MAPLE LEAF FOODS INC.

Financial Statements
For the First Quarter Ended
March 31, 2019

Consolidated Interim Balance Sheets

(In thousands of Canadian dollars) *(Unaudited)*	*Notes*	**As at March 31, 2019**	As at March 31, 2018(i)	As at December 31, 2018(i)
ASSETS				
Current assets				
Cash and cash equivalents		**$ 82,295**	$ 67,697	$ 72,578
Accounts receivable	*3*	**155,321**	128,457	146,283
Notes receivable	*3*	**30,950**	27,727	30,504
Inventories	*4*	**388,800**	326,519	348,901
Biological assets	*5*	**139,103**	109,419	111,493
Prepaid expenses and other assets		**49,698**	18,862	38,222
		$ 846,167	$ 678,681	$ 747,981
Property and equipment		**1,294,949**	1,127,381	1,283,950
Right of use assets	*2(b)*	**232,971**	—	—
Investment property		**5,109**	1,883	5,109
Employee benefits		**—**	21,751	5,389
Other long-term assets		**9,197**	8,135	8,074
Goodwill		**661,435**	612,398	664,879
Intangible assets		**385,569**	282,681	424,616
Total assets		**$ 3,435,397**	$ 2,732,910	$ 3,139,998
LIABILITIES AND EQUITY				
Current liabilities				
Accounts payable and accruals		**$ 356,049**	$ 312,577	$ 344,460
Current portion of provisions	*6*	**2,403**	8,687	3,457
Current portion of long-term debt	*7*	**170,408**	816	80,897
Current portion of lease obligations	*2(b)*	**38,980**	—	—
Income taxes payable		**19,225**	10,584	42,884
Other current liabilities		**20,082**	17,773	24,031
		$ 607,147	$ 350,437	$ 495,729
Long-term debt	*7*	**296,262**	59,938	302,524
Lease obligations	*2(b)*	**208,321**	—	—
Employee benefits		**134,821**	115,474	103,982
Provisions	*6*	**47,452**	9,891	49,895
Other long-term liabilities		**2,056**	14,183	53,564
Deferred tax liability		**123,600**	106,722	127,465
Total liabilities		**$ 1,419,659**	$ 656,645	$ 1,133,159
Shareholders' equity				
Share capital	*8*	**$ 849,655**	$ 835,701	$ 849,655
Retained earnings		**1,183,042**	1,275,377	1,178,389
Contributed surplus		**11,079**	—	4,649
Accumulated other comprehensive income (loss)		**1,348**	(4,448)	3,532
Treasury stock		**(29,386)**	(30,365)	(29,386)
Total shareholders' equity		**$ 2,015,738**	$ 2,076,265	$ 2,006,839
Total liabilities and equity		**$ 3,435,397**	$ 2,732,910	$ 3,139,998

(i) *Restated, see Note 16(a).*

Subsequent events (Note 17).

See accompanying Notes to the Unaudited Condensed Consolidated Interim Financial Statements.

Consolidated Interim Statements of Net Earnings

(In thousands of Canadian dollars, except share amounts) *(Unaudited)*	***Notes***	**Three months ended March 31, 2019**	2018
Sales		**$ 907,090**	$ 817,509
Cost of goods sold		**727,569**	685,340
Gross margin		**$ 179,521**	$ 132,169
Selling, general and administrative expenses		**98,254**	86,182
Earnings before the following:		**$ 81,267**	$ 45,987
Restructuring and other related costs	***6***	**(2,820)**	(2,055)
Other income (expense)	***10***	**(2,077)**	(2,854)
Earnings before interest and income taxes		**$ 76,370**	$ 41,078
Interest expense and other financing costs	***11***	**7,433**	1,653
Earnings before income taxes		**$ 68,937**	$ 39,425
Income tax expense		**18,833**	11,507
Net earnings		**$ 50,104**	$ 27,918
Earnings per share:	***12***		
Basic earnings per share		**$ 0.41**	$ 0.22
Diluted earnings per share		**$ 0.40**	$ 0.22
Weighted average number of shares (millions)	***12***		
Basic		**123.5**	126.2
Diluted		**125.4**	129.3

See accompanying Notes to the Unaudited Condensed Consolidated Interim Financial Statements.

Consolidated Interim Statements of Other Comprehensive Income (Loss)

(In thousands of Canadian dollars) *(Unaudited)*	Three months ended March 31,	
	2019	2018
Net earnings	**$ 50,104**	$ 27,918
Other comprehensive income		
Actuarial (losses) gains that will not be reclassified to profit or loss (Net of tax of $9.3 million; 2018: $4.2 million)	**$ (26,382)**	$ 11,775
Items that are or may be reclassified subsequently to profit or loss:		
Change in accumulated foreign currency translation adjustment (Net of tax of $0.0 million; 2018: $0.0 million)	**$ (8,160)**	$ 11,829
Change in foreign exchange gains (losses) on long-term debt designated as a net investment hedge (Net of tax of $1.0 million; 2018: $0.5 million)	**5,184**	(1,497)
Change in unrealized gains (losses) on cash flow hedges (Net of tax of $0.3 million; 2018: $1.1 million)	**792**	(5,160)
Total items that are or may be reclassified subsequently to profit or loss	**$ (2,184)**	$ 5,172
Total other comprehensive (loss) income	**$ (28,566)**	$ 16,947
Comprehensive income	**$ 21,538**	$ 44,865

See accompanying Notes to the Unaudited Condensed Consolidated Interim Financial Statements.

Consolidated Interim Statements of Changes in Total Equity

(In thousands of Canadian dollars) (Unaudited)	***Notes***	**Share capital**	**Retained earnings**	**Contributed surplus**	**Accumulated other comprehensive income (loss)(i)** Foreign currency translation adjustment	**Accumulated other comprehensive income (loss)(i)** Unrealized gains and losses on cash flow hedges	**Treasury stock**	**Total equity**
Balance as at December 31, 2018		**$ 849,655**	**$ 1,178,389**	**$ 4,649**	**$ 8,518**	**$ (4,986)**	**$ (29,386)**	**$ 2,006,839**
Impact of new IFRS standards	***2(b)***	**—**	**(1,100)**	**—**	**—**	**—**	**—**	**(1,100)**
Net earnings		**—**	**50,104**	**—**	**—**	**—**	**—**	**50,104**
Other comprehensive income (loss)(ii)		**—**	**(26,382)**	**—**	**(2,976)**	**792**	**—**	**(28,566)**
Dividends declared ($0.145 per share)		**—**	**(17,969)**	**—**	**—**	**—**	**—**	**(17,969)**
Share-based compensation expense	***13***	**—**	**—**	**5,150**	**—**	**—**	**—**	**5,150**
Deferred taxes on share-based compensation		**—**	**—**	**1,300**	**—**	**—**	**—**	**1,300**
Settlement of share-based compensation		**—**	**—**	**(20)**	**—**	**—**	**—**	**(20)**
Balance as at March 31, 2019		**$ 849,655**	**$ 1,183,042**	**$ 11,079**	**$ 5,542**	**$ (4,194)**	**$ (29,386)**	**$ 2,015,738**

