	**$ 8.42**

(a) The Company has discontinued the usage of options in its compensation program and has not awarded stock options since January 2022.
(b) The weighted average share price refers to the fair value of the underlying shares of the Company on the grant date of the SARs.
(c) RSU and DSU awards do not have an exercise price; their weighted average Share Price is the weighted average trading price of the common shares over the five trading days preceding the grant date.

The fair value of options granted will be amortized to compensation expense over the five-year vesting period of the options. The compensation cost from the amortization of stock options for the six months ended June 30, 2025 included in selling, general and administrative expenses was $0.1 million (six months ended June 30, 2024 – $0.1 million expense).

The mark-to-market liability for the stock options with SARs as at June 30, 2025 is $2.4 million (December 31, 2024 – $2.3 million), all of which is included in current other liabilities on the condensed interim consolidated balance sheets.

The mark-to-market liability for the DSUs as at June 30, 2025 is $8.1 million (December 31, 2024 – $7.8 million), all of which is included in current other liabilities on the condensed interim consolidated balance sheets.

The CPSU liability as at June 30, 2025 is $3.1 million (December 31, 2024 – $10.4 million), of which $1.4 million is included in current other liabilities and $1.7 million in non-current other liabilities on the condensed interim consolidated balance sheets.

10 Supplemental Cash Flow Information

The following table sets forth the supplemental cash flow information on net change in non-cash working capital and foreign exchange for the three and six months ended June 30:

	Three months ended		**Six months ended**	
(in thousands of Canadian dollars)	**June 30, 2025**	June 30, 2024	**June 30, 2025**	June 30, 2024
Accounts receivable	**$ (2,588)**	$ (19,537)	**$ (31,768)**	$ (46,586)
Inventories	**30,632**	(4,827)	**(1,282)**	(9,080)
Prepaid expenses	**617**	2,024	**(1,123)**	(3,652)
Contract assets	**2,539**	(707)	**2,431**	(902)
Contract liabilities	**(4,093)**	(2,444)	**(6,518)**	(360)
Accounts payable and accrued liabilities, income taxes, and other liabilities	**(35,339)**	(2,438)	**(20,521)**	17,502
Foreign exchange losses and other	**2,507**	(9,731)	**24,194**	(2,522)
Total change in non-cash working capital from continuing operations	**$ (5,725)**	$ (37,660)	**$ (34,587)**	$ (45,600)

11 Long-term Debt and Credit Facilities

The following table sets forth the Company's total long-term debt as at:

(in thousands of Canadian dollars)	**June 30, 2025**	December 31, 2024
Credit Facility	**$ 136,431**	$ 179,900
Senior Notes, unsecured [(a)]	**308,151**	308,348
Redemption option derivative asset	**(6,004)**	(6,004)
Deferred transaction costs	**(9,952)**	(11,006)
Total Long-term Debt	**$ 428,626**	$ 471,238

(a) The Senior Notes includes initial redemption option of $6.0 million and $2.1 million premium.

Credit Facilities

The following table sets forth the Company's total credit facilities as at:

(in thousands of Canadian dollars)		**June 30, 2025**		December 31, 2024
Borrowings on Credit Facility	**$**	**136,431**	$	179,900
Standard letters of credit for financial guarantees, performance and bid bonds		**28,537**		34,213
Total utilized credit facilities	**$**	**164,968**	$	214,113
Total available credit facilities [(a)] [(b)]		**478,183**		505,302
Unutilized Credit Facilities [(b)]	**$**	**313,215**	$	291,189

(a) The Company guarantees the bank credit facilities of its subsidiaries.
(b) Subject to covenant restrictions.

The Company was in full compliance with financial covenants on both long-term debt and credit facilities as at June 30, 2025.

Credit Facility Renewal

On April 19, 2024, the Company entered into a Sixth Amended and Restated Credit Facility with Toronto-Dominion Bank and National Bank Financial as co-lead arrangers and Royal Bank of Canada, JP Morgan Chase Bank, Export Development Bank and ATB Financial as lenders to further extend the maturity date to April 19, 2028. Under the amendment, the Company is required to maintain an Interest Coverage Ratio of not less than 2.50:1.00 and a Secured Net Debt to Adjusted EBITDA covenant of not greater than 3.00:1.00. The Company pays a floating interest rate on this Credit Facility that is a function of the Company's Net Debt to EBITDA and other adjustments. For calculating the Secured Leverage Ratio, Secured Net Debt excludes the Senior Notes and the first $100 million of performance and bid bond letters of credit and all standard letters of credit that are guaranteed by Export Development Canada. The Company incurred fees and expenses of $1.1 million to implement this renewal. As at June 30, 2025, the credit facility has $136.4 million in borrowings (December 31, 2024 - $179.9 million).

