MAPLE LEAF

MAPLE LEAF FOODS INC.

Interim Report to Shareholders

For the Third Quarter Ended

September 30, 2022

Management's Discussion and Analysis

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All dollar amounts are presented in Canadian dollars unless otherwise noted.

November 7, 2022

1. FINANCIAL OVERVIEW

($ millions except earnings per share) (Unaudited)	As at or for the Three months ended September 30, 2022	2021	% Change	As at or for the Nine months ended September 30, 2022	2021	% Change
Sales	**$ 1,231.9**	$ 1,188.6	3.6 %	**$ 3,553.5**	$ 3,400.6	4.5 %
Net (Loss) Earnings	**$ (229.5)**	$ 44.5	(615.9)%	**$ (270.4)**	$ 100.9	(367.9)%
Basic (Loss) Earnings per Share	**$ (1.86)**	$ 0.36	(616.7)%	**$ (2.18)**	$ 0.82	(365.9)%
Adjusted Operating Earnings(i)(ii)	**$ 24.1**	$ 70.6	(65.8)%	**$ 63.9**	$ 180.4	(64.6)%
Adjusted Earnings per Share(i)(ii)	**$ (0.01)**	$ 0.38	(102.6)%	**$ 0.02**	$ 0.94	(97.9)%
Adjusted EBITDA - Meat Protein Group(i)(ii)	**$ 100.9**	$ 151.3	(33.3)%	**$ 302.6**	$ 406.4	(25.5)%
Adjusted EBITDA - Plant Protein Group(i)(ii)	**$ (24.3)**	$ (33.4)	(27.2)%	**$ (85.0)**	$ (83.3)	2.0 %
Sales - Plant Protein Group	**$ 43.6**	$ 48.0	(9.2)%	**$ 129.3**	$ 138.6	(6.7)%
Free Cash Flow(i)	**$ (10.1)**	$ (5.5)	(83.6)%	**$ (267.4)**	$ (336.6)	20.6 %
Construction Capital(i)				**$ 713.6**	$ 844.1	(15.5)%
Net Debt(i)				**$ (1,522.2)**	$ (1,089.5)	39.7 %

(i) *Refer to section 22. Non-IFRS Financial Measures of this document for the definition of these non-IFRS measures.*

(ii) *Certain comparative figures have been restated to conform with current year presentation.*

Sales for the third quarter of 2022 were $1,231.9 million compared to $1,188.6 million last year, an increase of 3.6%, driven by higher sales in the Meat Protein Group, partially offset by lower sales in the Plant Protein Group. For more details on sales performance by operating segment, refer to section 3. Operating Review.

Year-to-date sales for 2022 were $3,553.5 million compared to $3,400.6 million last year, an increase of 4.5%, due to similar factors as noted above.

Net loss for the third quarter of 2022 was $229.5 million ($1.86 per basic share) compared to earnings of $44.5 million ($0.36 per basic share) last year. The net loss included a $190.9 million one-time non-cash impairment charge related to the Plant Protein Group, and a decrease in fair value of biological assets of $31.5 million (2021: gain of $6.6 million). In addition, pork market headwinds, weaker commercial performance due to cost inflation and labour challenges, and start-up expenses related to Construction Capital contributed to the net loss.

Year-to-date net loss for 2022 was $270.4 million ($2.18 per basic share) compared to earnings of $100.9 million ($0.82 per basic share) last year due to similar factors as noted above as well as restructuring charges in the Plant Protein Group.

Adjusted Operating Earnings for the third quarter of 2022 were $24.1 million compared to $70.6 million last year, and Adjusted Earnings per Share for the third quarter of 2022 were a loss of $0.01 compared to earnings of $0.38 last year as a result of weaker commercial performance due to cost inflation and labour challenges.

Year-to-date Adjusted Operating Earnings for 2022 were $63.9 million compared to $180.4 million last year, and Adjusted Earnings per Share for 2022 were $0.02 compared to $0.94 last year due to similar factors as noted above.

For further discussion on key metrics and a discussion of results by operating segment, refer to section 3. Operating Review below.

2. RESPONSE TO COVID-19

As an essential service, Maple Leaf Foods Inc. ("Maple Leaf Foods" or the "Company") is focused on protecting the health and well-being of its people, maintaining business continuity and broadening its social outreach. To manage through this unprecedented environment, the Company has taken a number of measures in its business and operating practices that include heightened safety policies and procedures, adopting a vaccination mandate for all employees and contractors, and close communication and collaboration with public health authorities, including hosting on-site vaccination clinics in 2021. The measures enacted to protect the health and safety of employees have increased the Company's current cost structure due to higher labour, personal protective equipment, sanitation and other expenses associated with the pandemic.

Overall, the Company believes its proactive and comprehensive efforts have, and should continue to mitigate adverse operational impacts. As the COVID-19 situation evolves, Maple Leaf Foods will continue to adapt and adopt best practices that prioritize the health and safety of its employees and the stability of the food supply. As part of Maple Leaf Foods' broader social responsibility since the pandemic began, the Company has provided extensive support to front-line staff, emergency food relief efforts and health care providers.

3. OPERATING REVIEW

Maple Leaf Foods has two reportable segments. These segments offer different products, with separate organizational structures, brands, and financial and marketing strategies. The Company's chief operating decision makers regularly review internal reports for these businesses: performance of the Meat Protein Group is based on revenue growth, Adjusted Operating Earnings and Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA"), while the performance of the Plant Protein Group in the short term is focused on obtaining Adjusted EBITDA neutral or better results.

The following table summarizes the Company's sales, gross profit (loss), Selling, General and Administrative expenses ("SG&A"), Adjusted Operating Earnings, Adjusted EBITDA, and Adjusted EBITDA Margin by operating segment for the three months ended September 30, 2022 and September 30, 2021.

	Three months ended September 30, 2022				Three months ended September 30, 2021			
($ millions)[(i)] *(Unaudited)*	**Meat Protein Group**	**Plant Protein Group**	**Non-Allocated**[(ii)]	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated[(ii)]	Total
Sales	**$ 1,194.5**	**43.6**	**(6.2)**	**$ 1,231.9**	$ 1,150.3	48.0	(9.7)	$ 1,188.6
Gross profit (loss)	**$ 125.6**	**(9.8)**	**(33.3)**	**$ 82.5**	$ 191.5	(3.3)	(0.1)	$ 188.2
Selling, general and administrative expenses	**$ 82.9**	**19.9**	**—**	**$ 102.8**	$ 85.9	34.4	—	$ 120.3
Adjusted Operating Earnings[(iii)(iv)]	**$ 53.6**	**(29.5)**	**—**	**$ 24.1**	$ 107.6	(37.1)	—	$ 70.6
Adjusted EBITDA[(iii)(iv)]	**$ 100.9**	**(24.3)**	**—**	**$ 76.7**	$ 151.3	(33.4)	—	$ 118.0
Adjusted EBITDA Margin[(iii)(iv)]	**8.5 %**	**(55.6)%**	**n/a**	**6.2 %**	13.2 %	(69.6)%	n/a	9.9 %

(i) *Totals may not add due to rounding.*

(ii) *Non-allocated includes eliminations of inter-segment sales and associated cost of goods sold, changes in the fair value of biological assets and derivatives, and non-allocated costs which are comprised of expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Refer to section 22. Non-IFRS Financial Measures of this document for the definition of these non-IFRS measures.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

The following table summarizes the Company's sales, gross profit (loss), SG&A, Adjusted Operating Earnings, Adjusted EBITDA, and Adjusted EBITDA Margin by operating segment for the nine months ended September 30, 2022 and September 30, 2021.

	Nine months ended September 30, 2022				Nine months ended September 30, 2021			
($ millions)(i) *(Unaudited)*	**Meat Protein Group**	**Plant Protein Group**	**Non-Allocated**(ii)	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated(ii)	Total
Sales	**$ 3,444.1**	**129.3**	**(19.8)**	**$ 3,553.5**	$ 3,281.5	138.6	(19.6)	$ 3,400.6
Gross profit (loss)	**$ 392.5**	**(26.2)**	**(42.8)**	**$ 323.6**	$ 524.6	(2.9)	(5.0)	$ 516.8
Selling, general and administrative expenses	**$ 258.9**	**77.0**	**—**	**$ 335.9**	$ 254.1	93.0	—	$ 347.1
Adjusted Operating Earnings(iii)(iv)	**$ 162.3**	**(98.4)**	**—**	**$ 63.9**	$ 274.6	(94.2)	—	$ 180.4
Adjusted EBITDA(iii)(iv)	**$ 302.6**	**(85.0)**	**—**	**$ 217.6**	$ 406.4	(83.3)	—	$ 323.1
Adjusted EBITDA Margin(iii)(iv)	**8.8%**	**(65.7)%**	**n/a**	**6.1%**	12.4%	(60.1)%	n/a	9.5%

(i) *Totals may not add due to rounding.*

(ii) *Non-allocated includes eliminations of inter-segment sales and associated cost of goods sold, changes in the fair value of biological assets and derivatives, and non-allocated costs which are comprised of expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Refer to section 22. Non-IFRS Financial Measures of this document for the definition of these non-IFRS measures.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

Meat Protein Group

The Meat Protein Group is comprised of prepared meats, ready-to-cook and ready-to-serve meals, and value-added fresh pork and poultry products that are sold to retail, foodservice and industrial channels, and agricultural operations in pork and poultry. The Meat Protein Group includes leading brands such as Maple Leaf®, Maple Leaf Prime®, Maple Leaf Natural Selections®, Schneiders®, Schneiders® Country Naturals®, Mina®, Greenfield Natural Meat Co.®, and many leading regional brands.

Sales for the third quarter of 2022 increased 3.8% to $1,194.5 million compared to $1,150.3 million last year. Sales growth was driven by pricing action to mitigate inflation and a favourable mix-shift in product sales, including growth in sustainable meats, branded products and sales to the United States, partially offset by lower sales volume.

Year-to-date sales for 2022 increased 5.0% to $3,444.1 million compared to $3,281.5 million last year. Sales growth was driven by pricing actions to mitigate inflationary cost increases and favourable mix-shift towards sustainable meats, branded products and growth in sales to the United States. These positive factors were partially offset by lower sales volume.

Gross profit for the third quarter of 2022 was $125.6 million (gross margin(i) of 10.5%) compared to $191.5 million (gross margin(i) of 16.6%) last year. Gross profit was negatively impacted by cost inflation, labour shortages affecting the supply chain and pork market headwinds, including challenges in the Japanese market, partially offset by pricing action. Gross profit for the third quarter included start-up expenses of $11.0 million (2021: $2.0 million) associated with Construction Capital projects, which are excluded from the calculation of Adjusted Operating Earnings.

Year-to-date gross profit for 2022 was $392.5 million (gross margin(i) of 11.4%) compared to $524.6 million (gross margin(i) of 16.0%) last year. Gross profit was negatively impacted by labour and supply chain disruptions, inflationary cost increases, and pork market headwinds, including challenges in the Japanese market, partially offset by pricing action. Gross profit year-to-date included start-up expenses of $28.7 million (2021: $4.1 million) associated with Construction Capital projects, which are excluded in the calculation of Adjusted Operating Earnings.

SG&A expenses for the third quarter of 2022 were $82.9 million compared to $85.9 million last year. The decrease in SG&A expenses was largely driven by a reduction in variable compensation, partially offset by the timing of advertising and promotional expenses.

Year-to-date SG&A expenses for 2022 were $258.9 million compared to $254.1 million last year. The increase in SG&A expenses was driven by the timing of advertising and promotional expenses, a gradual normalization of discretionary spending, salary inflation, as well as donations to support the relief efforts in Ukraine, partially offset by lower variable compensation.

Adjusted Operating Earnings for the third quarter of 2022 were $53.6 million compared to $107.6 million last year, consistent with factors noted above.

Year-to-date Adjusted Operating Earnings for 2022 were $162.3 million compared to $274.6 million last year, consistent with factors noted above.

Adjusted EBITDA for the third quarter of 2022 were $100.9 million compared to $151.3 million last year, driven by factors consistent with those noted above. Adjusted EBITDA Margin for the third quarter was 8.5% compared to 13.2% last year, also driven by factors consistent with those noted above.

During the third quarter of 2022 the Meat Protein Group Adjusted EBITDA Margin was negatively impacted by an estimated 560 basis points resulting from the current business environment. Pork export margins to Japan accounted for over a third of this gap, headwinds in the North American pork market and labour shortages each contributed approximately another quarter of the gap, timing on our pricing actions to manage inflation made up the balance.

Year-to-date Adjusted EBITDA for 2022 were $302.6 million compared to $406.4 million last year, driven by factors consistent with those noted above. Year-to-date Adjusted EBITDA Margin for 2022 was 8.8% compared to 12.4% last year, also driven by factors consistent with those noted above.

Plant Protein Group

The Plant Protein Group is comprised of refrigerated and frozen plant protein products, premium grain-based protein, and vegan cheese products sold to retail, foodservice and industrial channels. The Plant Protein Group includes the leading brands Lightlife® and Field Roast™.

Sales for the third quarter of 2022 decreased 9.1% to $43.6 million compared to $48.0 million last year. Excluding the impact of foreign exchange, sales decreased 12.3%, driven by lower volumes in retail and foodservice products. This more than offset pricing action implemented to mitigate inflation and structural cost increases.

Year-to-date sales for 2022 decreased 6.7% to $129.3 million compared to $138.6 million last year. Excluding the impact of foreign exchange, sales decreased 9.2%, driven by lower volumes in retail products. This more than offset growth in foodservice volumes and pricing action implemented to mitigate inflation and structural cost increases.

Gross profit for the third quarter of 2022 was a loss of $9.8 million (gross margin loss[(i)] of 22.5%) compared to a loss of $3.3 million (gross margin loss[(i)] of 6.8%) last year. The decrease in gross profit was driven by inflationary costs and strategic investments in capacity ahead of anticipated demand, which resulted in increased overhead and short-term costs. This was partially offset by pricing action. Gross profit for the quarter also included start-up expenses of $0.2 million (2021: $0.6 million) associated with Construction Capital projects which are excluded in the calculation of Adjusted Operating Earnings

Year-to-date gross profit for 2022 was a loss of $26.2 million (gross margin loss[(i)] of 20.2%) compared to a loss of $2.9 million (gross margin loss[(i)] of 2.1%) last year. The decrease in gross profit was driven by inflationary costs and strategic investments in capacity ahead of anticipated demand, which resulted in increased overhead and short-term costs. This was partially offset by pricing action. Year-to-date gross profit also included start-up expenses of $4.8 million (2021: $1.6 million) associated with Construction Capital projects which are excluded in the calculation of Adjusted Operating Earnings

SG&A expenses for the third quarter of 2022 were $19.9 million (45.5% of sales) compared to $34.4 million (71.7% of sales) last year. The decrease in SG&A expenses was primarily attributable to lower advertising expenses and people costs as a result of the restructuring plan implemented towards the end of the second quarter.

Year-to-date SG&A expenses for 2022 were $77.0 million (59.5% of sales) compared to $93.0 million (67.0% of sales) last year. The decrease in SG&A expenses was primarily attributable to lower advertising expenses and people costs as a result of the restructuring plan implemented towards the end of the second quarter, partially offset by higher consulting costs.

Adjusted Operating Earnings for the third quarter of 2022 were a loss of $29.5 million compared to a loss of $37.1 million last year. The decrease in Adjusted Operating Earnings is consistent with the factors noted above.

Year-to-date Adjusted Operating Earnings for 2022 were a loss of $98.4 million compared to a loss of $94.2 million last year. The decrease in Adjusted Operating Earnings is consistent with the factors noted above.

[(i)] *Gross margin is defined as gross profit (loss) divided by sales.*

4. RESTRUCTURING AND OTHER RELATED COSTS

During the three months ended September 30, 2022, the Company recorded restructuring and other related costs of $2.3 million (2021: $0.8 million). The $2.3 million consists of $0.3 million in the Plant Protein Group and $2.0 million in the Meat Protein Group. The $0.3 million (2021: $0.0 million) in the Plant Protein Group is related to severance and other employee related costs, as the Company changes focus and reorganizes SG&A and manufacturing operations in response to slower than previously anticipated segment growth. Of the $2.0 million in the Meat Protein Group, $1.6 million (2021: $0.8 million) related to accelerated depreciation and $0.4 million (2021: $0.0 million) related to severance and other employee costs related to the previously announced future closures of the Brampton, Toronto, St. Mary's, and Schomberg poultry plants.

During the nine months ended September 30, 2022, the Company recorded restructuring and other related costs of $24.4 million (2021: $3.7 million). The $24.4 million consists of $19.0 million in the Plant Protein Group and $5.4 million in the Meat Protein Group. Of the $19.0 million in the Plant Protein Group is $15.9 million (2021: $0.0 million) related to asset impairment and $3.1 million (2021: $0.0

million) related to severance and other employee related costs, as the Company changes focus and reorganizes SG&A and manufacturing operations in response to slower than previously anticipated segment growth. Of the $5.4 million in the Meat Protein Group, $4.1 million (2021: $2.6 million) related to accelerated depreciation and $1.3 million (2021: $0.7 million) related to severance and other employee costs as a result of the announced future closure of the Schomberg poultry plant as well as the previously announced future closures of the Brampton, Toronto, and St. Mary's poultry plants. The remaining amount of $0.4 million in 2021 were employee related costs for other organizational restructuring initiatives.