(In thousands of Canadian dollars) (Unaudited)	*Notes*	Share capital	Retained earnings	Contributed surplus	Accumulated other comprehensive income (loss)(i) Foreign currency translation adjustment	Accumulated other comprehensive income (loss)(i) Unrealized gains and losses on cash flow hedges	Treasury stock	Total equity
Balance as at December 31, 2017		$ 835,154	$ 1,253,035	$ —	$ (11,420)	$ 1,800	$ (26,961)	$ 2,051,608
Impact of new IFRS standards		—	(3,695)	—	—	—	—	(3,695)
Net earnings		—	27,918	—	—	—	—	27,918
Other comprehensive income (loss)(ii)		—	11,775	—	10,332	(5,160)	—	16,947
Dividends declared ($0.13 per share)		—	(16,475)	—	—	—	—	(16,475)
Share-based compensation expense	*13*	—	—	4,870	—	—	—	4,870
Deferred taxes on share-based compensation		—	—	(1,500)	—	—	—	(1,500)
Repurchase of shares	*8*	333	5,477	(3,370)	—	—	—	2,440
Exercise of stock options		214	—	—	—	—	—	214
Settlement of share-based compensation		—	(2,658)	—	—	—	1,596	(1,062)
Shares purchased by RSU trust		—	—	—	—	—	(5,000)	(5,000)
Balance at March 31, 2018		$ 835,701	$ 1,275,377	$ —	$ (1,088)	$ (3,360)	$ (30,365)	$ 2,076,265

(i) *Items that are or may be subsequently reclassified to profit or loss.*

(ii) *Included in other comprehensive income (loss) is the change in actuarial gains and losses that will not be reclassified to profit or loss and has been reclassified to retained earnings.*

See accompanying Notes to the Unaudited Condensed Consolidated Interim Financial Statements.

Consolidated Interim Statements of Cash Flows

(In thousands of Canadian dollars) *(Unaudited)*	Three months ended March 31, **2019**	2018
CASH PROVIDED BY (USED IN):		
Operating activities		
Net earnings	**$ 50,104**	$ 27,918
Add (deduct) items not affecting cash:		
Change in fair value of biological assets	**(26,263)**	7,097
Depreciation and amortization	**42,620**	29,884
Share-based compensation	**5,150**	4,870
Deferred income taxes	**5,906**	6,106
Income tax current	**12,927**	5,401
Interest expense and other financing costs	**7,433**	1,653
Loss on sale of long-term assets	**194**	385
Change in fair value of non-designated derivative financial instruments	**(14,620)**	185
Change in net pension liability	**529**	1,705
Net income taxes paid	**(25,869)**	(2,468)
Interest paid	**(6,733)**	(1,174)
Change in provision for restructuring and other related costs	**2,176**	(585)
Change in derivatives margin	**7,588**	6,530
Other	**244**	(6,443)
Change in non-cash working capital	**(42,810)**	(49,009)
Cash provided by operating activities	**$ 18,576**	$ 32,055
Financing activities		
Dividends paid	**$ (17,969)**	$ (16,475)
Net increase in long-term debt	**89,861**	49,337
Payment of lease obligation	**(8,341)**	—
Exercise of stock options	**—**	214
Repurchase of shares	**—**	(22,090)
Payment of deferred financing fees	**(43)**	(29)
Purchase of treasury stock	**—**	(5,000)
Cash provided by financing activities	**$ 63,508**	$ 5,957
Investing activities		
Additions to long-term assets	**$ (60,135)**	$ (35,360)
Acquisition of business, net of cash acquired	**(847)**	(138,380)
Payment of income tax liabilities assumed on acquisition	**(11,385)**	—
Cash used in investing activities	**$ (72,367)**	$ (173,740)
Increase (decrease) in cash and cash equivalents	**$ 9,717**	$ (135,728)
Cash and cash equivalents, beginning of period	**72,578**	203,425
Cash and cash equivalents, end of period	**$ 82,295**	$ 67,697

See accompanying Notes to the Unaudited Condensed Consolidated Interim Financial Statements.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

(Tabular amounts in thousands of Canadian dollars unless otherwise indicated)
Three months ended March 31, 2019 and 2018

1. THE COMPANY

Maple Leaf Foods Inc. ("Maple Leaf Foods" or the "Company") is a producer of food products under leading brands including Maple Leaf®, Maple Leaf Prime®, Maple Leaf Natural Selections®, Schneiders®, Schneiders® Country Naturals®, Mina®, Greenfield Natural Meat Co.®, Lightlife™, Field Roast Grain Meat Co.™ and Swift®. The Company's portfolio includes prepared meats, ready-to-cook and ready-to-serve meals, value-added fresh pork and poultry and plant protein products. The address of the Company's registered office is 6985 Financial Dr. Mississauga, Ontario, L5N 0A1, Canada. The unaudited condensed consolidated interim financial statements (or "consolidated financial statements") of the Company as at and for the three months ended March 31, 2019, include the accounts of the Company and its subsidiaries.

2. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements should be read in conjunction with the Company's 2018 annual audited consolidated financial statements.

(a) Statement of Compliance

The consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB") and using the accounting policies, determination of significant estimates and judgments, and corresponding accounting treatments consistent with the Company's 2018 annual audited consolidated financial statements, except for new standards adopted during the three months ended March 31, 2019 as described below.

The consolidated financial statements were authorized for issue by the Board of Directors on May 1, 2019.

