

# UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three and nine month periods ended September 30, 2015 and 2014



**BLACK DIAMOND**  
**GROUP**



**UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
 as at September 30, 2015 and December 31, 2014

| (Expressed in thousands)                          | 2015           | 2014           |
|---|----------------|----------------|
|   | \$             | \$             |
| <b>ASSETS</b>                                     |                |                |
| <b>Current</b>                                    |                |                |
| Cash and cash equivalents                         | 2,062          | 20,500         |
| Accounts receivable (note 3)                      | 64,494         | 90,445         |
| Due from related party (notes 4 and 15)           | 123            | —              |
| Prepaid expenses and other current assets         | 5,964          | 5,401          |
| <b>Total Current Assets</b>                       | <b>72,643</b>  | <b>116,346</b> |
| <b>Non-Current</b>                                |                |                |
| Long-term accounts receivable (note 3)            | 1,398          | 1,975          |
| Note receivable (notes 4 and 15)                  | 7,352          | —              |
| Investment in associate (note 4)                  | 2,448          | —              |
| Property and equipment (note 5)                   | 554,984        | 540,622        |
| Intangible assets                                 | 7,931          | 8,372          |
| Goodwill  | 35,926         | 35,219         |
| <b>Total Non-Current Assets</b>                   | <b>610,039</b> | <b>586,188</b> |
| <b>Total Assets</b>                               | <b>682,682</b> | <b>702,534</b> |
| <b>LIABILITIES AND EQUITY</b>                     |                |                |
| <b>Current</b>                                    |                |                |
| Operating facility (note 7)                       | 575            | —              |
| Accounts payable and accrued liabilities (note 6) | 31,698         | 49,360         |
| Deferred revenue                                  | 4,838          | 10,211         |
| Risk management liability                         | —              | 194            |
| Due to related parties (notes 4 and 15)           | 2,824          | 905            |
| Dividends payable                                 | 3,288          | 3,287          |
| Income taxes payable                              | —              | 1,324          |
| <b>Total Current Liabilities</b>                  | <b>43,223</b>  | <b>65,281</b>  |
| <b>Non-Current</b>                                |                |                |
| Long-term debt (note 7)                           | 185,544        | 196,397        |
| Asset retirement obligations                      | 7,503          | 7,440          |
| Deferred revenue                                  | 2,075          | —              |
| Deferred income taxes                             | 69,827         | 61,605         |
| <b>Total Non-Current Liabilities</b>              | <b>264,949</b> | <b>265,442</b> |
| <b>Total Liabilities</b>                          | <b>308,172</b> | <b>330,723</b> |
| <b>Shareholders' Equity</b>                       |                |                |
| Share capital (note 8)                            | 321,061        | 321,444        |
| Contributed surplus                               | 10,479         | 7,789          |
| Accumulated other comprehensive income            | 16,013         | 1,391          |
| Retained earnings                                 | 22,603         | 36,039         |
| <b>Total Shareholders' Equity</b>                 | <b>370,156</b> | <b>366,663</b> |
| Non-controlling interests                         | 4,354          | 5,148          |
| <b>Total Equity</b>                               | <b>374,510</b> | <b>371,811</b> |
| <b>Total Liabilities and Equity</b>               | <b>682,682</b> | <b>702,534</b> |

*See accompanying notes to the unaudited interim condensed consolidated financial statements*

Refer to Commitments and Contingencies in Note 14.



**UNAUDITED CONSOLIDATED STATEMENT OF NET INCOME**  
 for the three and nine month periods ended September 30, 2015 and 2014