5. INCOME TAXES

In the third quarter and the nine months ended September 30, 2022, the Company's effective rate of tax recovery differs from the Canadian statutory tax rate of 26.2% primarily due to the non-deductible impairment of goodwill charge and the Company not recognizing a deferred tax recovery on losses of its Greenleaf Foods, SPC subsidiary incurred after March 31, 2022. The effective rates of tax expense in determining Adjusted Earnings per Share in the third quarter and nine months ended September 30, 2022 are 113.0% and 91.5%, respectively. The effective tax rates in determining the Adjusted Earnings per Share in the third quarter and for the nine months ended September 30, 2022 differ from the Canadian statutory tax rate primarily due to the reasons described above.

In the third quarter and the nine months ended September 30, 2021, the Company's effective tax rate differs from the Canadian statutory tax rate of 26.2% primarily due to non-deductible expenditures and transaction costs and the geographic mix of earnings and losses. The effective tax rates in determining Adjusted Earnings per Share in the third quarter and nine months ended September 30, 2021 are 28.2% and 28.2%, respectively.

6. ACQUISITIONS AND DIVESTITURES

There were no acquisitions or divestitures in the three and nine months ended September 30, 2022.

On June 25, 2021, the Company completed the acquisition of a poultry processing facility and associated supply from Certm Inc. (formerly Cericola Farms Inc.), a privately held Canadian company for total consideration of $62.1 million (cash due at closing: $40.0 million; 2018 deposit of $20.2 million and working capital adjustments of $1.9 million). This acquisition concludes the purchase and sale agreement dated June 27, 2018 pursuant to which the Company previously acquired two poultry plants and associated supply, which had been previously recorded as a right-of-use asset with a corresponding lease obligation, with a put/call option to purchase a third processing facility. The Company has financed the transaction using a combination of cash on hand and drawings on existing credit facilities. The acquisition has been accounted for as a business combination. The Company recognized goodwill of $7.6 million which is attributable to synergies created by expanding the Company's share of regulated input supply.

During the three and nine months ended September 30, 2021, the Company recorded transaction costs of $0.1 million that have been excluded from the consideration paid and have been recognized as an expense in other expense (income).

There were no transaction costs recorded in 2022.

As at September 30, 2021 the Company had not finalized the purchase price equation. This was completed during the fourth quarter of 2021. For full details on the acquisition, refer to Note 17 of the Company's unaudited consolidated interim financial statements ("Consolidated Interim Financial Statements").

7. CAPITAL RESOURCES

The consumer foods industry in which the Company operates is generally characterized by high sales volume and high turnover of inventories and accounts receivable. In general, accounts receivable and inventories are readily convertible into cash. Investment in working capital is affected by fluctuations in the price of raw materials, seasonal and other market-related fluctuations. The Company has consistently generated a strong base level of operating cash flow, even in periods of higher commodity prices and during the restructuring of its operations. These operating cash flows provide a base of underlying liquidity that the Company supplements with credit facilities and cash on hand to provide longer-term funding and to finance fluctuations in working capital levels.

The Company's cash balance as at September 30, 2022 was $106.2 million (September 30, 2021: $73.5 million; December 31, 2021: $162.0 million). Cash is held in demand and short-term investment deposits with Canadian financial institutions having long-term debt ratings of A or higher.

The composition of long-term debt is shown below:

($ thousands) *(Unaudited)*	**As at September 30, 2022**	As at September 30, 2021	As at December 31, 2021
Revolving line of credit	**$ 905,084**	$ 470,000	$ 555,219
U.S. term credit	**366,177**	335,318	334,828
Canadian term credit	**350,000**	350,000	350,000
Government loans	**7,102**	7,697	12,202
Total long-term debt	**$ 1,628,363**	$ 1,163,015	$ 1,252,249
Current	**$ 712**	$ 5,279	$ 5,176
Non-current	**1,627,651**	1,157,736	1,247,073
Total long-term debt	**$ 1,628,363**	$ 1,163,015	$ 1,252,249
Construction Capital(i) included in total long-term debt	**$ 678,635**	$ 821,110	$ 719,216

(i) *Refer to section 22. Non-IFRS Financial Measures of this document for the definition of this non-IFRS measure.*

On June 29, 2022, the Company renewed its syndicated sustainability-linked credit facility (the "Credit Facility"). The Company extended the maturity date of the $1,300.0 million unsecured committed revolving line of credit to June 29, 2027, and extended the maturity dates of the US$265.0 million and $350.0 million unsecured committed term credit facilities to June 29, 2027 and June 29, 2026, respectively. The Credit 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 based on the Secured Overnight Financing Rate ("SOFR") for U.S. dollar loans. The Credit Facility is intended to meet the Company's funding requirements for capital investments in addition to providing appropriate levels of liquidity for general corporate purposes. The interest rate on the Credit Facility may be adjusted up or down based on the Company's performance compared to specified sustainability targets.

In addition to the drawings on the revolving facility and the term credit, as at September 30, 2022 the Company had drawn letters of credit of $8.4 million on the Credit Facility (September 30, 2021: $8.1 million; December 31, 2021: $8.2 million).

The Credit Facility requires the maintenance of certain covenants. As at September 30, 2022, the Company was in compliance with all of these covenants. The primary financial covenant requires that the Company maintain a total debt to capitalization ratio below a specified threshold.

The Company has additional uncommitted credit facilities for issuing letters of credit up to a maximum of $125.0 million (September 30, 2021: $125.0 million; December 31, 2021: $125.0 million). As at September 30, 2022, $58.6 million in letters of credit had been issued thereon (September 30, 2021: $66.8 million; December 31, 2021: $66.8 million).

The Company has various government loans on specific projects. As at September 30, 2022, these loans are non-interest bearing facilities (September 30, 2021: 0.0% to 2.9%; December 31, 2021: 0.0% to 2.9%). These specific facilities are repayable over various terms and are maturing from 2024 to 2032. As at September 30, 2022, $7.1 million (September 30, 2021: $7.7 million; December 31, 2021: $12.2 million) was outstanding. All of these facilities are committed.

On June 24, 2022, the Company amended its accounts receivable securitization facility (the "Securitization Facility") by extending the maturity to June 24, 2024. The maximum cash advance available to the Company under the Securitization Facility is $135.0 million (September 30, 2021: $120.0 million; December 31, 2021: $120.0 million). The Securitization Facility provides cash funding with a proportion of the Company's receivables being sold, and provides the Company with competitively priced financing and further diversifies its funding sources. Under the Securitization 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 September 30, 2022, the Company had $196.3 million (September 30, 2021: $168.7 million; December 31, 2021: $145.6 million) of trade accounts receivable serviced under the Securitization Facility. In return for the sale of its trade receivables, the Company will receive cash of $135.0 million (September 30, 2021: $120.0 million; December 31, 2021: $112.3 million) and notes receivable in the amount of $61.3 million (September 30, 2021: $48.7 million; December 31, 2021: $33.3 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 September 30, 2022, the Company recorded a net payable in the amount of $0.0 million (September 30, 2021: $20.8 million net receivable; December 31, 2021: $7.7 million net payable) in accounts payable and accruals (September 30, 2021: notes receivable; December 31, 2021: accounts payable and accruals). The facility is accounted for as an off-balance sheet transaction in accordance with International Financial Reporting Standards ("IFRS").

The Securitization Facility is subject to certain restrictions, including the maintenance of covenants. The Company was in compliance with all of the requirements of this facility as at September 30, 2022. If the Securitization Facility were to be terminated, the Company would recognize the related amounts on the unaudited condensed consolidated interim balance sheets ("Consolidated Interim Balance Sheets") and consider alternative financing if required.

8. CAPITAL EXPENDITURES

Capital expenditures for the third quarter were $76.3 million, compared to $152.9 million last year and year-to-date capital expenditures for 2022 were $255.3 million compared to $504.4 million last year. The decrease in capital expenditures was primarily attributable to reduced spend as the construction of the Indianapolis, Indiana plant protein facility and expansion of the Bacon Centre of Excellence in Winnipeg, Manitoba were completed.

The Company currently estimates its capital expenditures for 2022 will be approximately $375 million with approximately 50% to be comprised of Construction Capital. This primarily relates to the completion of the London, Ontario poultry facility and other projects to add growth and capacity in areas such as expanding our raised without antibiotics hog barns, and beginning construction on the addition of a further processed poultry production line at the Brampton, Ontario Prepared Meats facility. The lower estimated capital spend for the year is primarily timing related.

Going forward the Company distinguishes two types of capital expenditures. Maintenance capital consists of non-discretionary investment required to maintain the Company's existing operations and competitive position. Growth capital includes discretionary investments meant to create stakeholder value through initiatives that, for example, expand margins, increase capacities or create further competitive advantage. For 2023, the Company expects total capital expenditures to be in the $275 million to $325 million range. Approximately $150 million of that will be maintenance capital with the remainder being growth capital. This growth capital will mainly consist of an increase to further processed poultry capacity at the Prepared Meats plant in Brampton, Ontario, an increase in raised without antibiotics hog barn capacity, expanded capacity in the kits category, and upgrading smokehouse operations. The Company expects depreciation and amortization used in calculating Adjusted EBITDA for 2023 to be approximately $250 million compared to approximately $200 million in 2022 mainly as a result of large construction projects now coming on line.

9. NORMAL COURSE ISSUER BID

On May 20, 2022 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 7.5 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 25, 2022 and will terminate on May 24, 2023, or on such earlier date as the Company completes its purchases pursuant to the notice of intention. Under this bid, during the three and nine months ended September 30, 2022, 1.2 million shares at an average price of $22.97 per share were repurchased for cancellation.

On May 20, 2021 the TSX accepted the Company's notice of intention to commence a NCIB, allowing the Company to repurchase, at its discretion, up to 7.5 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 25, 2021 and terminated on May 24, 2022. Under this bid, during the nine months ended September 30, 2022, no shares were repurchased for cancellation. During the three and nine months ended September 30, 2021, no shares were purchased for cancellation.

On May 21, 2020 the TSX accepted the Company's notice of intention to commence an NCIB, allowing the Company to repurchase, at its discretion, up to 7.5 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 25, 2020 and was terminated on May 24, 2021. During the nine months ended September 30, 2021, no shares were purchased for cancellation.

10. CASH FLOW AND FINANCING

Cash and cash equivalents were $106.2 million at the end of the third quarter of 2022, compared to $73.5 million at the end of the third quarter of 2021, and $162.0 million as at December 31, 2021. The decrease in cash and cash equivalents for the nine months ended September 30, 2022 was primarily due to investment in long-term assets, investment in working capital, dividend payments, and shares repurchased under the NCIB program, partially offset by cash earnings and loans drawn on the Credit Facility.

Cash Flow from Operating Activities

Cash from operating activities for the third quarter of 2022 was $75.5 million compared to $136.8 million in 2021. The decrease was mainly due to lower earnings and a smaller reduction in working capital investment.

Cash from operating activities for the first nine months of 2022 was $7.0 million compared to $136.5 million in 2021. The decrease was mainly due to lower earnings and higher interest paid, partially offset by lower income tax paid.

Cash Flow from Investing Activities

Cash used in investing activities for the third quarter of 2022 was $85.6 million compared to $126.4 million in 2021. The decrease was mainly due to lower investment in long-term assets, partially offset by proceeds from a legal settlement in 2021.

For the first nine months of 2022, cash used in investing activities was $274.3 million compared to $496.6 million in 2021. The decrease was mainly due to lower investment in long-term assets, and the 2021 acquisition of a poultry facility, partially offset by proceeds from a legal settlement in 2021.

Cash Flow from Financing Activities

Cash provided by financing activities for the third quarter of 2022 was $23.3 million compared to $4.2 million in 2021. The increase was primarily due to higher drawings on the Credit Facility, partially offset by repurchase of shares under its NCIB program and fewer stock options exercised.

For the first nine months of 2022, cash provided by financing activities was $211.5 million compared to $332.8 million in 2021. The decrease was primarily due to lower drawings on the Credit Facility, partially offset by purchases of treasury stock and repurchase of shares under NCIB programs.

11. GOODWILL

At September 30, 2022, the Company performed impairment testing on the Plant Protein Cash Generating Unit ("CGU"). This test was triggered by the changes in macro-economic conditions which resulted in a significant increase in the discount rate of the Plant Protein CGU. This resulted in the Company recognizing non-cash impairment charges of $190.9 million related to goodwill during the third quarter, which represents 100% of the goodwill that was assigned to the Plant Protein Group.

Details of the test are contained in Note 6 of the Consolidated Interim Financial Statements.

12. FINANCIAL INSTRUMENTS

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

During the three months ended September 30, 2022, the Company recorded a pre-tax gain of $7.3 million (2021: gain of $0.3 million) on non-designated financial instruments held for trading.

During the nine months ended September 30, 2022, the Company recorded a pre-tax gain of $23.0 million (2021: loss of $9.2 million) on non-designated financial instruments held for trading.

During the three months ended September 30, 2022, the pre-tax amount of hedge ineffectiveness recognized in cost of goods sold was a gain of $0.0 million (2021: gain of $0.1 million).

During the nine months ended September 30, 2022, the pre-tax amount of hedge ineffectiveness recognized in cost of goods sold was a gain of $0.0 million (2021: gain of $0.1 million).

The table below sets out fair value measurements of derivative financial instruments as at September 30, 2022 using the fair value hierarchy:

($ thousands) *(Unaudited)*	Level 1	Level 2	Level 3	Total
Assets:				
Foreign exchange contracts	$ —	3,720	—	$ 3,720
Commodity contracts[(i)]	—	823	—	823
Interest rate swaps	—	27,459	—	27,459
	$ —	**32,002**	**—**	**$ 32,002**
Liabilities:				
Foreign exchange contracts	$ —	4,191	—	$ 4,191
Commodity contracts[(i)]	381	—	—	381
	$ 381	**4,191**	**—**	**$ 4,572**

(i) *Level 1 commodity contracts are net settled and recorded as a net asset or liability on the Consolidated Interim Balance Sheets.*

There were no transfers between levels for the three and nine months ended September 30, 2022 and September 30, 2021.

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 Company's 2021 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)

During the three months ended September 30, 2022, a loss of $0.1 million, net of tax of $0.0 million, was released to net (loss) earnings from accumulated other comprehensive income (loss) and included in the net change for the year (2021: gain of $1.8 million, net of tax of $0.6 million).

During the nine months ended September 30, 2022, a loss of $0.8 million, net of tax of $0.3 million, was released to net (loss) earnings from accumulated other comprehensive income (loss) and included in the net change for the year (2021: gain of $0.6 million, net of tax of $0.2 million).

During the three months ended September 30, 2022, the loss on the net investment hedge recorded in other comprehensive income (loss) was $20.8 million, net of tax of $3.9 million (2021: loss of $5.5 million, net of tax of $1.1 million).

During the nine months ended September 30, 2022, the loss on the net investment hedge recorded in other comprehensive income (loss) was $26.4 million, net of tax of $5.0 million (2021: gain of $1.8 million, net of tax of $0.4 million).

13. TRANSACTIONS WITH RELATED PARTIES

The Company sponsors a number of defined benefit, defined contribution and post-retirement benefit plans. During the three and nine months ended September 30, 2022, the Company contributed $7.8 million and $23.9 million (2021: $7.6 million and $28.6 million) to these plans.

The Company's largest shareholder is McCain Capital Inc. ("MCI"). The Company has been informed that Mr. Michael H. McCain, Chief Executive Officer and Executive Chair of the Company, is the controlling shareholder of MCI. For the three and nine months ended September 30, 2022, the Company received services from MCI and companies directly or indirectly owned by MCI in the amount of $0.2 million and $1.8 million (2021: $0.0 million and $0.0 million), which represented the market value of these transactions. As at September 30, 2022, $0.1 million (September 30, 2021: $0.0 million; December 31, 2021: $0.6 million) was owed to MCI and companies directly or indirectly owned by MCI relating to these transactions.

McCain Financial Advisory Services ("MFAS"), is an entity jointly controlled by individuals including Mr. Michael H. McCain. For the three and nine months ended September 30, 2022 and 2021, the Company provided services to and received services from, MFAS for a nominal amount which represented the market value of the transactions.

14. SHARE CAPITAL

As at November 2, 2022, there were 123,668,272 common shares issued and outstanding.

15. SUBSEQUENT EVENT

On November 6, 2022, the Company confirmed that it was experiencing a system outage linked to a cybersecurity incident. Upon learning of the incident, Maple Leaf took immediate action and engaged cybersecurity and recovery experts. Its team of information systems professionals and third-party experts are working diligently with all available resources to investigate the outage and resolve the situation. The Company is executing its business continuity plans as it works to restore the impacted systems; however, it expects that full resolution of the outage will take time and result in some operational and service disruptions. The Company is continuing to work with all its customers and suppliers to minimize these disruptions and mitigate the impact on its business and operational performance.