(b) Accounting Standards Adopted During the Period

Beginning on January 1, 2019, the Company adopted certain International Financial Reporting Standards ("IFRS") and amendments. As required by IAS 34 Interim Financial Reporting and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors, the nature and the effect of these changes are disclosed below:

Leases

Beginning on January 1, 2019, the Company adopted IFRS 16 Leases using the modified retrospective approach where prior periods are not restated. The new standard replaces IAS 17 Leases and provides a new framework for lessee accounting that requires most right of use ("ROU") assets obtained through operating leases to be capitalized and a related liability to be recorded. IFRS 16 substantially carries forward the accounting requirements for lessors. The adoption of IFRS 16 results in changes to property, equipment and vehicle lease contracts which were previously classified as operating leases under IAS 17. Upon adoption, lease obligations equal to the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate are recognized. An ROU asset, representing the Company's right to use the underlying leased asset, will generally be equal to the lease obligation at adoption and subsequently depreciated on a straight-line basis.

Payments previously recognized in the consolidated statements of net earnings are replaced by a combination of depreciation on the ROU asset and interest expense on the lease obligations. Depreciation is classified as either selling, general and administrative expenses or cost of goods sold, depending on the leased asset's intended use. Interest expense is classified as Interest expense and other financing costs.

On transition to IFRS 16, the Company elected to apply the following practical expedients:

- The practical expedient to not include initial direct costs from the measurement of the ROU asset on transition;
- The practical expedient to rely on the Company's assessment of whether leases are onerous applying IAS 37 Provisions, Contingent Liabilities and Contingent Assets immediately before the date of initial application as an alternative to performing an impairment review. ROU assets as at January 1, 2019 have been adjusted by the amount of any provisions for onerous leases recognized on the balance sheet as at December 31, 2018; and
- The practical expedient to not reassess whether a contract is, or contains, a lease at the date of initial application. Existing contracts that were not identified as leases under IAS 17 or International Financial Reporting Interpretations Committee ("IFRIC") 4 Determining Whether an Arrangement Contains a Lease, were not reassessed under IFRS 16 to determine if a lease exists. The definition of a lease under IFRS 16 has only been applied to contracts entered into or changed on or after January 1, 2019.

The increase (decrease) to opening balances from adopting IFRS 16 on the opening consolidated interim balance sheet is as follows:

		As at January 1, 2019
Prepaid expenses and other assets	$	840
Property and equipment		(20,000)
Right of use assets		240,815
Other long-term assets		1,548
Intangible assets		(28,830)
Total assets	**$**	**194,373**
Current portion of lease obligations[(i)(ii)]	$	39,164
Current portion of provisions		(557)
Other current liabilities		(3,783)
Lease obligations[(i)(ii)]		215,362
Provisions		(3,653)
Other long-term liabilities		(52,160)
Total liabilities	**$**	**194,373**

(i) *The difference between the net present value of the commitments disclosed in Note 24 of the Company's 2018 annual audited consolidated financial statements discounted using the weighted average incremental borrowing rate and the opening lease obligation as at January 1, 2019 is a result of the impact of lease extensions assumed in the calculation of the opening lease obligation and the effect of lease make good costs previously recorded in other liabilities.*

(ii) *The weighted average incremental borrowing rate applied to the Company's portfolio of leases as at January 1, 2019 was 3.7%.*

Uncertainty over Income Tax Treatments

Beginning January 1, 2019, the Company adopted IFRIC 23 Uncertainty over Income Tax Treatments. The interpretations provide guidance on how to value uncertain income tax positions based on the probability of whether the relevant tax authorities will accept a company's tax treatments. Current tax liabilities increased by $1.1 million as a result of the implementation of IFRIC 23, with a corresponding decrease of $1.1 million to opening retained earnings.

Long-term Interests in Associates and Joint Ventures

Beginning January 1, 2019, the Company adopted amendments to IAS 28 Long-term Interests in Associates and Joint Ventures. The amendments clarify that a company applies IFRS 9 to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture. The Company adopted the amendments to IAS 28 retrospectively in its consolidated financial statements for the annual period beginning January 1, 2019. The adoption of the amendments to IAS 28 did not have a material impact on the consolidated financial statements.

Annual Improvements to IFRS (2015-2017) Cycle

Beginning January 1, 2019, the Company adopted narrow-scope amendments to a total of four standards as part of its annual improvement process. Amendments were made to clarify that a company must remeasure its previously held interest in a joint operation when it obtains control of the business in accordance with IFRS 3 Business Combinations but does not remeasure when it obtains joint control of the business under IFRS 11 Joint Arrangements. The amendments also include clarification that, all income tax consequences of dividend payments should be recognized consistently with the transactions that generated the distributable profits, under IAS 12 Income Taxes and that under IAS 23 Borrowing Costs, any specific borrowing that remains outstanding after the related asset is ready for its intended use or sale becomes part of general borrowings. The Company adopted these amendments prospectively in its consolidated financial statements for the annual period beginning January 1, 2019. The adoption of these standards did not have a material impact on the consolidated financial statements.

Employee benefits (amendment)

Beginning January 1, 2019, the Company adopted an amendment to IAS 19 Employee Benefits. The amendment clarifies the effect of a plan amendment, curtailment and settlement on the requirements regarding the asset ceiling. In addition, if a plan amendment, curtailment or settlement occurs, it is mandatory under the amended standard that the current service cost and the net interest for the period after the remeasurement are determined using the assumptions used for the remeasurement. The Company adopted the amendment to IAS 19 prospectively in its consolidated financial statements for the annual period beginning January 1, 2019. The amendment to IAS 19 did not have a material impact on the consolidated financial statements.

(c) Accounting Pronouncements Issued But Not Yet Effective

Conceptual Framework

On March 29, 2018, the IASB issued its revised Conceptual Framework for Financial Reporting. The revised Conceptual Framework does not constitute a substantial revision from the previously effective guidance, but does provide additional guidance on topics not previously covered such as presentation and disclosure. This amendment is effective on January 1, 2020. The Company intends to adopt this amendment in its consolidated financial statements for the annual period beginning January 1, 2020. The extent of the impact of the adoption of this amendment has not yet been determined.

Definition of a Business

On October 22, 2018, the IASB issued a narrow scope amendment to IFRS 3 Business Combinations. This amendment narrowed and clarified the definition of a business, as well as permitted a simplified assessment of whether an acquired set of activities and assets is a group of assets rather than a business. This amendment is effective on January 1, 2020. The Company intends to adopt this amendment in its consolidated financial statements for the annual period beginning January 1, 2020. The extent of the impact of the adoption of this amendment has not yet been determined.