Senior Notes

On April 2, 2024, the Company closed its private offering (the "2024 Notes Offering") of $175 million aggregate principal amount of 2031 Senior Notes. The 2031 Senior Notes were issued at a price of $1,000 per $1,000 principal amount of 2024 Senior Notes. The Company utilized proceeds of the 2024 Notes Offering to fund the redemption of its outstanding 2021 Senior Notes, and to pay related fees and expenses and for general corporate purposes.

On December 19, 2024, the Company closed a private offering (the "December 2024 Subscription Receipts") of 125 million debt subscription receipts at a price of $1,018.75 per subscription receipt for proceeds to the Company of approximately $127.3 million. Each debt subscription receipt entitled the holder thereof to receive, upon satisfaction of certain conditions, a newly authenticated 2031 Senior Notes (the "Additional 2031 Senior Notes"). Conversion of the December 2024 Subscription Receipts occurred and the Additional 2031 Senior Notes were issued pursuant to the April 2, 2024 trust indenture between the Company and TSX Trust Company (the "Trust Indenture") as supplemented by a supplemental indenture dated December 24, 2024 between the Company and TSX Trust Company such that following the issuance of the Additional 2031 Senior Notes, which became 2031 Senior Notes under the Trust Indenture, $300 million aggregate principal amount of 2031 Senior Notes was outstanding. The fair value and carrying value of the premium on the Additional 2031 Senior Notes issued pursuant to the December 2024 Subscription Receipts is approximately $2.4 million and $2.3 million, respectively. The Company used the net proceeds of the December 2024 Subscription Receipts to pay a portion of the purchase price for the Company's acquisition of AmerCable.

The 2031 Senior Notes include a redemption feature that constitutes an embedded derivative which was separately recognized at its fair value and recorded in other assets. The Company incurred $7.0 million fees and expenses on issuing the 2031 Senior Notes and $6.8 million costs associated with redemption of its 2021 Senior Notes.

The 2031 Senior Notes are subject to customary terms, conditions and covenants. The Company is in compliance with these covenants at June 30, 2025.

12 Share capital

There are an unlimited number of common shares authorized. Holders of common shares are entitled to one vote per share. All shares have been issued and fully paid and have no par value.

On June 26, 2025, the Company announced that the TSX approved the Company's notice of intention to renew its NCIB for common shares of the Company (the "Common Shares"). The renewed NCIB commenced on June 30, 2025 and will terminate one year after its commencement, or earlier if the maximum allowable number of shares are repurchased or the NCIB is terminated earlier at the option of the Company. The previous NCIB terminated on June 4, 2025, the date the maximum purchase limit had been reached.

Pursuant to the NCIB, the Company may purchase for cancellation up to 4,991,584 Common Shares, representing approximately 10% of the Company's public float as at June 16, 2025.

In the first six months of 2025, the Company repurchased for cancellation a total of 1.7 million of its common shares for an aggregated repurchase price of approximately $17.8 million at a weighted average price of approximately $10.83 per common share. A portion of these repurchases was settled subsequent to the quarter. On June 30, 2025 the Company initiated the application of an automatic repurchase plan ("ASPP") applicable between July 1 and August 14, 2025, which represents a potential maximum obligation of $4.5 million. The Company has recorded this obligation in accrued liabilities and the corresponding reduction in share capital.

The following table sets forth the changes in the Company's shares for the periods indicated:

(all dollar amounts in thousands of Canadian dollars)		**June 30, 2025**
Number of shares		
Balance – December 31, 2024		63,144,059
Issued on exercise of stock options		20,807
Issued on exercise of RSUs		113,667
Share repurchase – NCIB		(1,673,726)
Balance – June 30, 2025		**61,604,807**
Stated value		
Balance – December 31, 2024	$	639,408
Issued – stock options		124
Compensation cost on exercised RSUs		1,316
Share repurchase - NCIB		(17,797)
Share repurchase – ASPP [(a)]		5,065
Balance – June 30, 2025	**$**	**628,116**

(a) Amount includes the reversal of $9.6 million accrual as at December 31, 2024, partially offset by the new ASPP accrual of $4.5 million as at June 30, 2025.

13 Subsequent Event

Subsequent to the quarter end, the Company acquired an intermediary agent that has historically facilitated transactions between Mattr and a key overseas supplier for a total consideration of $22.1 million (or U.S.$16.2 million). Given the value of the transaction arises from the existing contract between the acquired intermediary agent and the supplier, the transaction will be treated as an asset acquisition.