16. OTHER MATTERS

On November 7, 2022, the Board of Directors approved a quarterly dividend of $0.20 per share (an increase of $0.02 per share from the 2021 third quarter dividends), $0.80 per share on an annual basis, payable December 30, 2022 to shareholders of record at the close of business December 8, 2022. Unless indicated otherwise by the Company at or before the time the dividend is paid, the dividend will be considered an eligible dividend for the purposes of the "Enhanced Dividend Tax Credit System".

17. MAPLE LEAF CENTRE FOR ACTION ON FOOD SECURITY

The Maple Leaf Centre for Action on Food Security (the "Centre") is the primary expression of the Company's sustainability strategy pillar of better communities. The Centre is a registered charity working to reduce food insecurity through collaboration with other organizations and individuals, through advocating for critical policies and investing in programs required to make sustainable improvements in food security. Additional information regarding the Centre is available on its website at https://www.feedopportunity.com.

18. SUMMARY OF QUARTERLY RESULTS

The following is a summary of unaudited quarterly financial information for each quarter in the last two fiscal years:

	Third Quarter		Second Quarter		First Quarter		Fourth Quarter	
($ millions)[(i)(iv)] *(Unaudited)*	**2022**	2021	2022	2021	2022	2021	2021	2020
Sales								
Meat Protein Group	**$1,194.5**	$1,150.3	$1,160.2	$1,117.5	$1,089.4	$1,013.7	$1,085.2	$1,080.3
Plant Protein Group	**43.6**	48.0	40.8	48.1	44.9	42.6	45.5	52.5
Non-allocated[(ii)]	**(6.2)**	(9.7)	(5.9)	(6.7)	(7.7)	(3.2)	(10.2)	(3.6)
Total Sales	**$1,231.9**	$1,188.6	$1,195.1	$1,158.9	$1,126.6	$1,053.1	$1,120.5	$1,129.2
Gross profit								
Meat Protein Group	**$ 125.6**	$ 191.5	$ 136.0	$ 167.0	$ 131.0	$ 166.1	$ 152.2	$ 185.7
Plant Protein Group	**(9.8)**	(3.3)	(10.1)	0.3	(6.3)	0.1	(10.0)	0.3
Non-allocated[(ii)]	**(33.3)**	(0.1)	(38.7)	(31.7)	29.2	26.7	0.1	(5.7)
Total Gross profit	**$ 82.5**	$ 188.2	$ 87.2	$ 135.7	$ 153.9	$ 193.0	$ 142.3	$ 180.3
SG&A								
Meat Protein Group	**$ 82.9**	$ 85.9	$ 87.3	$ 81.2	$ 88.6	$ 87.1	$ 80.2	$ 94.2
Plant Protein Group	**19.9**	34.4	26.3	29.8	30.8	28.8	39.8	32.5
Total SG&A	**$ 102.8**	$ 120.3	$ 113.6	$ 110.9	$ 119.5	$ 115.9	$ 120.0	$ 126.8
Net Earnings (loss)	**$ (229.5)**	$ 44.5	$ (54.6)	$ 8.8	$ 13.7	$ 47.7	$ 1.9	$ 25.4
Earnings (Loss) Per Share								
Basic	**$ (1.86)**	$ 0.36	$ (0.44)	$ 0.07	$ 0.11	$ 0.39	$ 0.02	$ 0.20
Diluted	**$ (1.86)**	$ 0.35	$ (0.44)	$ 0.07	$ 0.11	$ 0.38	$ 0.01	$ 0.20
Adjusted Operating Earnings[(iii)]								
Meat Protein Group	**$ 53.6**	$ 107.6	$ 57.7	$ 87.3	$ 51.0	$ 79.6	$ 77.8	$ 92.0
Plant Protein Group	**(29.5)**	(37.1)	(34.0)	(29.1)	(34.9)	(28.1)	(47.8)	(32.3)
Total Adjusted Operating Earnings	**$ 24.1**	$ 70.6	$ 23.6	$ 58.3	$ 16.1	$ 51.5	$ 30.0	$ 59.8
Adjusted EBITDA[(iii)]								
Meat Protein Group	**$ 100.9**	$ 151.3	$ 104.1	$ 131.2	$ 97.5	$ 123.9	$ 120.7	$ 137.1
Plant Protein Group	**(24.3)**	(33.4)	(30.0)	(25.5)	(30.7)	(24.4)	(43.9)	(28.7)
Non-allocated[(ii)]	**—**	—	—	—	—	—	(0.4)	1.3
Total Adjusted EBITDA	**$ 76.7**	$ 118.0	$ 74.1	$ 105.7	$ 66.8	$ 99.5	$ 76.3	$ 109.6
Adjusted EBITDA Margin[(iii)]								
Meat Protein Group	**8.5 %**	13.2 %	9.0 %	11.7 %	9.0 %	12.2 %	11.1 %	12.7 %
Plant Protein Group	**(55.6)%**	(69.6)%	(73.6)%	(53.1)%	(68.4)%	(57.2)%	(96.6)%	(54.7)%
Total Adjusted EBITDA Margin	**6.2 %**	9.9 %	6.2 %	9.1 %	5.9 %	9.4 %	6.8 %	9.7 %

(i) *Totals may not add due to rounding.*

(ii) *Non-Allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Refer to section 22. Non-IFRS Financial Measures of this document.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

Fluctuations in quarterly sales can be attributed to changes in pricing, volume, sales mix, and the impact of foreign exchange translation.

Fluctuations in quarterly net earnings can be attributed to similar factors as noted above, pork and poultry industry processing margins, restructuring and other related costs, operating efficiencies, changes in the fair value of derivative and non-derivative financial instruments and biological assets, transitional costs incurred, provision adjustments, impairment losses, gains/losses on disposal of assets and changes in tax regulations.

For an explanation and analysis of quarterly results, refer to the Company's Management's Discussion and Analysis for each of the respective quarterly periods which are filed on SEDAR and also available on the Company's website at www.mapleleaffoods.com.

19. SIGNIFICANT ACCOUNTING POLICIES

Accounting Standards Adopted During the Period

Beginning on January 1, 2022, the Company adopted certain International Financial Reporting Standards ("IFRS") and amendments. As required by International Accounting Standard ("IAS") 8 *Accounting Policies, Changes in Accounting Estimates and Errors*, the nature and the effect of these changes are disclosed below:

Onerous Contracts - Cost of Fulfilling a Contract

Beginning January 1, 2022, the Company adopted the amendment to IAS 37 *Provisions, Contingent Liabilities and Contingent Assets*. The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to the contract can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling that contract. The adoption of the amendment did not have a material impact on the Consolidated Interim Financial Statements.

Annual Improvements to IFRS (2018-2020) Cycle

Beginning January 1, 2022, the Company adopted the narrow-scope amendments to three standards as part of the IASB annual improvement process. Amendments were made to clarify which fees an entity includes when it applies the '10 per cent' test in assessing whether to derecognize a financial liability in accordance with IFRS 9 *Financial instruments*. The amendments also remove the requirement in IAS 41 *Agriculture* for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. Lastly, an amendment was made to IFRS 1 *First-time Adoption of International Financial Reporting Standards* for subsidiaries as a first-time adopter. The adoption of the amendment did not have a material impact on the Consolidated Interim Financial Statements.

Accounting Pronouncements Issued But Not Yet Effective

Classification of Liabilities as Current or Non-current

On January 23, 2020, an amendment was issued to IAS 1 *Presentation of Financial Statements* to address inconsistencies with how entities classify current and non-current liabilities. The amendment serves to address whether debt and other liabilities with an uncertain settlement date should be classified as current or non-current in the Consolidated Interim Balance Sheets. This amendment is effective on January 1, 2023. The Company intends to adopt this amendment in its Consolidated Interim Financial Statements or the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Definition of Accounting Estimates (Amendments to IAS 8)

On February 12, 2021, the IASB issued *Definition of Accounting Estimates (Amendments to IAS 8)*. The amendments will require the disclosure of material accounting policy information rather than disclosing significant accounting policies and clarifies how to distinguish changes in accounting policies from changes in accounting estimates. The amendments are effective for annual periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Interim Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Disclosure Initiative – Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)

On February 12, 2021, the IASB issued *Disclosure Initiative – Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements)*. The amendments help companies provide useful accounting policy disclosures. The amendments are effective for annual periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Interim Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)

On May 7, 2021 the IASB issued *Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)*. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of IAS 12 *Income Taxes* (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The amendments are effective for annual reporting periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Interim Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)

On September 22, 2022 the IASB issued *Lease Liability in a Sale and Leaseback (Amendments to IFRS 16).* The amendments added subsequent measurement requirements for sale and leaseback transactions with variable payments. The amendments are effective for annual periods beginning on or after January 1, 2024. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2024. The extent of the impact of the adoption of this amendment has not yet been determined.

All other IFRSs and amendments issued but not yet effective have been assessed by the Company and are not expected to have a material impact on the Consolidated Financial Statements.

20. INTERNAL CONTROLS OVER FINANCIAL REPORTING

There has been no change in the Company's internal control over financial reporting during the period beginning on July 1, 2022 and ended on September 30, 2022, that has materially affected, or is reasonably likely to materially affect, its internal control over financial reporting.

21. OUTLOOK

Maple Leaf Foods is a leading consumer protein company, supported by a portfolio of market leading brands, a solid balance sheet and capital structure that provide financial flexibility. Over the last several years, the Company has developed a foundation to pursue compelling growth vectors across its business and to create value for all stakeholders.

Meat Protein Group

In Meat Protein, the Company's strategy is to drive profitable growth. Given the unprecedented market dynamics, marked by a challenging post-pandemic economy, the conflict in Europe, high inflation and significant market and supply chain disruption, Maple Leaf Foods expects that its Meat Protein Group will achieve the following:

- Mid-to-high single digit sales growth in 2022, driven by continued momentum in sustainable meats, leveraging brand leadership, and growth into the U.S. market.
- Adjusted EBITDA Margin expansion to a 14% - 16% target range once markets normalize including a pork complex in-line with the five year average.

Plant Protein Group

- In late 2021, the Company announced that it was re-evaluating its outlook for the Plant Protein Group and launching a comprehensive review of the overall plant protein category. This decision was driven by a pronounced slowdown in growth rates in the category, particularly in the second half of the year, which fueled the Company's imperative to identify and thoroughly assess the causes, near and long-term trends, and overall implications. While the Company's analysis is ongoing, the results to date confirm that the very high category growth rates previously predicted by many industry experts are unlikely to be achieved given current customer feedback, experience, buy rates and household penetration. Based on this new information, the Company believes that the category will continue to grow at more modest, but still attractive rates. Current estimates suggest that the category will grow at an average annual rate of 10% to 15%, making it a $6 billion to $10 billion market by 2030. Accordingly, the Company has pivoted its strategy and investment thesis for the Plant Protein Group and has set a new goal to deliver neutral or better Adjusted EBITDA in the latter half of 2023. Work is ongoing to implement this pivot. Given the current size of the Plant Protein Group of approximately US$150 million of annual revenue in 2021, the expected resultant business model from this strategy would deliver a 30% gross margin, with less than US$50 million in SG&A, to achieve the stated Adjusted EBITDA target. Based on the choices made in the second quarter and the current momentum in SG&A savings, the Company expects to reduce Adjusted EBITDA losses in the fourth quarter of 2022 by half compared to the same quarter of 2021.

Capital

- The Company currently estimates its capital expenditures for 2022 will be approximately $375 million with approximately 50% to be comprised of Construction Capital. This primarily relates to the completion of the London, Ontario poultry facility and other projects to add growth and capacity in areas such as expanding our raised without antibiotics hog barns, and beginning construction on the addition of a further processed poultry production line at the Brampton, Ontario Prepared Meats facility. The lower estimated capital spend for the year is primarily timing related.
- Going forward the Company distinguishes two types of capital expenditures. Maintenance capital consists of non-discretionary investment required to maintain the Company's existing operations and competitive position. Growth capital includes discretionary investments meant to create stakeholder value through initiatives that, for example, expand margins, increase capacities or create further competitive advantage. For 2023, the Company expects total capital expenditures to be in the $275

million to $325 million range. Approximately $150 million of that will be maintenance capital with the remainder being growth capital. This growth capital will mainly consist of an increase to further processed poultry capacity at the Prepared Meats plant in Brampton, Ontario, an increase in raised without antibiotics hog barn capacity, expanded capacity in the kits category, and upgrading smokehouse operations. The Company expects depreciation and amortization used in calculating Adjusted EBITDA for 2023 to be approximately $250 million compared to approximately $200 million in 2022 mainly as a result of large construction projects now coming on line.

- The Company expects the London, Ontario poultry facility to start to deliver approximately $100 million annually of additional Adjusted EBITDA once fully ramped up which is expected to be by the end of 2023. Additionally, the Company expects the Bacon Centre of Excellence to contribute approximately $30 million annually of additional Adjusted EBITDA once fully ramped up which is expected to be in the second half of 2023.

The ongoing effects of COVID-19 induced supply chain disruptions and the war in Ukraine are unpredictable and may impact a number of factors that drive growth in the business, including:

- Agricultural commodity and foreign exchange markets;
- Inflationary cost pressures;
- Disruptions in the global supply chain;
- Availability of labour; and
- The balance between retail and foodservice demand.

For more information on the impact of COVID-19 on the business and the associated risks, refer to section 2. Response to COVID-19, and for more information on the factors that may influence future performance, refer to section 23. Forward-Looking Statements.

The execution of the Company's financial and operational priorities are embedded in a commitment to deliver shared value for the benefit of all stakeholders. The Company’s guiding pillars to be the “Most Sustainable Protein Company on Earth” include Better Food, Better Care, Better Communities, Better Planet and are core to how Maple Leaf Foods conducts itself. To that end, the Company’s priorities include:

- *Better Food* - leading the real food movement and transitioning key brands to 100% “raised without antibiotics”.
- *Better Care* - further advancement of animal care, after achieving our transition of all sows under management to open housing systems in 2021.
- *Better Communities* - investing a minimum of approximately 1% of pre-tax profit to advance sustainable food security.
- *Better Planet* - continuing to amplify its commitment to carbon neutrality, while focusing on eliminating waste in any resources it consumes, including food, energy, water, packaging, and time.

22. NON-IFRS FINANCIAL MEASURES

The Company uses the following non-IFRS measures: Adjusted Operating Earnings, Adjusted Earnings per Share, Adjusted EBITDA, Adjusted EBITDA Margin, Construction Capital, Net Debt, Free Cash Flow and Return on Net Assets. Management believes that these non-IFRS measures provide useful information to investors in measuring the financial performance of the Company for the reasons outlined below. These measures do not have a standardized meaning prescribed by IFRS and therefore they may not be comparable to similarly titled measures presented by other publicly traded companies and should not be construed as an alternative to other financial measures determined in accordance with IFRS.

Adjusted Operating Earnings, Adjusted EBITDA and Adjusted EBITDA Margin

Adjusted Operating Earnings, Adjusted EBITDA and Adjusted EBITDA Margin are non-IFRS measures used by Management to evaluate financial operating results. Adjusted Operating Earnings is defined as earnings before other income, income taxes and interest expense adjusted for items that are not considered representative of ongoing operational activities of the business and items where the economic impact of the transactions will be reflected in earnings in future periods when the underlying asset is sold or transferred. Adjusted EBITDA is defined as Adjusted Operating Earnings plus depreciation and intangible asset amortization, adjusted for items included in other expense that are considered representative of ongoing operational activities of the business. Adjusted EBITDA Margin is calculated as Adjusted EBITDA divided by sales.

The table below provides a reconciliation of earnings (loss) before income taxes as reported under IFRS in the Consolidated Interim Financial Statements to Adjusted Operating Earnings and Adjusted EBITDA for the three and nine months ended September 30, 2022 as indicated below. Management believes that these non-IFRS measures are useful in assessing the performance of the Company's ongoing operations and its ability to generate cash flows to fund its cash requirements, including the Company's capital investment program.