Definition of Material

On October 31, 2018, the IASB issued amendments to IAS 1 Presentation of financial statements and IAS 8 Accounting policies, changes in accounting estimates and errors. These amendments clarify and align the definition of material and provide guidance to help improve consistency in the application of materiality when used in other IFRS standards. These amendments are effective on January 1, 2020. The Company intends to adopt these amendments in its consolidated financial statements for the annual period beginning January 1, 2020. The extent of the impact of the adoption of these amendments has not yet been determined.

3. ACCOUNTS AND NOTES RECEIVABLE

		As at March 31, 2019		As at March 31, 2018		As at December 31, 2018[i]
Trade receivables	**$**	**122,234**	$	99,425	$	109,945
Less: Allowance for doubtful accounts		**(2,414)**		(1,449)		(1,757)
Net trade receivables	**$**	**119,820**	$	97,976	$	108,188
Other receivables:						
Commodity taxes receivable		**12,031**		9,018		11,394
Interest rate swap receivable		**200**		—		—
Government receivable		**14,055**		11,759		15,753
Other		**9,215**		9,704		10,948
	$	**155,321**	$	128,457	$	146,283

[i] *Restated, see Note 16(a).*

The aging of trade receivables is as follows:

		As at March 31, 2019		As at March 31, 2018		As at December 31, 2018
Current	**$**	**93,804**	$	80,799	$	72,605
Past due 0-30 days		**20,647**		14,931		29,830
Past due 31-60 days		**2,797**		1,610		2,677
Past due > 60 days		**4,986**		2,085		4,833
	$	**122,234**	$	99,425	$	109,945

Trade receivables are impaired when their estimated future cash flows are less than their contractual cash flows. The amount of impairment takes into account the financial condition of the customers, delinquencies in payments, collaterals and credit insurance coverage on the trade receivables.

The Company has a three-year accounts receivable securitization facility with a maturity date of August 26, 2019. The maximum cash advance available to the Company under this program is $110.0 million. Under this facility, the Company has sold certain of its trade accounts receivable, with very limited recourse, to an unconsolidated third-party trust financed by an international financial institution with a long-term AA- debt rating, for cash and short-term notes back to the Company. The receivables are sold at a discount to face value based on prevailing money market rates. The Company retains servicing responsibilities for these receivables.

As at March 31, 2019, trade accounts receivable being serviced under this program amounted to $134.5 million (March 31, 2018: $132.6 million; December 31, 2018: $127.4 million). In return for the sale of its trade receivables, the Company will receive cash of $103.5 million (March 31, 2018: $104.9 million; December 31, 2018: $96.9 million) and notes receivable in the amount of $31.0 million (March 31, 2018: $27.7 million; December 31, 2018: $30.5 million). The notes receivable are non-interest bearing and are settled on the settlement dates of the securitized accounts receivable. Due to the timing of receipts and disbursements, the Company may, from time to time, also record a receivable or payable related to the securitization facility. As at March 31, 2019, the Company recorded a net payable amount of $4.9 million (March 31, 2018: $1.2 million net payable; December 31, 2018: $32.5 million net payable) in accounts payable and accruals.

The Company's securitization program requires the sale of trade receivables to be treated as a sale from an accounting perspective and as a result, trade receivables sold under this program are derecognized in the consolidated interim balance sheets as at March 31, 2019 and 2018 and consolidated annual balance sheet as at December 31, 2018.

4. INVENTORIES

		As at March 31, 2019		As at March 31, 2018[i]		As at December 31, 2018
Raw materials	**$**	**46,496**	$	30,852	$	43,455
Work in process		**31,768**		26,529		27,921
Finished goods		**244,360**		214,457		216,520
Packaging		**18,730**		15,429		15,017
Spare parts		**47,446**		39,252		45,988
	$	**388,800**	$	326,519	$	348,901

(i) *Restated, see Note 16(a).*

For the three months ended March 31, 2019, inventory in the amount of $706.2 million (2018: $624.1 million) was expensed through cost of goods sold.

5. BIOLOGICAL ASSETS

The change in fair value of commercial hog stock for the three months ended March 31, 2019 was a gain of $26.3 million (2018: loss of $7.1 million) and was recorded in cost of goods sold.

The fair value measures of commercial hog stock have been categorized as a Level 3 fair value based on inputs to the valuation techniques used. There were no transfers between levels during the three months ended March 31, 2019 and March 31, 2018.

6. PROVISIONS

							Restructuring and related provisions				
		Legal		**Environ-mental**		**Lease make-good**	**Severance and other employee related costs**		**Site closing and other costs**		**Total**
Balance as at December 31, 2018[(i)]	**$**	**289**	**$**	**4,762**	**$**	**1,810**	**$**	**43,820**	**$**	**2,671**	**$ 53,352**
Impact of new IFRS standards[(ii)]		**—**		**—**		**(1,810)**		**—**		**(2,400)**	**(4,210)**
Charges		**—**		**—**		**—**		**1,385**		**2**	**1,387**
Cash payments		**—**		**(25)**		**—**		**(582)**		**(62)**	**(669)**
Non-cash items		**—**		**—**		**—**		**—**		**(5)**	**(5)**
Balance as at March 31, 2019	**$**	**289**	**$**	**4,737**	**$**	**—**	**$**	**44,623**	**$**	**206**	**$ 49,855**
Current											**$ 2,403**
Non-current											**47,452**
Total as at March 31, 2019											**$ 49,855**

(i) *Balance as at December 31, 2018, includes current portion of $3.5 million and non-current portion of $49.9 million.*

(ii) *See Note 2(b).*

							Restructuring and related provisions				
		Legal		Environ-mental		Lease make-good	Severance and other employee related costs		Site closing and other costs		Total
Balance as at December 31, 2017	$	289	$	4,833	$	2,228	$	10,379	$	2,879	$ 20,608
Charges		—		—		—		2,106		416	2,522
Reversals		—		—		(372)		(1,562)		—	(1,934)
Cash payments		—		(8)		—		(2,233)		(407)	(2,648)
Non-cash items		—		—		—		—		30	30
Balance as at March 31, 2018	$	289	$	4,825	$	1,856	$	8,690	$	2,918	$ 18,578
Current											$ 8,687
Non-current											9,891
Total as at March 31, 2018											$ 18,578

Restructuring and Other Related Costs

During the three months ended March 31, 2019, the Company recorded restructuring and other related costs of $2.8 million (2018: $2.1 million). Of this amount, $2.7 million related to restructuring costs as a result of the previously announced future closures of the Brampton, Toronto and St. Mary's poultry plants. The remaining $0.1 million related to other previously announced organizational restructuring initiatives.