	Three months ended September 30, 2022				Three months ended September 30, 2021			
($ millions)[i] *(Unaudited)*	**Meat Protein Group**	**Plant Protein Group**	**Non-Allocated**[ii]	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated[ii]	Total
Earnings (loss) before income taxes	**$ 39.4**	**(223.0)**	**(48.2)**	**$ (231.8)**	$ 105.3	(37.9)	(5.2)	$ 62.3
Interest expense and other financing costs	**—**	**—**	**14.5**	**14.5**	—	—	5.7	5.7
Impairment of goodwill	**—**	**190.9**	**—**	**190.9**	—	—	—	—
Other expense (income)	**1.2**	**2.1**	**0.5**	**3.7**	(0.6)	0.2	(0.6)	(1.0)
Restructuring and other related costs	**2.0**	**0.4**	**—**	**2.3**	0.8	—	—	0.8
Earnings (loss) from operations	**$ 42.6**	**(29.7)**	**(33.3)**	**$ (20.3)**	$ 105.6	(37.7)	(0.1)	$ 67.9
Start-up expenses from Construction Capital[iii][iv]	**11.0**	**0.2**	**—**	**11.2**	2.0	0.6	—	2.6
Change in fair value of biological assets	**—**	**—**	**31.5**	**31.5**	—	—	(6.6)	(6.6)
Unrealized loss on derivative contracts	**—**	**—**	**1.8**	**1.8**	—	—	6.7	6.7
Adjusted Operating Earnings[iv]	**$ 53.6**	**(29.5)**	**—**	**$ 24.1**	$ 107.6	(37.1)	—	$ 70.6
Depreciation and amortization[iv]	**48.5**	**5.2**	**—**	**53.8**	43.1	3.9	—	47.0
Items included in other income (expense) representative of ongoing operations[v]	**(1.2)**	**—**	**—**	**(1.2)**	0.6	(0.2)	—	0.4
Adjusted EBITDA[iv]	**$ 100.9**	**(24.3)**	**—**	**$ 76.7**	$ 151.3	(33.4)	—	$ 118.0
Adjusted EBITDA Margin[iv]	**8.5 %**	**(55.6)%**	**n/a**	**6.2 %**	13.2 %	(69.6)%	n/a	9.9 %

(i) *Totals may not add due to rounding.*

(ii) *Non-allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs can include training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

(v) *2022 primarily includes certain costs associated with sustainability projects, gains and losses on the sale of long-term assets, and other miscellaneous expenses. 2021 primarily includes certain costs associated with sustainability projects, gains and losses on the sale of long-term assets, legal settlements, and other miscellaneous expenses.*

($ millions)[i] (Unaudited)	Nine months ended September 30, 2022				Nine months ended September 30, 2021			
	Meat Protein Group	**Plant Protein Group**	**Non-Allocated[ii]**	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated[ii]	Total
Earnings (loss) before income taxes	**$ 123.7**	**(315.2)**	**(77.8)**	**$ (269.4)**	$ 268.3	(96.2)	(29.6)	$ 142.4
Interest expense and other financing costs	**—**	**—**	**33.0**	**33.0**	—	—	16.4	16.4
Impairment of goodwill	**—**	**190.9**	**—**	**190.9**	—	—	—	—
Other expense (income)	**4.6**	**2.2**	**2.1**	**8.8**	(1.4)	0.4	8.3	7.2
Restructuring and other related costs	**5.4**	**19.0**	**—**	**24.4**	3.7	—	—	3.7
Earnings (loss) from operations	**$ 133.6**	**(103.1)**	**(42.8)**	**$ (12.3)**	$ 270.5	(95.8)	(5.0)	$ 169.7
Start-up expenses from Construction Capital[iii][iv]	**28.7**	**4.8**	**—**	**33.4**	4.1	1.6	—	5.7
Change in fair value of biological assets	**—**	**—**	**42.1**	**42.1**	—	—	6.8	6.8
Unrealized loss (gain) on derivative contracts	**—**	**—**	**0.7**	**0.7**	—	—	(1.8)	(1.8)
Adjusted Operating Earnings[iv]	**$ 162.3**	**(98.4)**	**—**	**$ 63.9**	$ 274.6	(94.2)	—	$ 180.4
Depreciation and amortization[iv]	**144.9**	**13.5**	**—**	**158.4**	134.4	11.3	—	145.7
Items included in other income (expense) representative of ongoing operations[v]	**(4.6)**	**(0.1)**	**—**	**(4.7)**	(2.6)	(0.4)	—	(2.9)
Adjusted EBITDA[iv]	**$ 302.6**	**(85.0)**	**—**	**$ 217.6**	$ 406.4	(83.3)	—	$ 323.1
Adjusted EBITDA Margin[iv]	**8.8%**	**(65.7)%**	**n/a**	**6.1%**	12.4%	(60.1)%	n/a	9.5%

(i) *Totals may not add due to rounding.*

(ii) *Non-allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs can include training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

(v) *2022 primarily includes certain costs associated with sustainability projects, gains and losses on the sale of long-term assets, legal settlements, and other miscellaneous expenses. 2021 primarily includes certain costs associated with sustainability projects, gains and losses on the sale of long-term assets, legal settlements, and other miscellaneous expenses.*

Adjusted Earnings per Share

Adjusted Earnings per Share, a non-IFRS measure, is used by Management to evaluate financial operating results. It is defined as basic earnings per share and is adjusted on the same basis as Adjusted Operating Earnings. The table below provides a reconciliation of basic earnings per share as reported under IFRS in the Consolidated Interim Financial Statements to Adjusted Earnings per Share for the three and nine months ended September 30, as indicated below. Management believes this basis is the most appropriate on which to evaluate financial results as they are representative of the ongoing operations of the Company.

($ per share) (Unaudited)	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	**2022**	2021
Basic (loss) earnings per share	**$ (1.86)**	$ 0.36	**$ (2.18)**	$ 0.82
Impairment of goodwill	**1.54**	—	**1.54**	—
Restructuring and other related costs[(i)]	**0.01**	0.01	**0.17**	0.02
Items included in other expense not considered representative of ongoing operations[(ii)]	**0.02**	—	**0.03**	0.03
Start-up expenses from Construction Capital[(iii)(iv)]	**0.07**	0.02	**0.21**	0.04
Change in fair value of biological assets	**0.19**	(0.04)	**0.25**	0.04
Change in unrealized fair value on derivatives	**0.01**	0.04	**—**	(0.01)
Adjusted Earnings per Share[(iv)(v)]	**$ (0.01)**	$ 0.38	**$ 0.02**	$ 0.94

(i) *Includes per share impact of restructuring and other related costs, net of tax.*

(ii) *Primarily includes legal fees and provisions and transaction related costs, net of tax.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs can include training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparatives figures have been restated to conform with current year presentation.*

(v) *Totals may not add due to rounding.*

Construction Capital

Construction Capital, a non-IFRS measure, is used by Management to evaluate the amount of capital resources invested in specific strategic development projects that are not yet operational. It is defined as investments and related financing charges in projects over $50.0 million that are related to longer-term strategic initiatives, with no returns expected for at least 12 months from commencement of construction and the asset is re-categorized from Construction Capital once operational. The current balance of Construction Capital includes investments in the London, Ontario poultry production facility and in increased further processed poultry capacity in the Prepared Meats facility in Brampton, Ontario. The expansion of the Bacon Centre of Excellence in Winnipeg, Manitoba, was completed in the fourth quarter of 2021 and recategorized. Investments in capacity at the Walker Drive facility in Brampton, Ontario, and the plant protein production facilities in Indiana were completed in the first quarter of 2022 and have been recategorized. The following table is a summary of Construction Capital activity and debt financing for the periods indicated below.

($ thousands) *(Unaudited)*	**2022**	2021
Property and equipment and intangibles at January 1	**$ 2,554,483**	$ 2,062,683
Other capital and intangible assets at January 1[(i)]	**1,811,164**	1,622,094
Construction Capital at January 1	**$ 743,319**	$ 440,589
Additions[(ii)]	**54,776**	152,342
Transfers from Construction Capital	**(182,210)**	—
Construction Capital at March 31	**$ 615,885**	$ 592,931
Additions[(ii)]	**49,903**	127,822
Construction Capital at June 30	**$ 665,788**	$ 720,753
Additions[(ii)]	**47,789**	123,321
Construction Capital at September 30[(iii)(iv)]	**$ 713,577**	$ 844,074
Other capital and intangible assets at September 30[(i)]	**1,957,932**	1,632,404
Property and equipment and Intangibles at September 30	**$ 2,671,509**	$ 2,476,478

Construction Capital debt financing[(v)]	**$ 678,635**	$ 821,110

(i) *Other capital and intangible assets consists of property and equipment and intangibles that do not meet the definition of Construction Capital.*

(ii) *Certain comparative figures have been restated to conform with current year presentation.*

(iii) *As at September 30, 2022, the net book value of Construction Capital includes $3.3 million related to intangible assets (September 30, 2021: $3.2 million; December 31, 2021: $2.5 million).*

(iv) *Does not include $265.2 million in capital that has been transferred out but is still in the start-up stage (2021: $nil).*

(v) *Assumed to be fully funded by debt to the extent that the Company has Net Debt outstanding. Construction Capital debt financing excludes interest paid and capitalized.*

Net Debt

The following table reconciles Net Debt to amounts reported under IFRS in the Company's Consolidated Interim Financial Statements as at September 30, as indicated below. The Company calculates Net Debt as cash and cash equivalents, less long-term debt and bank indebtedness. Management believes this measure is useful in assessing the amount of financial leverage employed.

($ thousands) *(Unaudited)*	**As at September 30,**	
	2022	2021
Cash and cash equivalents	**$ 106,199**	$ 73,468
Current portion of long-term debt	**$ (712)**	$ (5,279)
Long-term debt	**(1,627,651)**	(1,157,736)
Total debt	**$(1,628,363)**	$(1,163,015)
Net Debt	**$(1,522,164)**	$(1,089,547)

Free Cash Flow

Free Cash Flow, a non-IFRS measure, is used by Management to evaluate cash flow after investing in the maintenance or expansion of the Company's asset base. It is defined as cash provided by operations, less cash additions to long-term assets and capitalized interest. The following table calculates Free Cash Flow for the periods indicated below:

($ thousands) *(Unaudited)*	Three months ended September 30, 2022	Three months ended September 30, 2021	Nine months ended September 30, 2022	Nine months ended September 30, 2021
Cash provided by operating activities	**$ 75,499**	$ 136,764	**$ 6,998**	$ 136,501
Additions to long-term assets	**(78,544)**	(136,346)	**(257,784)**	(458,586)
Interest paid and capitalized	**(7,019)**	(5,916)	**(16,639)**	(14,525)
Free Cash Flow	**$ (10,064)**	$ (5,498)	**$ (267,425)**	$ (336,610)

Return on Net Assets

Return on Net Assets ("RONA") is calculated by dividing tax effected earnings from operations (adjusted for items which are not considered representative of the underlying operations of the business) by average monthly net assets. Net assets are defined as total assets (excluding cash and deferred tax assets) less non-interest bearing liabilities (excluding deferred tax liabilities). Management believes that RONA is an appropriate basis upon which to evaluate long-term financial performance.

Quarterly Non-IFRS Financial Measures

	Three months ended June 30, 2022				Three months ended June 30, 2021			
($ millions)[(i)] *(Unaudited)*	**Meat Protein Group**	**Plant Protein Group**	**Non-Allocated**[(ii)]	**Total**	Meat Protein Group	Plant Protein Group	**Non-Allocated**[(ii)]	Total
Earnings (loss) before income taxes	**$ 46.4**	**(55.1)**	**(50.0)**	**$ (58.6)**	$ 86.7	(29.6)	(42.9)	$ 14.2
Interest expense and other financing costs	**—**	**—**	**10.8**	**10.8**	—	—	5.7	5.7
Other (income) expense	**1.9**	**0.1**	**0.5**	**2.5**	(2.0)	0.1	5.5	3.6
Restructuring and other related costs	**0.4**	**18.7**	**—**	**19.0**	1.2	—	—	1.2
Earnings (loss) from operations	**$ 48.6**	**(36.4)**	**(38.7)**	**$ (26.4)**	$ 85.9	(29.5)	(31.7)	$ 24.7
Start-up expenses from Construction Capital[(iii)(iv)]	**9.0**	**2.3**	**—**	**11.3**	1.5	0.4	—	1.9
Change in fair value of biological assets	**—**	**—**	**50.0**	**50.0**	—	—	51.9	51.9
Unrealized loss on derivative contracts	**—**	**—**	**(11.3)**	**(11.3)**	—	—	(20.2)	(20.2)
Adjusted Operating Earnings[(iv)]	**$ 57.7**	**(34.0)**	**—**	**$ 23.6**	$ 87.3	(29.1)	—	$ 58.3
Depreciation and amortization[(iv)]	**48.3**	**4.1**	**—**	**52.4**	45.8	3.7	—	49.4
Items included in other income (expense) representative of ongoing operations[(v)]	**(1.9)**	**(0.1)**	**—**	**(1.9)**	(1.9)	(0.1)	—	(2.0)
Adjusted EBITDA[(iv)]	**$ 104.1**	**(30.0)**	**—**	**$ 74.1**	$ 131.2	(25.5)	—	$ 105.7
Adjusted EBITDA Margin[(iv)]	**9.0 %**	**(73.6)%**	**n/a**	**6.2 %**	11.7 %	(53.1)%	n/a	9.1 %

($ millions)[i] *(Unaudited)*	**Three months ended March 31, 2022**				Three months ended March 31, 2021			
	Meat Protein Group	**Plant Protein Group**	**Non-Allocated**[ii]	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated[ii]	Total
Earnings (loss) before income taxes	**$ 37.8**	**(37.1)**	**20.4**	**$ 21.0**	$ 76.2	(28.7)	18.4	$ 65.9
Interest expense and other financing costs	**—**	**—**	**7.7**	**7.7**	—	—	5.0	5.0
Other expense (income)	**1.5**	**—**	**1.1**	**2.6**	1.1	0.1	3.3	4.5
Restructuring and other related costs	**3.0**	**—**	**—**	**3.0**	1.7	—	—	1.7
Earnings (loss) from operations	**$ 42.3**	**(37.1)**	**29.2**	**$ 34.4**	$ 79.0	(28.7)	26.7	$ 77.1
Start-up expenses from Construction Capital[iii][iv]	**8.7**	**2.2**	**—**	**10.9**	0.6	0.6	—	1.2
Change in fair value of biological assets	**—**	**—**	**(39.3)**	**(39.3)**	—	—	(38.5)	(38.5)
Unrealized loss on derivative contracts	**—**	**—**	**10.1**	**10.1**	—	—	11.8	11.8
Adjusted Operating Earnings[iv]	**$ 51.0**	**(34.9)**	**—**	**$ 16.1**	$ 79.6	(28.1)	—	$ 51.5
Depreciation and amortization[iv]	**48.0**	**4.2**	**—**	**52.3**	45.5	3.8	—	49.2
Items included in other income (expense) representative of ongoing operations[v]	**(1.5)**	**—**	**—**	**(1.5)**	(1.2)	(0.1)	—	(1.3)
Adjusted EBITDA[iv]	**$ 97.5**	**(30.7)**	**—**	**$ 66.8**	$ 123.9	(24.4)	—	$ 99.5
Adjusted EBITDA Margin[iv]	**9.0 %**	**(68.4)%**	**n/a**	**5.9 %**	12.2 %	(57.2)%	n/a	9.4 %

($ millions)[i] *(Unaudited)*	**Three months ended December 31, 2021**				Three months ended December 31, 2020			
	Meat Protein Group	**Plant Protein Group**	**Non-Allocated**[ii]	**Total**	Meat Protein Group	Plant Protein Group	Non-Allocated[ii]	Total
Earnings (loss) before income taxes	**$ 67.8**	**(49.9)**	**(10.7)**	**$ 7.3**	$ 89.4	(32.3)	(21.7)	$ 35.4
Interest expense and other financing costs	**—**	**—**	**6.5**	**6.5**	—	—	8.0	8.0
Other expense (income)	**3.0**	**0.1**	**4.2**	**7.3**	0.9	—	8.0	8.9
Restructuring and other related costs	**1.2**	**—**	**—**	**1.2**	1.2	—	—	1.2
Earnings (loss) from operations	**$ 72.0**	**(49.8)**	**0.1**	**$ 22.3**	$ 91.5	(32.3)	(5.7)	$ 53.5
Start-up expenses from Construction Capital[iii][iv]	**5.8**	**2.0**	**—**	**7.7**	0.5	—	—	0.5
Change in fair value of biological assets	**—**	**—**	**(0.3)**	**(0.3)**	—	—	(1.8)	(1.8)
Unrealized loss on derivative contracts	**—**	**—**	**0.2**	**0.2**	—	—	7.6	7.6
Adjusted Operating Earnings[iv]	**$ 77.8**	**(47.8)**	**—**	**$ 30.0**	$ 92.0	(32.3)	—	$ 59.8
Depreciation and amortization	**45.9**	**4.1**	**—**	**49.9**	46.5	3.6	—	50.0
Items included in other income (expense) representative of ongoing operations[v]	**(3.0)**	**(0.1)**	**(0.4)**	**(3.5)**	(1.4)	0.0	1.3	(0.2)
Adjusted EBITDA[iv]	**$ 120.7**	**(43.9)**	**(0.4)**	**$ 76.3**	$ 137.1	(28.7)	1.3	$ 109.6
Adjusted EBITDA Margin[iv]	**11.1 %**	**(96.6)%**	**n/a**	**6.8 %**	12.7 %	(54.7)%	n/a	9.7 %

(i) *Totals may not add due to rounding.*

(ii) *Non-allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs can include training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

(v) *2022 primarily includes certain costs associated with sustainability projects, gains and losses on the sale of long-term assets, legal settlements, and other miscellaneous expenses. 2021 primarily includes certain costs associated with sustainability projects, legal settlements, gains and losses on the sale of long-term assets, and other miscellaneous expenses. 2020 primarily includes certain costs associated with sustainability projects, legal settlements, gains and losses on the sale of long-term assets, and other miscellaneous expenses.*

23. FORWARD-LOOKING STATEMENTS

This document contains, and the Company's oral and written public communications often contain, "forward-looking information" within the meaning of applicable securities law. These statements are based on current expectations, estimates, projections, beliefs, judgments and assumptions based on information available at the time the applicable forward-looking statement was made and in light of the Company's experience combined with its perception of historical trends. Such statements include, but are not limited to, statements with respect to objectives and goals, in addition to statements with respect to beliefs, plans, targets, goals, objectives, expectations, anticipations, estimates, and intentions. Forward-looking statements are typically identified by words such as "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "could", "would", "believe", "plan", "intend", "design", "target", "undertake", "view", "indicate", "maintain", "explore", "entail", "schedule", "objective", "strategy", "likely", "potential", "outlook", "aim", "propose", "goal", and similar expressions suggesting future events or future performance. These statements are not guarantees of future performance and involve assumptions, risks and uncertainties that are difficult to predict.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in the forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements should not be unduly relied upon.

Specific forward-looking information in this document may include, but is not limited to, statements with respect to:

- implications of COVID-19, including implications for supply chain, workforce availability and consumption patterns;
- future performance, including future financial objectives, goals and targets, category growth analysis, expected capital spend and expected SG&A expenditures, North American pork market dynamics, Japan export market margin outlook, labour markets and inflationary pressures (including the ability to price for inflation);
- the execution of the Company's business strategy, including the development and expected timing of business initiatives, brand expansion and repositioning, plant protein category investment and performance, Japan market access, capital allocation decisions (including investment in share repurchases under the NCIB) and investment in potential growth opportunities and the expected returns associated therewith;
- the impact of international trade conditions and markets on the Company's business, including access to markets, implications associated with the spread of foreign animal disease (such as African Swine Fever ("ASF")) and other animal diseases such as Avian Influenza, as well as other social, economic and political factors that affect trade, including the war in Ukraine;
- the nature, cause and impact of the cybersecurity incident on its systems, business and operations, as well as the Company's ability to mitigate the financial and operational impact of the cybersecurity incident;
- competitive conditions and the Company's ability to position itself competitively in the markets in which it competes;
- capital projects, including planning, construction, estimated expenditures, schedules, approvals, expected capacity, in-service dates and anticipated benefits of construction of new facilities and expansions of existing facilities;
- the Company's dividend policy, including future levels and sustainability of cash dividends, the tax treatment thereof and future dividend payment dates;
- the impact of commodity prices and foreign exchange impacts on the Company's operations and financial performance, including the use and effectiveness of hedging instruments;
- expected future cash flows and the sufficiency thereof, sources of capital at attractive rates, future contractual obligations, future financing options, renewal of credit facilities, and availability of capital to fund growth plans, operating obligations and dividends;
- operating risks, including the execution, monitoring and continuous improvement of the Company's food safety programs, animal health initiatives, cost reduction initiatives, and service levels (including service level penalties);
- the implementation, cost and impact of environmental sustainability initiatives, as well as the anticipated future cost of remediating environmental liabilities;
- the adoption of new accounting standards and the impact of such adoption on the financial position of the Company;
- expectations regarding pension plan performance, including future pension plan assets, liabilities and contributions; and
- developments and implications of actual or potential legal actions.

Various factors or assumptions are typically applied by the Company in drawing conclusions or making the forecasts, projections, predictions or estimations set out in the forward-looking statements. These factors and assumptions are based on information currently available to the Company, including information obtained by the Company from third-party sources and include but are not limited to the following:

- expectations regarding the impact and future implications of COVID-19 and adaptations in operations, supply chain, customer and consumer behaviour, economic patterns (including but not limited to pork markets in North America and internationally), foreign exchange rates and international trade dynamics;
- the competitive environment, associated market conditions and market share metrics, category growth or contraction, the expected behaviour of competitors and customers and trends in consumer preferences;
- the success of the Company's business strategy, including execution of the strategy in the Meat Protein Group and the outcome of the category analysis related to the strategy for the Plant Protein Group;
- prevailing commodity prices, interest rates, tax rates and exchange rates;
- the timing and complexity of restoring systems impacted by the cybersecurity incident, the ability to operate without these systems, third party activities, ongoing impacts, customer, consumer and supplier responses and regulatory considerations;
- the impact of the war in Ukraine on international relations, trade and markets, as well as the economic condition of and the sociopolitical dynamics between Canada, the U.S., Japan and China, and the ability of the Company to access markets and source ingredients and other inputs in light of global sociopolitical disruption;
- the spread of foreign animal disease (including ASF and Avian Influenza), preparedness strategies to manage such spread, and implications for all protein markets;
- the availability of capital to fund future capital requirements associated with existing operations, assets and projects;
- expectations regarding participation in and funding of the Company's pension plans;
- the availability of insurance coverage to manage certain liability exposures;
- the extent of future liabilities and recoveries related to legal claims;
- prevailing regulatory, tax and environmental laws; and
- future operating costs and performance, including the Company's ability to achieve operating efficiencies and maintain high sales volumes, high turnover of inventories and high turnover of accounts receivable.

Readers are cautioned that these assumptions may prove to be incorrect in whole or in part. The Company's actual results may differ materially from those anticipated in any forward-looking statements.

Factors that could cause actual results or outcomes to differ materially from the results expressed, implied, or projected in the forward-looking statements contained in this document include, among other things, risks associated with the following:

- implications of COVID-19 on the operations and financial performance of the Company, as well the ongoing implications for macro socio-economic trends
- macro economic trends, including inflation, recessionary indicators, labour availability and labour market dynamics and international trade trends;
- competition, market conditions and the activities of competitors and customers, including the expansion or contraction of key categories (including plant protein), pork market dynamics and Japan export margins;
- the health status of livestock, including the impact of potential pandemics;
- international trade and access to markets and supplies, as well as social, political and economic dynamics, including the war in Ukraine;
- timing and ability to restore systems impacted by the cybersecurity event, actions of third parties, the effectiveness of business continuity planning and execution, ability to continue to operate without certain systems, ongoing actions of third parties and actions of customers, suppliers and consumers;
- availability of and access to capital;
- decision respecting the return of capital to shareholders;
- the execution of capital projects, including cost, schedule and regulatory variables, all of which impact epected returns on investment;
- food safety, consumer liability and product recalls;
- cyber security and the maintenance and operation of the Company's information systems and processes;
- climate change;
- strategic risk management, including the outcome of the analysis of the plant protein category;
- acquisitions and divestitures;
- fluctuations in the debt and equity markets;

- fluctuations in interest rates and currency exchange rates;
- pension assets and liabilities;
- cyclical nature of the cost and supply of hogs and the competitive nature of the pork market generally;
- the effectiveness of commodity and interest rate hedging strategies;
- impact of changes in the market value of the biological assets and hedging instruments;
- the supply management system for poultry in Canada;
- availability of plant protein ingredients;
- intellectual property, including product innovation, product development, brand strategy and trademark protection;
- consolidation of operations and focus on protein;
- the use of contract manufacturers;
- reputation;
- weather;
- compliance with government regulation and adapting to changes in laws;
- actual and threatened legal claims;
- consumer trends and changes in consumer tastes and buying patterns;
- environmental regulation and potential environmental liabilities;
- consolidation in the retail environment;
- employment matters, including complying with employment laws across multiple jurisdictions, the potential for work stoppages due to non-renewal of collective agreements, recruiting and retaining qualified personnel, reliance on key personnel and succession planning;
- pricing of products;
- managing the Company's supply chain;
- changes in International Financial Reporting Standards and other accounting standards that the Company is required to adhere to for regulatory purposes; and
- other factors as set out under the heading "Risk Factors" in the Company's Management Discussion and Analysis for the year ended December 31, 2021.

The Company cautions readers that the foregoing list of factors is not exhaustive.

Readers are further cautioned that some of the forward-looking information, such as statements concerning future capital expenditures, Adjusted EBITDA Margin growth in the Meat Protein Group, and Adjusted EBITDA target in the Plant Protein Group (including the timing, pace and impact of restructuring activities), may be considered to be financial outlooks for purposes of applicable securities legislation. These financial outlooks are presented to evaluate potential future earnings and anticipated future uses of cash flows and may not be appropriate for other purposes. Readers should not assume these financial outlooks will be achieved.

More information about risk factors can be found under the heading “Risk Factors” in the Company's Annual Management's Discussion and Analysis for the year ended December 31, 2021, that is available on SEDAR at www.sedar.com. The reader should review such section in detail. Additional information concerning the Company, including the Company's Annual Information Form, is available on SEDAR at www.sedar.com.

All forward-looking statements included herein speak only as of the date hereof. Unless required by law, the Company does not undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. All forward-looking statements contained herein are expressly qualified by this cautionary statement.

24. ABOUT MAPLE LEAF FOODS INC.

Maple Leaf Foods is a carbon neutral[(i)] company with a vision to be the most sustainable protein company on earth, responsibly producing 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® and Field Roast™. The Company employs approximately 14,000 people and does business primarily in Canada, the U.S. and Asia. The Company is headquartered in Mississauga, Ontario and its shares trade on the Toronto Stock Exchange (MFI).

(i) *See the Company's 2021 Sustainability Report that is available on the Maple Leaf Foods website at https://www.mapleleaffoods.com/sustainability.*

Consolidated Interim Financial Statements

Consolidated Interim Balance Sheets

(In thousands of Canadian dollars) *(Unaudited)*	***Notes***		**As at September 30, 2022**		As at September 30, 2021[(i)]		As at December 31, 2021
ASSETS							*(Audited)*
Cash and cash equivalents		**$**	**106,199**	$	73,468	$	162,031
Accounts receivable	***3***		**180,301**		200,544		167,082
Notes receivable	***3***		**61,301**		69,455		33,294
Inventories	***4***		**494,477**		432,502		409,677
Biological assets	***5***		**112,237**		131,257		138,209
Income taxes recoverable			**18,997**		1,830		1,830
Prepaid expenses and other assets			**56,104**		34,373		24,988
Assets held for sale			**604**		—		—
Total current assets		**$**	**1,030,220**	$	943,429	$	937,111
Property and equipment			**2,303,981**		2,107,506		2,189,165
Right-of-use assets			**165,729**		173,879		161,662
Investments			**23,912**		22,731		22,326
Other long-term assets			**21,859**		9,304		11,644
Deferred tax asset			**52,165**		31,822		39,907
Goodwill	***6***		**477,353**		658,938		658,673
Intangible assets	***7***		**367,528**		368,972		365,318
Total long-term assets		**$**	**3,412,527**	$	3,373,152	$	3,448,695
Total assets		**$**	**4,442,747**	$	4,316,581	$	4,385,806
LIABILITIES AND EQUITY							
Accounts payable and accruals		**$**	**549,723**	$	531,703	$	526,189
Current portion of provisions	***8***		**39,939**		773		842
Current portion of long-term debt	***9***		**712**		5,279		5,176
Current portion of lease obligations			**38,417**		38,664		31,375
Income taxes payable			**1,084**		31,592		23,853
Other current liabilities			**50,532**		56,966		81,265
Total current liabilities		**$**	**680,407**	$	664,977	$	668,700
Long-term debt	***9***		**1,627,651**		1,157,736		1,247,073
Lease obligations			**149,011**		149,475		144,391
Employee benefits			**74,808**		91,063		97,629
Provisions	***8***		**7,113**		44,504		44,650
Other long-term liabilities			**1,304**		4,742		1,057
Deferred tax liability			**172,494**		137,030		146,380
Total long-term liabilities		**$**	**2,032,381**	$	1,584,550	$	1,681,180
Total liabilities		**$**	**2,712,788**	$	2,249,527	$	2,349,880
Shareholders' equity							
Share capital	***10***	**$**	**852,872**	$	847,013	$	847,016
Retained earnings			**880,314**		1,234,975		1,212,244
Contributed surplus			**—**		11,694		5,371
Accumulated other comprehensive income (loss)			**22,689**		(7,890)		(2,459)
Treasury stock			**(25,916)**		(18,738)		(26,246)
Total shareholders' equity		**$**	**1,729,959**	$	2,067,054	$	2,035,926
Total liabilities and equity		**$**	**4,442,747**	$	4,316,581	$	4,385,806

[(i)] *Restated, see Note 17.*

See accompanying Notes to the Consolidated Interim Financial Statements.

Consolidated Interim Statements of Net (Loss) Earnings

(In thousands of Canadian dollars, except share amounts) *(Unaudited)*	***Notes***	**Three months ended September 30, 2022**	Three months ended September 30, 2021	**Nine months ended September 30, 2022**	Nine months ended September 30, 2021
Sales		**$ 1,231,855**	$ 1,188,643	**$ 3,553,541**	$ 3,400,587
Cost of goods sold		**1,149,394**	1,000,485	**3,229,978**	2,883,819
Gross profit		**$ 82,461**	$ 188,158	**$ 323,563**	$ 516,768
Selling, general and administrative expenses		**102,800**	120,263	**335,865**	347,067
(Loss) earnings before the following:		**$ (20,339)**	$ 67,895	**$ (12,302)**	$ 169,701
Restructuring and other related costs	***8***	**2,332**	840	**24,389**	3,698
Other expense (income)		**3,733**	(965)	**8,809**	7,194
Impairment of goodwill	***6***	**190,911**	—	**190,911**	—
(Loss) earnings before interest and income taxes		**$ (217,315)**	$ 68,020	**$ (236,411)**	$ 158,809
Interest expense and other financing costs	***12***	**14,494**	5,683	**32,996**	16,362
(Loss) earnings before income taxes		**$ (231,809)**	$ 62,337	**$ (269,407)**	$ 142,447
Income tax (recovery) expense		**(2,333)**	17,858	**994**	41,502
Net (loss) earnings		**$ (229,476)**	$ 44,479	**$ (270,401)**	$ 100,945
(Loss) earnings per share attributable to common shareholders:	***13***				
Basic (loss) earnings per share		**$ (1.86)**	$ 0.36	**$ (2.18)**	$ 0.82
Diluted (loss) earnings per share		**$ (1.86)**	$ 0.35	**$ (2.18)**	$ 0.80
Weighted average number of shares (millions):	***13***				
Basic		**123.7**	123.5	**123.9**	123.4
Diluted		**123.7**	125.5	**123.9**	125.7

See accompanying Notes to the Consolidated Interim Financial Statements.

Consolidated Interim Statements of Other Comprehensive Income (Loss)

(In thousands of Canadian dollars) *(Unaudited)*	**Three months ended September 30,** **2022**	2021	**Nine months ended September 30,** **2022**	2021
Net (loss) earnings	**$ (229,476)**	$ 44,479	**$ (270,401)**	$ 100,945
Other comprehensive (loss) income				
Actuarial (losses) gains that will not be reclassified to profit or loss (Net of tax of $6.0 million and $7.6 million; 2021: $0.9 million and $25.8 million)	**$ (17,221)**	$ 2,556	**$ 22,185**	$ 75,717
Items that are or may be reclassified subsequently to profit or loss:				
Change in fair value of investments (Net of tax of $0.0 million; 2021: $1.0 million)	**$ —**	$ 2,945	**$ —**	$ 2,945
Change in accumulated foreign currency translation adjustment (Net of tax of $0.0 million and $0.0 million; 2021: $0.0 million and $0.0 million)	**26,976**	6,267	**35,068**	$ (3,883)
Change in foreign exchange on long-term debt designated as a net investment hedge (Net of tax of $3.9 million and $5.0 million; 2021: $1.1 million and $0.4 million)	**(20,825)**	(5,456)	**(26,350)**	1,826
Change in cash flow hedges (Net of tax of $1.6 million and $5.6 million; 2021: $0.7 million and $1.7 million)	**4,543**	(2,157)	**16,430**	4,636
Total items that are or may be reclassified subsequently to profit or loss	**$ 10,694**	$ 1,599	**$ 25,148**	$ 5,524
Total other comprehensive income (loss)	**$ (6,527)**	$ 4,155	**$ 47,333**	$ 81,241
Comprehensive (loss) income	**$ (236,003)**	$ 48,634	**$ (223,068)**	$ 182,186

See accompanying Notes to the 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**	**Unrealized gains and losses on cash flow hedges**	**Unrealized gains on fair value of investments**	**Treasury stock**	**Total equity**
Balance at December 31, 2021		**$ 847,016**	**1,212,244**	**5,371**	**2,037**	**(7,441)**	**2,945**	**(26,246)**	**$2,035,926**
Net loss		**—**	**(270,401)**	**—**	**—**	**—**	**—**	**—**	**(270,401)**
Other comprehensive income (loss)(ii)		**—**	**22,185**	**—**	**8,718**	**16,430**	**—**	**—**	**47,333**
Dividends declared ($0.60 per share)		**—**	**(74,533)**	**—**	**—**	**—**	**—**	**—**	**(74,533)**
Share-based compensation expense	***14***	**—**	**—**	**16,945**	**—**	**—**	**—**	**—**	**16,945**
Modification of stock compensation plan	***14***	**—**	**—**	**(3,594)**	**—**	**—**	**—**	**—**	**(3,594)**
Deferred taxes on share-based compensation		**—**	**—**	**(2,125)**	**—**	**—**	**—**	**—**	**(2,125)**
Exercise of stock options		**5,888**	**—**	**(1,289)**	**—**	**—**	**—**	**—**	**4,599**
Shares re-purchased	***10***	**(8,333)**	**—**	**(19,231)**	**—**	**—**	**—**	**—**	**(27,564)**
Shares purchased by RSU trust		**—**	**—**	**—**	**—**	**—**	**—**	**(7,500)**	**(7,500)**
Settlement of share-based compensation		**—**	**—**	**(15,560)**	**—**	**—**	**—**	**7,830**	**(7,730)**
Change in obligation for repurchase of shares	***10***	**8,301**	**(9,181)**	**19,483**	**—**	**—**	**—**	**—**	**18,603**
Balance at September 30, 2022		**$ 852,872**	**880,314**	**—**	**10,755**	**8,989**	**2,945**	**(25,916)**	**$1,729,959**

(In thousands of Canadian dollars) (Unaudited)	*Notes*	Share capital	Retained earnings	Contributed surplus	Accumulated other comprehensive income (loss)(i): Foreign currency translation adjustment	Unrealized gains and losses on cash flow hedges	Unrealized gains on fair value of investments	Treasury stock	Total equity
Balance at December 31, 2020		$ 838,969	1,124,973	5,866	3,002	(16,416)	—	(23,930)	$1,932,464
Net earnings		—	100,945	—	—	—	—	—	100,945
Other comprehensive income (loss)(ii)		—	75,717	—	(2,057)	4,636	2,945	—	81,241
Dividends declared ($0.54 per share)		—	(66,660)	—	—	—	—	—	(66,660)
Share-based compensation expense	*14*	—	—	17,738	—	—	—	—	17,738
Deferred taxes on share-based compensation		—	—	(450)	—	—	—	—	(450)
Exercise of stock options	*14*	8,711	—	—	—	—	—	—	8,711
Settlement of share-based compensation		—	—	(9,679)	—	—	—	5,192	(4,487)
Change in obligation for repurchase of shares		(667)	—	(1,781)	—	—	—	—	(2,448)
Balance at September 30, 2021		$ 847,013	1,234,975	11,694	945	(11,780)	2,945	(18,738)	$2,067,054

(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 Consolidated Interim Financial Statements.