7. LONG-TERM DEBT

On November 7, 2018, the Company entered into a one year $250.0 million unsecured committed revolving credit facility with a Canadian institution. This unsecured facility can be drawn in Canadian or U.S. dollars and bears interest payable monthly, based on Banker's Acceptance and Prime rates for Canadian dollar loans and the London Inter-bank Offered Rate ("LIBOR") for U.S. dollar loans. The facility, together with the $400.0 million facility below, is intended to meet the Company's funding requirements for general purposes, corporate development activities, and to provide appropriate levels of liquidity. As at March 31, 2019, the Company had drawn $85.7 million in U.S. dollars (CDN$114.5 million) and $55.0 million in Canadian dollars (March 31, 2018: $0.0 million; December 31, 2018: $80.0 million) on this facility.

On October 19, 2017, the Company amended its existing $400.0 million unsecured committed revolving credit facility by extending the maturity of the facility to October 19, 2021, under similar terms and conditions using the same syndicate of Canadian, U.S., and international institutions. This unsecured facility can be drawn in Canadian or U.S. dollars and bears interest payable monthly, based on Banker's Acceptance and Prime rates for Canadian dollar loans and LIBOR for U.S. dollar loans. The facility, together with the $250.0 million facility above, is intended to meet the Company's funding requirements for general purposes, corporate development activities, and to provide appropriate levels of liquidity. As at March 31, 2019, the Company had drawn $216.0 million in U.S. dollars (CDN$288.6 million) and letters of credit of $6.3 million (March 31, 2018: $40.0 million in U.S. dollars (CDN$51.5 million) and letters of credit of $6.5 million; December 31, 2018: $216.0 million in U.S. dollars (CDN$294.8 million) and letters of credit of $6.3 million) on this facility.

These revolving term facilities require the maintenance of certain covenants. As at March 31, 2019, the Company was in compliance with all of these covenants.

The Company has additional uncommitted credit facilities for issuing letters of credit up to a maximum of $125.0 million (March 31, 2018: $125.0 million; December 31, 2018: $125.0 million). As at March 31, 2019, $75.7 million of letters of credit had been issued thereon (March 31, 2018: $71.2 million; December 31, 2018: $72.2 million).

The Company has various government loans on specific projects, with interest rates ranging from non-interest bearing to 2.9% per annum (March 31, 2018: 2.9%; December 31, 2018: 2.9%). These facilities are repayable over various terms from 2022 to 2024. As at March 31, 2019, $8.6 million (March 31, 2018: $9.3 million; December 31, 2018: $8.6 million) was outstanding. All of these facilities are committed.

The following table reconciles the changes in cash flows from financing activities for long-term debt for the period of January 1 to March 31 in the respective years:

	2019	2018
Total long-term debt, beginning of period	**$ 383,421**	$ 9,248
Revolving credit facilities - net issuances	**90,000**	49,476
Government loans - repayments	**(139)**	(139)
Total cash flow from long-term debt financing activities	**$ 89,861**	$ 49,337
Foreign exchange revaluation	**(6,703)**	2,026
Other non-cash changes	**91**	143
Total long-term debt, end of period	**$ 466,670**	$ 60,754
Current	**$ 170,408**	$ 816
Non-current	**296,262**	59,938
Total as at March 31	**$ 466,670**	$ 60,754

8. SHARE CAPITAL

Share Repurchase

On May 22, 2018, the Toronto Stock Exchange ("TSX") accepted the Company's notice of intention to commence a Normal Course Issuer Bid ("NCIB"), allowing the Company to repurchase, at its discretion, up to 7.8 million common shares in the open market or as otherwise permitted by the TSX, subject to the normal terms and limitations of such bids. Common shares purchased by the Company are cancelled. The program commenced on May 24, 2018 and will terminate on May 23, 2019, or on such earlier date as the Company completes its purchases pursuant to the notice of intention. Under this bid, during the three months ended March 31, 2019, no shares were purchased for cancellation.

On May 17, 2017, the TSX accepted the Company's notice of intention to commence an NCIB, allowing the Company to repurchase, at its discretion, up to 8.2 million common shares in the open market or as otherwise permitted by the TSX, subject to the normal terms and limitations of such bids. Common shares purchased by the Company were cancelled. The program commenced on May 23, 2017 and was terminated on May 22, 2018 as the Company completed its purchase and cancellation of 3.6 million common shares for

$117.3 million at a volume weighted average price of $32.51 per common share. Under this bid during the three months ended March 31, 2018, 0.7 million shares were purchased for cancellation for $22.1 million at a volume weighted average price paid of $32.91 per common share.

The Company entered into an Automatic Share Purchase Plan ("ASPP") with a broker allowing the purchase of common shares for cancellation under the NCIB at any time during predetermined trading blackout periods. The Company amended the ASPP agreement on December 3, 2018 whereby the maximum number of shares repurchased had been met under the ASPP. As at March 31, 2019, no obligation for the repurchase of shares (March 31, 2018: $0.0 million; December 31, 2018: $0.0 million) was recognized under the ASPP.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT ACTIVITIES

The Company applies hedge accounting and uses derivatives and other non-derivative financial instruments to manage its exposures to fluctuations in foreign exchange rates and commodity prices.

The fair values and notional amounts of derivative financial instruments as at March 31 are shown below:

	2019			2018		
	Notional	**Fair value**		Notional	Fair value	
	amount(i)	**Asset(ii)**	**Liability(ii)**	amount(i)	Asset(ii)	Liability(ii)
Cash flow hedges						
Foreign exchange contracts	**$ 71,616**	**$ 48**	**$ 1,098**	$ 102,327	$ 230	$ 498
Commodity contracts	**$ —**	**—**	**—**	$ 21,071	341	—
Fair value hedges(iii)						
Foreign exchange contracts	**$ 133,119**	**$ 182**	**$ 636**	$ 24,170	$ 145	$ 184
Commodity contracts	**$ 138,812**	**—**	**5,226**	$ 24,686	2,804	—
Derivatives not designated in a formal hedging relationship						
Interest rate swaps	**$ 115,000**	**$ —**	**$ 543**	$ —	$ —	$ —
Foreign exchange contracts	**$ 234,225**	**420**	**271**	$ 260,367	2,542	1,574
Commodity contracts	**$ 264,520**	**17,979**	**241**	$ 600,339	—	3,105
Total fair value(iv)		**$ 18,629**	**$ 8,015**		$ 6,062	$ 5,361
Current(ii), (v)		**$ 18,629**	**$ 8,015**		$ 6,062	$ 5,361
Non-current(ii)		**—**	**—**		—	—
Total fair value		**$ 18,629**	**$ 8,015**		$ 6,062	$ 5,361