Consolidated Interim Statements of Cash Flows

(In thousands of Canadian dollars) *(Unaudited)*	***Notes***	**Three months ended September 30, 2022**	Three months ended September 30, 2021	**Nine months ended September 30, 2022**	Nine months ended September 30, 2021
CASH PROVIDED BY (USED IN):					
Operating activities					
Net (loss) earnings		**$ (229,476)**	$ 44,479	**$ (270,401)**	$ 100,945
Add (deduct) items not affecting cash:					
Change in fair value of biological assets	***5***	**31,451**	(6,630)	**42,104**	6,779
Depreciation and amortization		**57,602**	47,800	**172,032**	148,201
Share-based compensation	***14***	**2,727**	8,509	**16,485**	17,738
Deferred income taxes		**1,803**	(7,824)	**6,615**	(17,694)
Income tax current		**(4,136)**	25,682	**(5,621)**	59,196
Interest expense and other financing costs	***12***	**14,494**	5,683	**32,996**	16,362
Loss on sale of long-term assets		**104**	1,226	**1,686**	1,919
Impairments		**192,954**	—	**209,010**	436
Change in fair value of non-designated derivatives		**(6,872)**	6,042	**(19,407)**	(2,375)
Change in net pension obligation		**2,496**	3,620	**6,938**	3,594
Net income taxes paid		**(3,371)**	(10,545)	**(29,858)**	(57,248)
Interest paid, net of capitalized interest	***12***	**(4,026)**	(5,373)	**(34,414)**	(16,766)
Change in provision for restructuring and other related costs	***8***	**(1,810)**	(156)	**1,648**	(224)
Change in derivatives margin		**(2,379)**	4,888	**(2,698)**	4,492
Other		**(2,548)**	(4,631)	**(10,361)**	(5,989)
Change in non-cash operating working capital		**26,486**	23,994	**(109,756)**	(122,865)
Cash provided by operating activities		**$ 75,499**	$ 136,764	**$ 6,998**	$ 136,501
Investing activities					
Additions to long-term assets		**$ (78,544)**	$ (136,346)	**$ (257,784)**	$ (458,586)
Interest paid and capitalized	***12***	**(7,019)**	(5,916)	**(16,639)**	(14,525)
Acquisition of business	***17***	**—**	(1,777)	**—**	(41,928)
Proceeds from sale of long-term assets		**6**	—	**123**	768
Purchase of investments		**—**	(3,184)	**—**	(3,184)
Proceeds from legal settlement		**—**	20,822	**—**	20,822
Cash used in investing activities		**$ (85,557)**	$ (126,401)	**$ (274,300)**	$ (496,633)
Financing activities					
Dividends paid		**$ (24,759)**	$ (22,285)	**$ (74,533)**	$ (66,660)
Net increase in long-term debt	***9***	**84,527**	29,333	**340,474**	419,055
Payment of lease obligation		**(8,859)**	(9,125)	**(26,949)**	(27,806)
Receipt of lease inducement		**—**	—	**6,847**	—
Exercise of stock options		**—**	6,782	**4,599**	8,711
Repurchase of shares		**(27,564)**	—	**(27,564)**	—
Purchase of treasury stock		**—**	—	**(7,500)**	—
Payment of financing fees		**(59)**	(478)	**(3,904)**	(528)
Cash provided by financing activities		**$ 23,286**	$ 4,227	**$ 211,470**	$ 332,772
Increase (decrease) in cash and cash equivalents		**$ 13,228**	$ 14,590	**$ (55,832)**	$ (27,360)
Cash and cash equivalents, beginning of period		**92,971**	58,878	**162,031**	100,828
Cash and cash equivalents, end of period		**$ 106,199**	$ 73,468	**$ 106,199**	$ 73,468

See accompanying Notes to the Consolidated Interim Financial Statements.

Notes to the Consolidated Interim Financial Statements

(Tabular amounts in thousands of Canadian dollars unless otherwise indicated)
Three and Nine Months Ended September 30, 2022 and 2021

1. THE COMPANY

Maple Leaf Foods Inc. (“Maple Leaf Foods” or the "Company") is a carbon neutral[(i)] company with a vision to be the most sustainable protein company on earth, responsibly producing 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® and Field Roast™. The Company's portfolio includes prepared meats, ready-to-cook and ready-to-serve meals, snacks kits, 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 ("Consolidated Interim Financial Statements") of the Company as at and for the three and nine months ended September 30, 2022 include the accounts of the Company and its subsidiaries. The Company's results are organized into two segments: the Meat Protein Group and the Plant Protein Group.

(i) *See the Company's 2021 Sustainability Report that is available on the Maple Leaf Foods website at https://www.mapleleaffoods.com/sustainability.*

2. SIGNIFICANT ACCOUNTING POLICIES

The Consolidated Interim Financial Statements should be read in conjunction with the Company’s 2021 annual audited consolidated financial statements ("2021 Consolidated Financial Statements").

(a) Statement of Compliance

The Consolidated Interim Financial Statements have been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* ("IAS 34") 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 2021 Consolidated Financial Statements, except for new standards adopted during the nine months ended September 30, 2022 as described below.

The Consolidated Interim Financial Statements were authorized for issue by the Board of Directors on November 7, 2022.

(b) Accounting Standards Adopted During the Period

Beginning on January 1, 2022, the Company adopted certain International Financial Reporting Standards ("IFRS") and amendments. As required by IAS 34 and IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*, the nature and the effect of these changes are disclosed below:

Onerous Contracts - Cost of Fulfilling a Contract

Beginning January 1, 2022, the Company adopted the amendment to IAS 37 *Provisions, Contingent Liabilities and Contingent Assets*. The amendment specifies that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to the contract can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling that contract. The adoption of the amendment did not have a material impact on the Consolidated Interim Financial Statements.

Annual Improvements to IFRS (2018-2020) Cycle

Beginning January 1, 2022, the Company adopted the narrow-scope amendments to three standards as part of the IASB annual improvement process. Amendments were made to clarify which fees an entity includes when it applies the ‘10 per cent’ test in assessing whether to derecognize a financial liability in accordance with IFRS 9 *Financial instruments*. The amendments also remove the requirement in IAS 41 *Agriculture* for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. Lastly, an amendment was made to IFRS 1 *First-time Adoption of International Financial Reporting Standards* for subsidiaries as a first-time adopter. The adoption of the amendment did not have a material impact on the Consolidated Interim Financial Statements.

(c) Accounting Pronouncements Issued But Not Yet Effective

Classification of Liabilities as Current or Non-current

On January 23, 2020, an amendment was issued to IAS 1 *Presentation of Financial Statements* to address inconsistencies with how entities classify current and non-current liabilities. The amendment serves to address whether debt and other liabilities with an uncertain settlement date should be classified as current or non-current in the consolidated balance sheets. This amendment is effective on January 1, 2023. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Definition of Accounting Estimates (Amendments to IAS 8)

On February 12, 2021, the IASB issued *Definition of Accounting Estimates (Amendments to IAS 8)*. The amendments will require the disclosure of material accounting policy information rather than disclosing significant accounting policies and clarifies how to distinguish changes in accounting policies from changes in accounting estimates. The amendments are effective for annual periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Disclosure Initiative – Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)

On February 12, 2021, the IASB issued *Disclosure Initiative – Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements)*. The amendments help companies provide useful accounting policy disclosures. The amendments are effective for annual periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)

On May 7, 2021 the IASB issued *Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)*. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of IAS 12 *Income Taxes* (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The amendments are effective for annual reporting periods beginning on or after January 1, 2023. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2023. The adoption of this amendment is not expected to have a material impact on the Consolidated Financial Statements.

Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)

On September 22, 2022 the IASB issued *Lease Liability in a Sale and Leaseback (Amendments to IFRS 16).* The amendments added subsequent measurement requirements for sale and leaseback transactions with variable payments. The amendments are effective for annual periods beginning on or after January 1, 2024. The Company intends to adopt this amendment in its Consolidated Financial Statements for the annual period beginning January 1, 2024. The extent of the impact of the adoption of this amendment has not yet been determined.

All other IFRSs and amendments issued but not yet effective have been assessed by the Company and are not expected to have a material impact on the Consolidated Financial Statements.

3. ACCOUNTS RECEIVABLE

	As at September 30, 2022	As at September 30, 2021	As at December 31, 2021
Trade receivables	**$ 154,622**	$ 170,697	$ 122,030
Less: Allowance for doubtful accounts	**(1,769)**	(2,315)	(2,041)
Net trade receivables	**$ 152,853**	$ 168,382	$ 119,989
Other receivables:			
Commodity taxes receivable	**15,929**	16,326	13,188
Government receivable	**929**	4,838	17,871
Other	**10,590**	10,998	16,034
	$ 180,301	$ 200,544	$ 167,082

The aging of trade receivables is as follows:

	As at September 30, 2022	As at September 30, 2021	As at December 31, 2021
Current	**$ 122,565**	$ 138,366	$ 94,110
Past due 0-30 days	**26,354**	24,947	20,088
Past due 31-60 days	**2,265**	2,664	3,473
Past due > 60 days	**3,438**	4,720	4,359
	$ 154,622	$ 170,697	$ 122,030

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 trade receivables.

On June 24, 2022, the Company amended its accounts receivable securitization facility (the "Securitization Facility") by extending the maturity to June 24, 2024. The maximum cash advance available to the Company under the Securitization Facility is $135.0 million (September 30, 2021: $120.0 million; December 31, 2021: $120.0 million). The Securitization Facility provides cash funding with a proportion of the Company's receivables being sold, and provides the Company with competitively priced financing and further diversifies its funding sources. Under the Securitization 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 September 30, 2022, trade accounts receivable being serviced under this program amounted to $196.3 million (September 30, 2021: $168.7 million; December 31, 2021: $145.6 million). In return for the sale of its trade receivables, the Company will receive cash of $135.0 million (September 30, 2021: $120.0 million; December 31, 2021: $112.3 million) and notes receivable in the amount of $61.3 million (September 30, 2021: $48.7 million; December 31, 2021: $33.3 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 September 30, 2022, the Company recorded a net payable in the amount of $0.0 million (September 30, 2021: $20.8 million net receivable; December 31, 2021: $7.7 million net payable) in accounts payable and accruals (September 30, 2021: notes receivable; December 31, 2021: accounts payable and accruals).

The sale of trade receivables under the Securitization Facility are treated as a sale from an accounting perspective and as a result, trade receivables sold under this facility are derecognized from the unaudited condensed consolidated interim balance sheets ("Consolidated Interim Balance Sheets") as at September 30, 2022 and 2021 and the 2021 annual audited consolidated balance sheet as at December 31, 2021.

4. INVENTORIES

	As at September 30, 2022	As at September 30, 2021	As at December 31, 2021
Raw materials	**$ 78,892**	$ 69,818	$ 73,580
Work in process	**43,613**	39,978	33,964
Finished goods	**276,990**	239,575	217,937
Packaging	**24,954**	21,816	20,752
Spare parts	**70,028**	61,315	63,444
	$ 494,477	$ 432,502	$ 409,677

For the three months ended September 30, 2022, inventory in the amount of $1,003.0 million (2021: $948.7 million) was expensed through cost of goods sold.

For the nine months ended September 30, 2022, inventory in the amount of $2,878.6 million (2021: $2,669.1 million) was expensed through cost of goods sold.

As at September 30, 2022, inventories have been reduced by $14.4 million (September 30, 2021: $9.1 million; December 31, 2021: $10.7 million) as a result of write-downs to net realizable value. The write-downs are included in the amount expensed through cost of goods sold.

5. BIOLOGICAL ASSETS

The change in fair value of commercial hog stock for the three months ended September 30, 2022 was a loss of $31.5 million (2021: gain of $6.6 million) and was recorded in cost of goods sold.

The change in fair value of commercial hog stock for the nine months ended September 30, 2022 was a loss of $42.1 million (2021: loss of $6.8 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 for the three and nine months ended September 30, 2022 and September 30, 2021.

6. GOODWILL

The Company performs impairment testing annually during the fourth quarter, or in any quarter during which there is a trigger to test for impairment of a Cash Generating Unit ("CGU") group to which goodwill is allocated.

At September 30, 2022, the Company performed impairment testing on the Plant Protein CGU group. This test was triggered by changes in macro-economic conditions which resulted in a significant increase in the discount rate. This test resulted in the Company recognizing non-cash impairment charges of $190.9 million related to goodwill.

For the purposes of impairment testing, goodwill is allocated to the Meat Protein and Plant Protein CGU groups, being the groups expected to benefit from the synergies of each business combination in which the goodwill arose.

Changes in the carrying amount of goodwill, by segment, were:

	Meat Protein Group	**Plant Protein Group**
Balance at December 31, 2021	**$ 477,353**	**$ 181,320**
Impairment loss	**—**	**(190,911)**
Foreign currency translation	**—**	**9,591**
Balance at September 30, 2022	**$ 477,353**	**$ —**

Impairment testing involves determining the recoverable amount of the CGU group to which goodwill is allocated and comparing this to the carrying value of the CGU group. The measurement of the recoverable amount of the Plant Protein CGU group was calculated based on fair value less costs to sell. Fair value was determined by discounting the future anticipated cash flows generated from the continuing use of the Plant Protein CGU group. The fair value measurement was categorized as a Level 3 fair value based on the inputs in the valuation technique used. The calculation of the fair value based on discounting the future cash flows was built on the following key assumptions:

- Cash inflows and outflows were projected for five-years based on the Company's long-term business plan. Cash flows for a further perpetual period were extrapolated using a growth rate declining to 3.0% over seven years.
- The business plan contains forecasts based on past experience of actual operating results in conjunction with anticipated future growth projections. A continued slowdown of the long-term growth rates of the Plant Protein CGU group was realized for the nine-months ended September 30, 2022. While the forecast does assume some base business expansion, the primary engine of growth is strategic in nature and is consistent with the projects and expectations as articulated in the Company's strategic plan and outlook.
- The discount rate applied in determining the recoverable amount of the Plant Protein CGU group was 12.8%. The discount rate was estimated based on the weighted average cost of capital of the Plant Protein CGU group and other competitors in the industry.

The value assigned to the key assumptions represent Management's assessment of future trends in the industry in which the Plant Protein CGU group operates and are based on both external and internal sources, historical trends and other relevant data.

7. INTANGIBLE ASSETS

	As at September 30, 2022	As at September 30, 2021	As at December 31 2021
Definite life	**$ 181,699**	$ 188,150	$ 184,576
Indefinite life	**185,829**	180,822	180,742
Total intangible assets	**$ 367,528**	$ 368,972	$ 365,318

The Company performs impairment testing on its indefinite life intangible assets annually during the fourth quarter, or in any quarter during which there is a trigger to test for impairment. As at September 30, 2022 based on the triggers described in relation to goodwill in Note 6, the Company also performed testing of the indefinite life intangibles associated with the Plant Protein CGU group.

Impairment testing of indefinite life intangibles is consistent with the impairment testing for goodwill as previously described in Note 6, which involves determining the recoverable amount of each indefinite life intangible asset and comparing this to the asset's carrying value.

The indefinite life intangible assets are allocated between the Meat Protein and Plant Protein CGU groups as follows:

CGU Group	**As at September 30, 2022**	As at September 30, 2021	As at December 31 2021
Meat Protein	**$ 126,412**	$ 126,412	$ 126,412
Plant Protein	**59,417**	54,410	54,330
Total indefinite life intangible assets	**$ 185,829**	$ 180,822	$ 180,742

Indefinite life intangible assets within the Plant Protein CGU group are comprised of trademarks. The recoverable amount of these trademarks was calculated using the royalty savings approach, which involved present valuing the royalties earned by similar trademarks. The key assumptions used in this determination were:

	2022	2021
Royalty rate	**1.5 - 3.0%**	1.5 - 3.0%
Terminal growth rate	**3.0%**	3.0%
Discount rate	**12.8%**	12.2%

Compared to the test completed during the fourth quarter of 2021, a decrease in risk associated with lower future sales projections, which are in line with the Company's current business plan, was more than offset by the changes in the macro-economic environment including the risk-free rate. No impairment of the intangible assets related to the Plant Protein CGU group resulted from comparing the carrying value of the indefinite life intangible assets to their recoverable amount determined through the royalty savings approach.

8. PROVISIONS

	Legal	Environ-mental	Restructuring and related provisions: Severance and other employee related costs	Restructuring and related provisions: Site closing and other cash costs	Total
Balance at December 31, 2021[(i)]	**$ 650**	**2,449**	**42,344**	**49**	**$ 45,492**
Charges	—	—	3,997	6	4,003
Reversals	—	—	(2,132)	—	(2,132)
Cash payments	(20)	(37)	(103)	(55)	(215)
Balance at March 31, 2022	**$ 630**	**2,412**	**44,106**	**—**	**$ 47,148**
Charges	—	—	3,004	468	3,472
Reversals	—	—	(1,681)	—	(1,681)
Cash payments	—	(16)	(46)	—	(62)
Balance at June 30, 2022	**$ 630**	**2,396**	**45,383**	**468**	**$ 48,877**
Charges	—	—	1,378	24	1,402
Reversals	—	—	(653)	—	(653)
Cash payments	—	(15)	(2,086)	(525)	(2,626)
Foreign currency translation	—	—	19	33	52
Balance at September 30, 2022	**$ 630**	**2,381**	**44,041**	**—**	**$ 47,052**
Current					$ 39,939
Non-current					7,113
Total at September 30, 2022					**$ 47,052**

(i) *Balance as at December 31, 2021, includes current portion of $0.8 million and non-current portion of $44.7 million.*

	Legal	Environ-mental	Restructuring and related provisions: Severance and other employee related costs	Restructuring and related provisions: Site closing and other cash costs	Total
Balance at December 31, 2020	$ 739	2,621	42,338	61	$ 45,759
Charges	—	—	1,009	—	1,009
Reversals	—	(140)	(313)	—	(453)
Cash payments	—	(8)	(607)	(49)	(664)
Balance at March 31, 2021	$ 739	2,473	42,427	12	$ 45,651
Charges	—	—	717	37	754
Reversals	(89)	—	(340)	—	(429)
Cash payments	—	(13)	(522)	—	(535)
Balance at June 30, 2021	$ 650	2,460	42,282	49	$ 45,441
Charges	—	—	562	—	562
Reversals	—	—	(543)	—	(543)
Cash payments	—	(8)	(175)	—	(183)
Balance at September 30, 2021	$ 650	2,452	42,126	49	$ 45,277
Current					$ 773
Non-current					44,504
Total at September 30, 2021					$ 45,277

Restructuring and Other Related Costs

During the three months ended September 30, 2022, the Company recorded restructuring and other related costs of $2.3 million (2021: $0.8 million). The $2.3 million consists of $0.3 million in the Plant Protein Group and $2.0 million in the Meat Protein Group. The $0.3 million (2021: $0.0 million) in the Plant Protein Group is related to severance and other employee related costs, as the Company changes focus and reorganizes SG&A and manufacturing operations in response to slower than previously anticipated segment growth. Of the $2.0 million in the Meat Protein Group, $1.6 million (2021: $0.8 million) related to accelerated depreciation and $0.4 million (2021: $0.0 million) related to severance and other employee costs related to the previously announced future closures of the Brampton, Toronto, St. Mary's, and Schomberg poultry plants.

During the nine months ended September 30, 2022, the Company recorded restructuring and other related costs of $24.4 million (2021: $3.7 million). The $24.4 million consists of $19.0 million in the Plant Protein Group and $5.4 million in the Meat Protein Group. Of the $19.0 million in the Plant Protein Group is $15.9 million (2021: $0.0 million) related to asset impairment and $3.1 million (2021: $0.0 million) related to severance and other employee related costs, as the Company changes focus and reorganizes SG&A and manufacturing operations in response to slower than previously anticipated segment growth. Of the $5.4 million in the Meat Protein Group, $4.1 million (2021: $2.6 million) related to accelerated depreciation and $1.3 million (2021: $0.7 million) related to severance and other employee costs as a result of the announced future closure of the Schomberg poultry plant as well as the previously announced future closures of the Brampton, Toronto, and St. Mary's poultry plants. The remaining amount of $0.4 million in 2021 were employee related costs for other organizational restructuring initiatives.

9. LONG-TERM DEBT

	As at September 30, 2022	As at September 30, 2021	As at December 31, 2021
Revolving line of credit	**$ 905,084**	$ 470,000	$ 555,219
U.S. term credit	**366,177**	335,318	334,828
Canadian term credit	**350,000**	350,000	350,000
Government loans	**7,102**	7,697	12,202
Total long-term debt	**$ 1,628,363**	$ 1,163,015	$ 1,252,249
Current	**$ 712**	$ 5,279	$ 5,176
Non-current	**1,627,651**	1,157,736	1,247,073
Total long-term debt	**$ 1,628,363**	$ 1,163,015	$ 1,252,249

On June 29, 2022, the Company renewed its syndicated sustainability-linked credit facility (the "Credit Facility"). The Company extended the maturity date of the $1,300.0 million unsecured committed revolving line of credit to June 29, 2027, and extended the maturity dates of the US$265.0 million and $350.0 million unsecured committed term credit facilities to June 29, 2027 and June 29, 2026, respectively. The Credit 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 based on the Secured Overnight Financing Rate ("SOFR") for U.S. dollar loans. The Credit Facility is intended to meet the Company's funding requirements for capital investments in addition to providing appropriate levels of liquidity for general corporate purposes. The interest rate on the Credit Facility may be adjusted up or down based on the Company's performance compared to specified sustainability targets.

In addition to the drawings on the revolving facility and the term credit, as at September 30, 2022 the Company had drawn letters of credit of $8.4 million on the Credit Facility (September 30, 2021: $8.1 million; December 31, 2021: $8.2 million).

The Credit Facility requires the maintenance of certain covenants. As at September 30, 2022, the Company was in compliance with all of these covenants. The primary financial covenant requires that the Company maintain a total debt to capitalization ratio below a specified threshold.

The Company has additional uncommitted credit facilities for issuing letters of credit up to a maximum of $125.0 million (September 30, 2021: $125.0 million; December 31, 2021: $125.0 million). As at September 30, 2022, $58.6 million in letters of credit had been issued thereon (September 30, 2021: $66.8 million; December 31, 2021: $66.8 million).

The Company has various government loans on specific projects. As at September 30, 2022, these loans are non-interest bearing facilities (September 30, 2021: 0.0% to 2.9%; December 31, 2021: 0.0% to 2.9%). These specific facilities are repayable over various terms and are maturing from 2024 to 2032. As at September 30, 2022, $7.1 million (September 30, 2021: $7.7 million; December 31, 2021: $12.2 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 in the respective years:

	Three months ended September 30,		**Nine months ended September 30,**	
	2022	2021	**2022**	2021
Total long-term debt, beginning of period	**$ 1,514,153**	$ 1,127,100	**$ 1,252,249**	$ 745,948
Revolving and term credit facilities - net drawings	**$ 85,194**	$ 30,000	**$ 345,839**	$ 420,000
Government loans - repayments	**(667)**	(667)	**(5,365)**	(945)
Total cash flow from long-term debt financing activities	**$ 84,527**	$ 29,333	**$ 340,474**	$ 419,055
Foreign exchange revaluation	**$ 29,615**	$ 6,506	**$ 35,375**	$ (2,226)
Other non-cash changes	**68**	76	**265**	238
Total non-cash changes	**$ 29,683**	$ 6,582	**$ 35,640**	$ (1,988)
Total long-term debt, end of period	**$ 1,628,363**	$ 1,163,015	**$ 1,628,363**	$ 1,163,015

10. SHARE CAPITAL

Share Repurchase

On May 20, 2022 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 7.5 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 25, 2022 and will terminate on May 24, 2023, or on such earlier date as the Company completes its purchases pursuant to the notice of intention. Under this bid, during the three and nine months ended September 30, 2022, 1.2 million shares at an average price of $22.97 per share were repurchased for cancellation.

On May 20, 2021 the TSX accepted the Company's notice of intention to commence a NCIB, allowing the Company to repurchase, at its discretion, up to 7.5 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 25, 2021 and terminated on May 24, 2022. Under this bid, during the nine months ended September 30, 2022, no shares were repurchased for cancellation. During the three and nine months ended September 30, 2021, no shares were purchased for cancellation.

On May 21, 2020 the TSX accepted the Company's notice of intention to commence an NCIB, allowing the Company to repurchase, at its discretion, up to 7.5 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 25, 2020 and was terminated on May 24, 2021. During the three and nine months ended September 30, 2021, no shares were purchased for cancellation.

The Company entered into an Automatic Share Purchase Plan ("ASPP") with a broker that allows the purchase of common shares for cancellation under the NCIB at any time during predetermined trading blackout periods. As at September 30, 2022, an obligation for the repurchase of shares of $30.5 million (September 30, 2021: $32.3 million, December 31, 2021: $49.1 million) was recognized under the ASPP.

11. FINANCIAL INSTRUMENTS

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

The fair values and notional amounts of derivative financial instruments as at September 30 are shown below:

	2022			2021		
		Fair value			Fair value	
	Notional amount(i)	**Asset(ii)**	**Liability(ii)**	Notional amount(i)	Asset(ii)	Liability(ii)
Cash flow hedges						
Foreign exchange contracts	**$ 22,327**	**$ —**	**$ 739**	$ 14,340	$ 8	$ 220
Interest rate swaps	**$ 501,177**	**17,386**	**—**	$ 470,318	—	11,023
		$ 17,386	**$ 739**		$ 8	$ 11,243
Fair value hedges(iii)						
Foreign exchange contracts	**$ 22,928**	**$ —**	**$ 1,593**	$ 50,326	$ 101	$ 651
Commodity contracts	**$ 22,097**	**2,292**	**—**	$ 45,633	—	3,719
		$ 2,292	**$ 1,593**		$ 101	$ 4,370
Derivatives not designated in a formal hedging relationship						
Interest rate swaps	**$ 552,978**	**$ 10,073**	**$ —**	$ —	$ —	$ —
Foreign exchange contracts	**$ 128,328**	**$ 3,720**	**$ 1,859**	$ 265,038	$ 2,095	$ 1,168
Commodity contracts	**$ 407,363**	**823**	**2,673**	$ 292,278	2,334	—
		$ 14,616	**$ 4,532**		$ 4,429	$ 1,168
Total fair value		**$ 34,294**	**$ 6,864**		$ 4,538	$ 16,781
Current(ii)(iv)		**$ 28,455**	**$ 6,864**		$ 4,538	$ 12,039
Non-current(ii)		**5,839**	**—**		—	4,742
Total fair value		**$ 34,294**	**$ 6,864**		$ 4,538	$ 16,781

(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 prepaid expenses and other assets and other current liabilities, respectively, in the Consolidated Interim Balance Sheets and will impact profit or loss at various dates within the next 12 months. The non-current 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) *As at September 30, 2022, the above fair value of current assets has been decreased by $0.5 million (September 30, 2021: increased by $2.2 million; December 31, 2021: decreased by $0.5 million), and the above fair value of current liabilities has been decreased by $2.4 million (September 30, 2021: decreased by $3.7 million; December 31, 2021: decreased by $0.0 million) on the Consolidated Interim Balance Sheets, representing the difference in the fair market value of exchange traded commodity contracts and the initial margin requirements. The difference in margin requirements and fair market value is net settled in cash each day with the futures exchange and is recorded within cash and cash equivalents.*

During the three months ended September 30, 2022, the Company recorded a pre-tax gain of $7.3 million (2021: gain of $0.3 million) on non-designated financial instruments held for trading.

During the nine months ended September 30, 2022, the Company recorded a pre-tax gain of $23.0 million (2021: loss of $9.2 million) on non-designated financial instruments held for trading.

During the three months ended September 30, 2022, the pre-tax amount of hedge ineffectiveness recognized in cost of goods sold was a gain of $0.0 million (2021: gain of $0.1 million).

During the nine months ended September 30, 2022, the pre-tax amount of hedge ineffectiveness recognized in cost of goods sold was a gain of $0.0 million (2021: gain of $0.1 million).

The table below sets out fair value measurements of derivative financial instruments as at September 30, 2022 using the fair value hierarchy:

	Level 1	Level 2	Level 3	Total
Assets:				
Foreign exchange contracts	$ —	3,720	—	$ 3,720
Commodity contracts[(i)]	—	823	—	823
Interest rate swaps	—	27,459	—	27,459
	$ —	**32,002**	**—**	**$ 32,002**
Liabilities:				
Foreign exchange contracts	$ —	4,191	—	$ 4,191
Commodity contracts[(i)]	381	—	—	381
	$ 381	**4,191**	**—**	**$ 4,572**

[(i)] *Level 1 commodity contracts are net settled and recorded as a net asset or liability on the Consolidated Interim Balance Sheets.*

There were no transfers between levels for the three and nine months ended September 30, 2022 and September 30, 2021.

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 2021 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 $8.1 million, net of tax of $2.8 million, of the unrealized gain included in accumulated other comprehensive income (loss) will be reclassified into net (loss) 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 September 30, 2022, a loss of $0.1 million, net of tax of $0.0 million, was released to net (loss) earnings from accumulated other comprehensive income (loss) and included in the net change for the year (2021: gain of $1.8 million, net of tax of $0.6 million).

During the nine months ended September 30, 2022, a loss of $0.8 million, net of tax of $0.3 million, was released to net (loss) earnings from accumulated other comprehensive income (loss) and included in the net change for the year (2021: gain of $0.6 million, net of tax of $0.2 million).

As at September 30, 2022, the Company had US$265.0 million (September 30, 2021: US$265.0 million; December 31, 2021: US$265.0 million) drawn on the Credit Facility 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 accumulated other comprehensive income (loss) 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 September 30, 2022, the loss on the net investment hedge recorded in other comprehensive income (loss) was $20.8 million, net of tax of $3.9 million (2021: loss of $5.5 million, net of tax of $1.1 million).

During the nine months ended September 30, 2022, the loss on the net investment hedge recorded in other comprehensive income (loss) was $26.4 million, net of tax of $5.0 million (2021: gain of $1.8 million, net of tax of $0.4 million).

12. INTEREST EXPENSE AND OTHER FINANCING COSTS

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021	**2022**	2021
Interest on borrowings from credit facility	**$ 18,096**	$ 8,149	**$ 39,573**	$ 20,012
Interest on lease obligations	**1,377**	1,560	**4,331**	5,433
Interest on securitized receivables	**946**	313	**1,879**	809
Interest on government loans	**69**	76	**265**	237
Amortization of deferred financing charges	**407**	416	**1,239**	1,265
Credit facility standby fees and other interest	**618**	1,085	**2,348**	3,131
	$ 21,513	$ 11,599	**$ 49,635**	$ 30,887
Interest paid and capitalized	**(7,019)**	(5,916)	**(16,639)**	(14,525)
	$ 14,494	$ 5,683	**$ 32,996**	$ 16,362

Interest paid during the three and nine months ended September 30, 2022 was $11.0 million and $51.1 million (2021: $11.3 million and $31.3 million).

13. (LOSS) EARNINGS PER SHARE

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

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

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

	2022			2021		
Three months ended September 30,	**Net loss**	**Weighted average number of shares**[(i)]	**EPS**	Net earnings	Weighted average number of shares[(i)]	EPS
Basic	**$ (229,476)**	**123.7**	**$ (1.86)**	$ 44,479	123.5	$ 0.36
Stock options[(ii)]		**—**			2.0	
Diluted	**$ (229,476)**	**123.7**	**$ (1.86)**	$ 44,479	125.5	$ 0.35
Nine months ended September 30,						
Basic	**$ (270,401)**	**123.9**	**$ (2.18)**	$ 100,945	123.4	$ 0.82
Stock options[(ii)]		**—**			2.3	
Diluted	**$ (270,401)**	**123.9**	**$ (2.18)**	$ 100,945	125.7	$ 0.80

[(i)] *In millions.*

[(ii)] *Excludes the effect of approximately 6.3 million (2021: 3.4 million) options and performance shares that are anti-dilutive for the three months ended September 30, 2022 and 5.0 million (2021: 3.4 million) for the nine months ended September 30, 2022 that are anti-dilutive.*

14. SHARE-BASED PAYMENT

Stock Options

A summary of the status of the Company's outstanding stock options nine months ended September 30 are presented below:

	2022		2021	
	Options outstanding	**Weighted average exercise price**	Options outstanding	Weighted average exercise price
Outstanding at January 1	**6,076,750**	**$ 26.22**	5,889,550	$ 25.48
Granted	**730,500**	**$ 28.20**	1,241,250	$ 25.10
Exercised	**(164,970)**	**$ 22.53**	(63,900)	$ 21.26
Outstanding at March 31	**6,642,280**	**$ 26.53**	7,066,900	$ 25.45
Granted	**—**	**$ —**	10,500	$ 25.10
Exercised	**(355,200)**	**$ 22.52**	(24,050)	$ 23.04
Forfeited	**—**	**$ —**	(11,100)	$ 28.38
Outstanding at June 30	**6,287,080**	**$ 26.76**	7,042,250	$ 25.46
Exercised	**—**	**$ —**	(334,400)	$ 20.28
Forfeited	**(90,600)**	**$ 26.21**	—	$ —
Outstanding at September 30	**6,196,480**	**$ 26.77**	6,707,850	$ 25.72
Options currently exercisable	**4,237,280**	**$ 27.25**	4,142,350	$ 26.26

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 nine months ended September 30, 2022 and 2021 are shown in the table below(i):

	Nine months ended September 30,	
	2022	2021
Share price at grant date	**$29.91**	$26.38
Exercise price	**$28.20**	$25.10
Expected volatility	**28.4%**	26.4%
Option life (in years)(ii)	**4.5**	4.5
Expected dividend yield	**3.3%**	2.7%
Risk-free interest rate(iii)	**2.0%**	0.8%

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

(ii) *Expected weighted average life.*

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

There were no stock options granted during the three months ended September 30, 2022 (2021: $0.0 million). Expenses relating to current and prior year options during the three months ended September 30, 2022 were $1.2 million (2021: $1.4 million).