(i) *Unless otherwise stated, notional amounts are stated at the contractual Canadian dollar equivalent.*

(ii) *The current portion of derivative assets and liabilities are recorded in other current assets and other current liabilities, respectively, in the consolidated interim balance sheets.The long-term portion of derivative assets and liabilities are recorded in other long-term assets and other long-term liabilities, respectively, in the consolidated interim balance sheets.*

(iii) *The carrying amount of the hedged items in the consolidated interim balance sheets are recorded at the inverse of the associated hedging instruments and are equal to the accumulated fair value hedge adjustments less hedge ineffectiveness.*

(iv) *Derivatives are short-term and will impact profit or loss at various dates within the next 12 months.*

(v) *As at March 31, 2019, the above fair value of current assets has been decreased on the consolidated interim balance sheet by an amount of $8.7 million (March 31, 2018: increase of $3.3 million; December 31, 2018: decrease of $1.1 million), which represents the excess or deficit of the fair market value of exchange traded commodities contracts over the initial margin requirements. The excess or deficit in maintenance margin requirements with the futures exchange is net settled in cash each day and is therefore presented as cash and cash equivalents.*

During the three months ended March 31, 2019, the Company recorded a gain of $13.8 million (2018: loss of $1.3 million) on non-designated financial instruments held for trading.

During the three months ended March 31, 2019, the pre-tax amount of hedge ineffectiveness recognized in cost of goods sold was a loss of $0.0 million (2018: gain of $0.2 million).

The table below sets out fair value measurements of financial instruments using the fair value hierarchy as at March 31, 2019:

	Level 1	Level 2	Level 3	Total
Assets:				
Foreign exchange contracts	$ —	$ 650	$ —	$ 650
Commodity contracts	16,839	1,140	—	17,979
	$ 16,839	**$ 1,790**	**$ —**	**$ 18,629**
Liabilities:				
Foreign exchange contracts	$ —	$ 2,005	$ —	$ 2,005
Commodity contracts	5,226	241	—	5,467
Interest rate swaps	—	543	—	543
	$ 5,226	**$ 2,789**	**$ —**	**$ 8,015**

There were no transfers between levels during the three months ended March 31, 2019 and March 31, 2018. Determination of fair value and the resulting hierarchy requires the use of observable market data whenever available and is consistent with the methodology used in the 2018 annual audited consolidated financial statements. The classification of a financial instrument in the hierarchy is based upon the lowest level of input that is significant to the measurement of fair value. For financial instruments that are recognized at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

Accumulated other comprehensive income (loss)

The Company estimates that $0.8 million, net of tax of $0.3 million, of unrealized loss included in accumulated other comprehensive income (loss) will be reclassified into net earnings within the next 12 months. The actual amount of this reclassification will be impacted by future changes in the fair value of financial instruments designated as cash flow hedges. The actual amount reclassified could differ from this estimated amount.

During the three months ended March 31, 2019, a loss of approximately $1.6 million, net of tax of $0.6 million, was released to earnings from accumulated other comprehensive income (loss) and included in the net change for the period (2018: gain of approximately $0.4 million, net of tax of $0.1 million).

As at March 31, 2019, the Company had US$216.0 million (March 31, 2018: US$40.0 million; December 31, 2018: US$216.0 million) drawn on its revolving credit facility (see Note 7) that is designated as a net investment hedge of the Company's U.S. operations. Foreign exchange gains and losses on the designated drawings are recorded in shareholders' equity in the foreign currency translation adjustment component of accumulated other comprehensive income and offset translation adjustments on the underlying net assets of the U.S. operations, which are also recorded in accumulated other comprehensive income (loss).

During the three months ended March 31, 2019, the gain on the net investment hedge recorded in other comprehensive income (loss) was $5.2 million, net of tax of $1.0 million (2018: loss of $1.5 million, net of tax of $0.5 million).

10. OTHER INCOME (EXPENSE)

	Three months ended March 31,	
	2019	2018
Loss on disposal of property and equipment	**$ (194)**	$ (597)
Net investment property (expense) income	**(291)**	13
Interest income	**2**	138
Legal and other fees on acquisition	**(789)**	(2,399)
Other legal expense	**(408)**	(101)
Other	**(397)**	92
	$ (2,077)	$ (2,854)

11. INTEREST EXPENSE AND OTHER FINANCING COSTS

	Three months ended March 31,	
	2019	2018
Interest on Bankers' Acceptances, Prime and Libor loans	**$ 4,102**	$ 283
Interest on lease obligations	**2,235**	63
Interest expense on securitized receivables	**690**	451
Interest expense on long-term debt	**91**	143
Deferred finance charges	**287**	288
Other interest charges	**166**	425
Interest capitalized	**(138)**	—
	$ 7,433	$ 1,653

12. EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing the net earnings of the Company by the weighted average number of shares outstanding during the quarter.

Diluted earnings per share amounts are calculated by dividing the net earnings of the Company by the weighted average number of shares outstanding during the quarter, adjusted for the effects of potentially dilutive instruments.

The following table sets forth the calculation of basic and diluted earnings per share ("EPS"):

	2019			2018		
Three months ended March 31,	**Net earnings**	**Weighted average number of shares**[(i)]	**EPS**	Net earnings	Weighted average number of shares[(i)]	EPS
Basic	**$ 50,104**	**123.5**	**$ 0.41**	$ 27,918	126.2	$ 0.22
Stock options[(ii)]		**1.9**			3.1	
Diluted	**$ 50,104**	**125.4**	**$ 0.40**	$ 27,918	129.3	$ 0.22

(i) *In millions.*

(ii) *Excludes the effect of approximately 1.8 million (2018: 0.0 million) options and performance shares that are anti-dilutive.*

13. SHARE-BASED PAYMENT

Stock Options

A summary of the status of the Company's outstanding stock options and changes during the three months ended March 31 are presented below:

	2019		2018	
	Options outstanding	**Weighted average exercise price**	Options outstanding	Weighted average exercise price
Outstanding at January 1	**3,976,300**	**$ 25.38**	4,556,400	$ 20.23
Granted	**1,039,200**	**28.38**	717,300	32.50
Exercised	**—**	**—**	(10,200)	20.95
Outstanding at March 31	**5,015,500**	**$ 26.01**	5,263,500	$ 21.90
Options currently exercisable	**3,213,900**	**$ 23.83**	3,777,700	$ 18.69

All outstanding stock options vest and become exercisable over a period not exceeding five years (time vesting) from the date of grant. The outstanding options have a term of seven years.

At grant date, each option series is measured at fair value based on the Black-Scholes formula. Expected volatility is estimated by considering historic average share price volatility. The inputs used in this model for the options granted during the three months ended March 31, 2019 and 2018 are shown in the table below[(i)]:

	Three months ended March 31,	
	2019	2018
Share price at grant date	**$28.05**	$32.20
Exercise price	**$28.38**	$32.50
Expected volatility	**21.3%**	21.4%
Option life (in years)[(ii)]	**4.5**	4.5
Expected dividend yield	**2.1%**	1.6%
Risk-free interest rate[(iii)]	**1.8%**	2.0%

(i) *Weighted average based on number of units granted.*

(ii) *Expected weighted average life.*

(iii) *Based on Government of Canada bonds.*

There were 1,039,200 (2018: 717,300) stock options issued during the three months ended March 31, 2019. The fair value of options granted during the three months ended March 31, 2019 was $4.4 million (2018: $3.9 million). Amortization charges relating to current and prior year options during the three months ended March 31, 2019 were $1.0 million (2018: $0.9 million).

Restricted Share Units and Performance Share Units

A summary of the status of the Company's Restricted Share Units ("RSUs") plans (including Performance Share Units ("PSUs")) as at March 31, 2019 and 2018 and changes during these periods are presented below:

	2019		2018	
	RSUs outstanding	**Weighted average fair value at grant**	RSUs outstanding	Weighted average fair value at grant
Outstanding at January 1	**1,471,662**	**$ 28.48**	1,561,695	$ 25.61
Granted	**460,450**	**26.26**	355,770	30.65
Exercised	**—**	**—**	(69,537)	22.45
Forfeited	**—**	**—**	(3,290)	25.86
Outstanding at March 31	**1,932,112**	**$ 27.95**	1,844,638	$ 26.70

The fair value of RSUs and PSUs granted during the three months ended March 31, 2019 was $10.5 million (2018: $9.1 million). Expenses for the three months ended March 31, 2019 relating to current and prior year RSUs and PSUs, were $3.8 million (2018: $3.6 million).

The key assumptions used in the valuation of RSUs granted during the three months ended March 31, 2019 and 2018 are shown in the table below[(i)]:

	2019	2018
Expected RSU life (in years)	**3.2**	3.2
Forfeiture rate	**12.8%**	16.3%
Risk-free discount rate	**1.8%**	1.9%

(i) *Weighted average based on number of units granted.*

Director Share Units

The fair value of director share units expensed during the three months ended March 31, 2019 was $0.4 million (2018: $0.4 million).

14. RELATED PARTY TRANSACTIONS

The Company sponsors a number of defined benefit and defined contribution plans. During the three months ended March 31, 2019, the Company's contributions to these plans were $7.6 million (2018: $7.5 million).

The Company’s largest shareholder is McCain Capital Inc. (“MCI”) which is beneficially owned or controlled by Mr. Michael H. McCain, Chief Executive Officer and President of the Company. For the three months ended March 31, 2019, the Company received services from MCI in the amount of $0.1 million (2018: $0.1 million), which represented the market value of the transactions with MCI. As at March 31, 2019, $0.5 million (March 31, 2018: $0.1 million; December 31, 2018: $0.4 million) was owing to MCI.

McCain Financial Advisory Services ("MFAS") is an entity jointly controlled by individuals including Mr. Michael H. McCain. For the three months ended March 31, 2019 and 2018, the Company provided services to MFAS for a nominal amount, which represented the market value of the transactions.

15. GEOGRAPHIC AND CUSTOMER PROFILE

Information About Geographic Areas

Property and equipment, investment property and right of use assets located outside of Canada was $38.7 million as at March 31, 2019 (March 31, 2018: $16.1 million; December 31, 2018: $29.6 million). Of this amount, $38.0 million (March 31, 2018: $15.9 million; December 31, 2018: $29.4 million) was located in the U.S and $0.7 million (March 31, 2018: $0.2 million; December 31, 2018: $0.2 million) was located in Japan. Goodwill of $191.1 million (March 31, 2018: $184.2 million; December 31, 2018: $195.2 million) was attributed to operations outside of Canada.

Revenues earned outside of Canada for the three months ended March 31, 2019, were $236.7 million (2018: $215.0 million). Of the total amount earned outside of Canada, $93.2 million (2018: $81.5 million) was earned in the U.S and $86.6 million (2018: $78.9 million) was earned in Japan. Revenue by geographic area is determined based on the shipping location.

Information About Major Customers

For the three months ended March 31, 2019, the Company reported sales to two customers representing 10.7% and 10.7% (2018: 12.1% and 11.6%) of total sales. No other sales were made to any one customer that represented in excess of 10% of total sales.

16. BUSINESS COMBINATION

(a) 2018 Acquisitions

VIAU Food Products Inc.

On November 13, 2018, the Company acquired 100% of the outstanding shares of VIAU Food Products Inc. ("VIAU"), a privately held Canadian market leader in premium Italian cooked, dry-cured and charcuterie meats, for a purchase price of $215.0 million. The Company financed the transaction using a combination of drawings on existing credit facilities and equity.

Recognized goodwill is attributable to VIAU's assembled workforce combined with its considerable expertise, product development knowledge and skills. No portion of goodwill is deductible for tax purposes.

The Company has not yet finalized the amounts recorded for the VIAU acquisition.

The preliminary fair value of consideration transferred for the acquisition of VIAU consists of the following:

	Purchase price November 13, 2018
Agreed-upon purchase price	$ 215,000
Working capital adjustments	(12,790)
Reduction for liabilities assumed	(4,456)
Total consideration	**$ 197,754**
Consideration paid in cash	$ 168,953
Consideration paid in common shares	$ 28,801

During the first quarter of 2019, the Company recorded the following adjustments to the preliminary purchase price allocation:

	November 13, 2018		
	Preliminary amounts	**Adjustments**	**Valuation as at March 31, 2019**
Current Assets			
Cash	$ 6,930	$ —	$ 6,930
Accounts receivable	12,383	(353)	12,030
Inventories	32,096	—	32,096
Prepaid expenses and other assets	1,566	—	1,566
Non-current assets			
Property and equipment	85,579	—	85,579
Goodwill	17,601	17,599	35,200
Intangible assets	81,632	(4,800)	76,832
Current liabilities			
Accounts payable and accruals	(19,877)	—	(19,877)
Current income tax liabilities	(11,186)	(199)	(11,385)
Other current liabilities	(1,294)	—	(1,294)
Non-current liabilities			
Other long-term liabilities	(3,123)	—	(3,123)
Deferred tax liability	(5,400)	(11,400)	(16,800)
Total net assets acquired	**$ 196,907**	**$ 847**	**$ 197,754**

The consolidated balance sheet as at December 31, 2018 has been re-stated to reflect the adjustments to the purchase price. The fair value of the identifiable assets acquired and liabilities assumed have been determined provisionally pending Management's final review of the valuations.