The fair value of options granted during the nine months ended September 30, 2022 was $4.2 million (2021: $5.8 million). Expenses relating to current and prior year options during the nine months ended September 30, 2022 were $3.5 million (2021: $3.9 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 and for the nine months ended September 30 are presented below:

	2022		2021	
	Share units outstanding	**Weighted average fair value at grant**	Share units outstanding	Weighted average fair value at grant
Outstanding at January 1	**1,742,421**	**$ 23.59**	1,550,135	$ 24.99
Granted	**659,980**	**$ 27.11**	548,050	$ 24.12
Forfeited	**(4,307)**	**$ 23.79**	(4,760)	$ 23.45
Outstanding at March 31	**2,398,094**	**$ 24.56**	2,093,425	$ 24.76
Granted	**39,940**	**$ 24.70**	—	$ —
Distributed	**(498,842)**	**$ 26.52**	(319,791)	$ 30.61
Forfeited	**(18,414)**	**$ 23.90**	(54,933)	$ 27.98
Outstanding at June 30	**1,920,778**	**$ 24.06**	1,718,701	$ 23.57
Granted	**28,720**	**$ 18.01**	24,760	$ 24.79
Forfeited	**(63,792)**	**$ 25.25**	(1,040)	$ 24.12
Outstanding September 30	**1,885,706**	**$ 23.93**	1,742,421	$ 23.59

The fair value of RSUs and PSUs granted during the three months ended September 30, 2022 was $0.5 million (2021: $0.5 million). Expenses for the three months ended September 30, 2022 relating to current and prior year RSUs and PSUs, were $0.7 million (2021: $6.7 million), of which includes a net reduction in expense of $0.4 million (2021: $0.0 million) related to cash settled units and the remainder of the net expense will be settled in shares.

The fair value of RSUs and PSUs granted during the nine months ended September 30, 2022 was $16.4 million (2021: $11.9 million). Expenses for the nine months ended September 30, 2022 relating to current and prior year RSUs and PSUs were $11.7 million (2021: $13.0 million), of which $0.1 million (2021: $0.0 million) will be paid in cash and the remainder settled in shares.

During the nine months ended September 30, 2022 the Company stated its intention to settle a portion of the outstanding Restricted Share Units and Performance Share Units in cash, and an amount of $3.7 million was re-classified from equity to other liabilities. The total liability recorded for these units is $1.3 million.

The key assumptions used in the valuation of fair value of RSUs granted during the nine months ended September 30, 2022 and 2021 are shown in the table below[(i)]:

	2022	2021
Expected RSU life (in years)	**3.1**	3.1
Forfeiture rate	**15.4%**	13.8%
Risk-free interest rate[(ii)]	**2.1%**	0.5%

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

[(ii)] *Based on Government of Canada bonds.*

Deferred Share Units

Expenses for the three and nine months ended September 30, 2022 relating to director share units were $0.4 million and $1.3 million (2021: $0.4 million and $0.8 million).

15. SEGMENTED FINANCIAL INFORMATION

The Company has two reportable segments. As described below, these segments offer different products, with separate organizational structures, brands, financial, and marketing strategies. The Company's chief operating decision makers regularly review internal reports for these businesses; performance of the Meat Protein Group is based on revenue growth, Adjusted Operating Earnings and Adjusted EBITDA, while the performance of the Plant Protein Group is based predominately on revenue growth rates, gross margin optimization and controlling selling, general and administrative ("SG&A") investment levels, which generate high revenue growth rates, with the short term focus on obtaining Adjusted EBITDA neutral or better results. Refer to section 22. Non-IFRS Financial Measures, of the Company's Management's Discussion and Analysis for the three and nine months ended September 30, 2022, for the definitions of these non-IFRS financial measures. The operations of each segment are described as follows:

(a) The Meat Protein Group is comprised of prepared meats, ready-to-cook and ready-to-serve meals, and value-added fresh pork and poultry products that are sold to retail, foodservice and industrial channels, and agricultural operations in pork and poultry. The Meat Protein Group includes leading brands such as Maple Leaf®, Maple Leaf Prime®, Maple Leaf Natural Selections®, Schneiders®, Schneiders® Country Naturals®, Mina®, Greenfield Natural Meat Co.®, and many leading regional brands.

(b) The Plant Protein Group is comprised of refrigerated plant protein products, premium grain-based protein and vegan cheese products sold to retail, foodservice and industrial channels. The Plant Protein Group includes the brands Lightlife® and Field Roast™.

	Three months ended September 30, 2022				Three months ended September 30, 2021			
	Meat Protein Group	**Plant Protein Group**	**Non-Allocated*(i)***	**Total*(ii)***	Meat Protein Group	Plant Protein Group	Non-Allocated*(i)*	Total*(ii)*
Sales	**$1,194,465**	**43,593**	**(6,202)**	**$1,231,855**	$1,150,338	47,967	(9,662)	$1,188,643
Gross profit (loss)	**$ 125,556**	**(9,822)**	**(33,272)**	**$ 82,461**	$ 191,483	(3,263)	(62)	$ 188,158
Selling, general and administrative expenses	**$ 82,948**	**19,853**	**—**	**$ 102,800**	$ 85,859	34,404	—	$ 120,263
Earnings (loss) before income taxes	**$ 39,448**	**(223,007)**	**(48,249)**	**$ (231,808)**	$ 105,345	(37,857)	(5,151)	$ 62,337
Interest expense and other financing costs	**—**	**—**	**14,494**	**14,494**	—	—	5,683	5,683
Impairment of goodwill	**—**	**190,911**	**—**	**190,911**	—	—	—	—
Other expense (income)	**1,189**	**2,061**	**483**	**3,733**	(561)	190	(594)	(965)
Restructuring and other related costs	**1,971**	**360**	**—**	**2,332**	840	—	—	840
Earnings (loss) from operations	**$ 42,609**	**(29,675)**	**(33,272)**	**$ (20,339)**	$ 105,624	(37,667)	(62)	$ 67,895
Start-up expenses from Construction Capital*(iii)(iv)*	**10,994**	**222**	**—**	**11,216**	2,022	573	—	2,595
Change in fair value of biological assets	**—**	**—**	**31,451**	**31,451**	—	—	(6,630)	(6,630)
Unrealized loss (gain) on derivative contracts	**—**	**—**	**1,820**	**1,820**	—	—	6,692	6,692
Adjusted Operating Earnings*(iv)*	**$ 53,602**	**(29,452)**	**—**	**$ 24,148**	$ 107,646	(37,094)	—	$ 70,552
Depreciation and amortization*(iv)*	**48,535**	**5,244**	**—**	**53,779**	43,112	3,915	—	47,027
Items included in other (expense) income representative of ongoing operations	**(1,189)**	**(43)**	**—**	**(1,232)**	562	(191)	—	371
Adjusted EBITDA*(iv)*	**$ 100,948**	**(24,251)**	**—**	**$ 76,695**	$ 151,320	(33,370)	—	$ 117,950

(i) *Non-Allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment’s operating results.*

(ii) *Totals may not add due to rounding.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs include but are not limited to training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

	Nine months ended September 30, 2022				Nine months ended September 30, 2021			
	Meat Protein Group	**Plant Protein Group**	**Non-Allocated(i)**	**Total(ii)**	Meat Protein Group	Plant Protein Group	Non-Allocated(i)	Total(ii)
Sales	**$3,444,073**	**129,295**	**(19,826)**	**$3,553,541**	$3,281,509	138,648	(19,570)	$3,400,587
Gross profit (loss)	**$ 392,486**	**(26,161)**	**(42,761)**	**$ 323,563**	$ 524,622	(2,854)	(5,000)	$ 516,768
Selling, general and administrative expenses	**$ 258,898**	**76,967**	**—**	**$ 335,865**	$ 254,112	92,955	—	$ 347,067
Earnings (loss) before income taxes	**$ 123,650**	**(315,217)**	**(77,837)**	**$ (269,406)**	$ 268,259	(96,165)	(29,647)	$ 142,447
Interest expense and other financing costs	**—**	**—**	**32,996**	**32,996**	—	—	16,362	16,362
Impairment of goodwill	**—**	**190,911**	**—**	**190,911**	—	—	—	—
Other expense (income)	**4,563**	**2,165**	**2,080**	**8,809**	(1,447)	356	8,285	7,194
Restructuring and other related costs	**5,375**	**19,013**	**—**	**24,389**	3,698	—	—	3,698
Earnings (loss) from operations	**$ 133,588**	**(103,128)**	**(42,761)**	**$ (12,302)**	$ 270,510	(95,809)	(5,000)	$ 169,701
Start-up expenses from Construction Capital(iii)(iv)	**28,668**	**4,759**	**—**	**33,427**	4,087	1,569	—	5,656
Change in fair value of biological assets	**—**	**—**	**42,104**	**42,104**	—	—	6,779	6,779
Unrealized loss (gain) on derivative contracts	**—**	**—**	**657**	**657**	—	—	(1,779)	(1,779)
Adjusted Operating Earnings(iv)	**$ 162,256**	**(98,369)**	**—**	**$ 63,886**	$ 274,597	(94,240)	—	$ 180,357
Depreciation and amortization(iv)	**144,867**	**13,544**	**—**	**158,411**	134,359	11,323	—	145,682
Items included in other (expense) income representative of ongoing operations	**(4,563)**	**(147)**	**—**	**(4,710)**	(2,568)	(356)	—	(2,924)
Adjusted EBITDA(iv)	**$ 302,560**	**(84,972)**	**—**	**$ 217,588**	$ 406,388	(83,273)	—	$ 323,115

(i) *Non-Allocated includes eliminations of inter-segment sales and associated cost of goods sold, and non-allocated costs which are comprised of income and expenses not separately identifiable to reportable segments or are not part of the measures used by the Company when assessing a segment's operating results.*

(ii) *Totals may not add due to rounding.*

(iii) *Start-up expenses are temporary costs as a result of operating new facilities that are or have been classified as Construction Capital. These costs include but are not limited to training, product testing, yield and labour efficiency variances, duplicative overheads and other temporary expenses required to ramp-up production.*

(iv) *Certain comparative figures have been restated to conform with current year presentation.*

The following summarizes capital expenditures by segments:

	Three months ended September 30,		**Nine months ended September 30,**	
	2022	2021	**2022**	2021
Meat Protein Group	**$ 71,040**	$ 128,277	**$ 235,134**	$ 420,563
Plant Protein Group	**1,781**	21,213	**9,305**	75,072
Non-allocated capital expenditures	**3,430**	3,455	**10,887**	8,800
Total capital expenditures	**$ 76,251**	$ 152,945	**$ 255,326**	$ 504,435

Information About Geographic Areas

The following summarizes sales by country of origin:

	Three months ended September 30,		Nine months ended September 30,	
	2022	2021[(i)]	**2022**	2021[(i)]
Canada	**$ 940,496**	$ 879,827	**$ 2,657,327**	$ 2,493,450
U.S.	**152,290**	147,075	**449,379**	413,047
Japan	**84,947**	111,585	**285,990**	316,726
Other	**54,122**	50,156	**160,845**	177,364
Sales	**$ 1,231,855**	$ 1,188,643	**$ 3,553,541**	$ 3,400,587

(i) *Certain comparatives figures have been restated to conform with current year presentation.*

The following summarizes the location of non-current assets by country:

	As at September 30, 2022	As at September 30, 2021	As at December 31, 2021
Canada	**$ 3,025,921**	$ 2,865,924	$ 2,910,048
U.S.	**312,262**	454,616	478,062
Other	**711**	1,048	963
Total non-current assets[(i)]	**$ 3,338,894**	$ 3,321,588	$ 3,389,073

(i) *Excludes financial instruments, investments designated as financial instruments, employee benefits, and deferred tax assets.*

Information About Major Customers

For the three months ended September 30, 2022, the Company reported Meat and Plant Protein sales to two customers representing 12.0% and 11.7% (2021: 11.9% and 10.7%) of total sales. No other sales were made to any one customer that represented in excess of 10.0% of total sales.

For the nine months ended September 30, 2022, the Company reported Meat and Plant Protein sales to two customers representing 11.6% and 11.5% (2021: 12.2% and 11.2%) of total sales. No other sales were made to any one customer that represented in excess of 10.0% of total sales.

16. RELATED PARTY TRANSACTIONS

The Company sponsors a number of defined benefit, defined contribution and post-retirement benefit plans. During the three and nine months ended September 30, 2022, the Company contributed $7.8 million and $23.9 million (2021: $7.6 million and $28.6 million) to these plans.

The Company's largest shareholder is McCain Capital Inc. ("MCI"). The Company has been informed that Mr. Michael H. McCain, Chief Executive Officer and Executive Chair of the Company, is the controlling shareholder of MCI. For the three and nine months ended September 30, 2022, the Company received services from MCI and companies directly or indirectly owned by MCI in the amount of $0.2 million and $1.8 million (2021: $0.0 million and $0.0 million), which represented the market value of these transactions. As at September 30, 2022, $0.1 million (September 30, 2021: $0.0 million; December 31, 2021: $0.6 million) was owed to MCI and companies directly or indirectly owned by MCI relating to these transactions.

McCain Financial Advisory Services ("MFAS"), is an entity jointly controlled by individuals including Mr. Michael H. McCain. For the three and nine months ended September 30, 2022 and 2021, the Company provided services to and received services from, MFAS for a nominal amount which represented the market value of the transactions.

17. BUSINESS COMBINATIONS

(a) 2021 Acquisition

On June 25, 2021, the Company completed the acquisition of a poultry processing facility and associated supply from Certm Inc. (formerly Cericola Farms Inc.), a privately held Canadian company for total consideration of $62.1 million (cash due at closing: $40.0 million; 2018 deposit of $20.2 million and working capital adjustments of $1.9 million). This acquisition concludes the purchase and sale agreement dated June 27, 2018 pursuant to which the Company previously acquired two poultry plants and associated supply, which had been previously recorded as a right-of-use asset with a corresponding lease obligation, with a put/call option to purchase a third processing facility. The Company has financed the transaction using a combination of cash on hand and drawings on existing credit facilities. The acquisition has been accounted for as a business combination. The Company recognized goodwill of $7.6 million which is attributable to synergies created by expanding the Company's share of regulated input supply.

The Company finalized the amounts recorded in the business combination during the fourth quarter of 2021.

The final fair value of the consideration transferred for the poultry processing facility and associated poultry supply consists of the following:

		Purchase Price
		June 25, 2021
Purchase price paid upon closing of the put option	$	40,000
Cash deposit prepaid in the year ended December 31, 2018		20,185
Working capital and other adjustments		1,928
Total consideration paid in cash	**$**	**62,113**

During the fourth quarter of 2021 the Company finalized amounts recorded in the business combination which resulted in the following adjustments to the preliminary purchase price allocation:

		June 25, 2021			
		Preliminary amounts	**Adjustments**		**Final amounts**
Current assets					
Accounts receivable[(i)]	$	1,339	—	$	1,339
Prepaid and other assets		70	—		70
Non-current assets					
Property and equipment		13,651	(2,549)		11,102
Intangible assets - poultry quota		46,155	(3,317)		42,838
Goodwill		—	7,643		7,643
Current liabilities					
Accounts payable and accruals		(879)	—		(879)
Total net assets acquired	**$**	**60,336**	**1,777**	**$**	**62,113**

(i) *Pertain to trade receivables for which contractual cash flows not expected to be collected are not significant.*

(b) Transaction Costs

During the three and nine months ended September 30, 2021, the Company recorded transaction costs of $0.1 million that have been excluded from the consideration paid and have been recognized as an expense in other expense (income).

There were no transaction costs recorded in 2022.

18. SUBSEQUENT EVENT

On November 6, 2022 the Company confirmed that it was experiencing a system outage linked to a cybersecurity incident. The Company is executing its business continuity plans as it works to restore the impacted systems. At this time the impact of the event on the financial results of the Company is unknown.