Cericola Farms Inc.

On October 22, 2018, the Company acquired two poultry plants and associated supply from Cericola Farms Inc. ("Cericola"), a privately held Canadian company. The purchase price of the assets was $80.0 million, with a put/call option to purchase a third processing facility for a purchase price of $40.0 million, exercisable within three years. The Company financed the transaction using existing credit facilities. The acquisition has been accounted for as a business combination.

The amount of goodwill expected to be deductible for tax purposes is $6.2 million.

The Company has not yet finalized the amounts recorded for the Cericola acquisition.

The fair value of consideration transferred for the two poultry plants and associated supply acquired from Cericola Farms consists of the following:

	Purchase price
	October 22, 2018
Agreed-upon purchase price	$ 80,000
Cash deposit on purchase of third processing facility	(20,185)
Working capital adjustments	226
Total consideration paid in cash	**$ 60,041**
Consideration paid in cash	$ 59,815
Consideration payable	$ 226

During the first quarter of 2019, the Company recorded the following adjustments to the preliminary purchase price allocation:

	October 22, 2018		
	Preliminary amounts	**Adjustments**	**Valuation as at March 31, 2019**
Current Assets			
Accounts receivable	$ 5,748	$ (99)	$ 5,649
Inventories	980	—	980
Prepaid expenses and other assets	56	—	56
Non-current assets			
Property and equipment	17,702	281	17,983
Goodwill	6,688	(441)	6,247
Intangible assets	31,910	—	31,910
Current liabilities			
Accounts payable and accruals	(3,269)	485	(2,784)
Total net assets acquired	**$ 59,815**	**$ 226**	**$ 60,041**

The consolidated balance sheet as at December 31, 2018 has been re-stated to reflect the adjustments to the purchase price. The fair value of the identifiable assets acquired and liabilities assumed have been determined provisionally pending Management's final review of the valuations.

The Field Roast Grain Meat Company, SPC

On January 29, 2018, the Company acquired 100% of the outstanding shares of The Field Roast Grain Meat Company, SPC ("Field Roast Grain Meat Co."), a privately held U.S. based corporation engaged in the production and distribution of premium grain-based protein and vegan cheese products. The Company financed the transaction using a combination of cash-on-hand and drawings on existing credit facilities.

Recognized goodwill is attributable to Field Roast Grain Meat Co.'s leadership position in the fast-growing plant-based protein market combined with its considerable expertise, product development knowledge and skills. No portion of goodwill is deductible for tax purposes.

The fair value of consideration transferred for the acquisition of Field Roast Grain Meat Co. consists of the following:

	Purchase price
	January 29, 2018
Agreed-upon purchase price	$ 147,906
Working capital adjustments	(1,787)
Reduction for liabilities assumed	(5,949)
Total consideration	**$ 140,170**
Consideration paid in cash	$ 138,755
Contingent consideration paid in cash	$ 1,415

During the fourth quarter of 2018, the Company finalized amounts recorded in the business combination which resulted in the following adjustments to the preliminary purchase price allocation:

	January 29, 2018		
	Preliminary amounts	**Adjustments**	**Final amounts**
Current Assets			
Cash	$ 375	$ —	$ 375
Accounts receivable	3,302	—	3,302
Inventories	6,332	863	7,195
Income and other taxes recoverable	336	—	336
Prepaid expenses and other assets	354	—	354
Non-current assets			
Property and equipment	5,080	—	5,080
Goodwill	137,777	(50,944)	86,833
Intangible assets	—	66,558	66,558
Current liabilities			
Accounts payable and accruals	(9,634)	—	(9,634)
Other current liabilities	(638)	—	(638)
Non-current liabilities			
Other long-term liabilities	(2,212)	—	(2,212)
Deferred tax liability	(902)	(16,477)	(17,379)
Total net assets acquired	**$ 140,170**	**$ —**	**$ 140,170**

The consolidated interim balance sheet as at March 31, 2018 has been re-stated to reflect the adjustments to the purchase price allocation above.

(b) Transaction Costs

During the three months ended March 31, 2019, the Company recorded transaction costs of $0.8 million (2018: $2.4 million) related to acquisition activities, that have been excluded from the consideration paid and have been recognized as an expense in other income (expense) (see Note 10).

17. SUBSEQUENT EVENTS

On April 8, 2019, the Company announced plans to build a US$310.0 million plant-based processing facility in Shelbyville, Indiana. The new Shelbyville facility will be supported by approximately US$50.0 million in U.S. government and utility grants and incentives, including US$9.6 million toward capital and one-time start-up costs, and approximately US$40.0 million in 10-year operational support. The Company will also invest approximately US$26.0 million to support ongoing growth in demand at its existing facilities. The project will be funded by a combination of cash flow from operations and debt. Construction will start in late spring 2019, and start-up is expected to commence in late 2020.

On April 30, 2019, the Company entered into a new syndicated credit facility consisting of a $1,300.0 million unsecured committed revolving line of credit maturing April 30, 2024 and two unsecured committed term credit facilities for US$265.0 million and CDN$350.0 million maturing April 30, 2024 and April 30, 2023 respectively. The credit facility refinances and replaces the Company's existing $250.0 million and $400.0 million unsecured committed revolving credit facilities, which were due to mature November 7, 2019 and October 19, 2021 respectively.

The new facility bears interest based on short-term interest rates and is intended to meet the Company's funding requirements for investment in the construction of its two new recently announced manufacturing facilities in London, Ontario and Shelbyville, Indiana, in addition to providing appropriate levels of liquidity and for general corporate purposes.

On April 30, 2019, the Company had drawn US$265.0 million from the first unsecured committed term credit facility and CDN$115.0 million from the second unsecured committed term credit facility to repay all borrowings as at March 31, 2019, including accrued interest and fees (see Note 7).