|  | Three months ended<br>September 30, |        | Nine months ended<br>September 30, |         |
|--|-------------------------------------|--------|------------------------------------|---------|
| (Expressed in thousands, except per share amounts)       | 2015                                | 2014   | 2015                               | 2014    |
|  | \$                                  | \$     | \$                                 | \$      |
| <b>Revenue</b> (notes 9 and 13)                          | <b>59,364</b>                       | 84,784 | <b>230,199</b>                     | 297,753 |
| <b>Direct costs</b>                                      | <b>28,702</b>                       | 38,432 | <b>120,906</b>                     | 148,445 |
| <b>Gross profit</b>                                      | <b>30,662</b>                       | 46,352 | <b>109,293</b>                     | 149,308 |
| <b>Operating expenses</b>                                |                                     |        |                                    |         |
| Administrative expenses (note 10)                        | 12,283                              | 13,482 | 39,166                             | 41,572  |
| Depreciation of property and equipment (note 13)         | 14,229                              | 13,037 | 41,420                             | 38,918  |
| Amortization of intangible assets                        | 249                                 | 574    | 730                                | 1,304   |
| <b>Total operating expenses</b>                          | <b>26,761</b>                       | 27,093 | <b>81,316</b>                      | 81,794  |
| <b>Operating profit</b>                                  | <b>3,901</b>                        | 19,259 | <b>27,977</b>                      | 67,514  |
| Finance costs  | 1,984                               | 1,800  | 6,363                              | 5,594   |
| Provision for guarantee of debt of an investee (note 6)  | —                                   | —      | —                                  | 5,202   |
| Gain on sale of construction services operation (note 4) | (8,805)                             | —      | (8,805)                            | —       |
| <b>Profit before income taxes</b>                        | <b>10,722</b>                       | 17,459 | <b>30,419</b>                      | 56,718  |
| <b>Income taxes</b>                                      |                                     |        |                                    |         |
| Current  | 309                                 | 2,674  | 4,406                              | 11,318  |
| Deferred   | 2,040                               | 1,715  | 7,293                              | 3,182   |
| <b>Total income taxes</b>                                | <b>2,349</b>                        | 4,389  | <b>11,699</b>                      | 14,500  |
| <b>Profit before non-controlling interest</b>            | <b>8,373</b>                        | 13,070 | <b>18,720</b>                      | 42,218  |
| Profit attributable to non-controlling interest          | 407                                 | 1,880  | 2,568                              | 3,565   |
| <b>Profit for the period</b>                             | <b>7,966</b>                        | 11,190 | <b>16,152</b>                      | 38,653  |
| <b>Earnings per share</b>                                |                                     |        |                                    |         |
| Basic (note 12)  | 0.19                                | 0.26   | 0.39                               | 0.91    |
| Diluted  | 0.19                                | 0.26   | 0.39                               | 0.89    |

*See accompanying notes to the unaudited interim condensed consolidated financial statements*



**UNAUDITED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
 for the three and nine month periods ended September 30, 2015 and 2014

|  | Three months ended<br>September 30, |        | Nine months ended<br>September 30, |               |
|--|-------------------------------------|--------|------------------------------------|---------------|
| (Expressed in thousands)   | 2015                                | 2014   | 2015                               | 2014          |
|  | \$                                  | \$     | \$                                 | \$            |
| <b>Profit for the period</b>   | <b>7,966</b>                        | 11,190 | <b>16,152</b>                      | <b>38,653</b> |
| <b>Other comprehensive income (loss) to be re-classified to Consolidated Statement of Net Income in subsequent period:</b> |                                     |        |                                    |               |
| Realized portion of derivative designated as cash flow hedge (net of tax)  | —                                   | (151)  | (155)                              | (376)         |
| Unrealized gain portion of derivative designated as cash flow hedge (net of tax)   | —                                   | 264    | <b>299</b>                         | 716           |
| Translation adjustments  | <b>7,567</b>                        | 1,489  | <b>14,478</b>                      | 4,406         |
| <b>Net other comprehensive income to be re-classified to Consolidated Statement of Net Income in subsequent period</b>     | <b>7,567</b>                        | 1,602  | <b>14,622</b>                      | 4,746         |
| <b>Total comprehensive income</b>  | <b>15,533</b>                       | 12,792 | <b>30,774</b>                      | 43,399        |

*See accompanying notes to the unaudited interim condensed consolidated financial statements*



## UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the nine month periods ended September 30, 2015 and 2014

| (Expressed in thousands)  | Issued<br>Share<br>Capital | Contributed<br>Surplus | Accumulated<br>Other<br>Comprehensive<br>Income (Loss) | Retained<br>Earnings | Total<br>Shareholders'<br>Equity | Non-<br>Controlling<br>Interest | Total<br>Equity |
|---|----------------------------|------------------------|--|----------------------|----------------------------------|---------------------------------|-----------------|
|   | \$                         | \$                     | \$   | \$                   | \$                               | \$                              | \$              |
| <b>As at January 1, 2014</b>                                    | 321,533                    | 4,931                  | (5,297)  | 64,201               | 385,368                          | 4,066                           | 389,434         |
| Profit for the period   | —                          | —                      | —  | 38,653               | 38,653                           | 3,565                           | 42,218          |
| Realized loss on derivative instrument (gross)                  | —                          | —                      | (501)  | —                    | (501)                            | —                               | (501)           |
| Unrealized gain on derivative instrument (gross)                | —                          | —                      | 954  | —                    | 954                              | —                               | 954             |
| Tax effect of cash flow hedge                                   | —                          | —                      | (113)  | —                    | (113)                            | —                               | (113)           |
| Translation adjustments   | —                          | —                      | 4,406  | —                    | 4,406                            | —                               | 4,406           |
| Dividends declared  | —                          | —                      | —  | (29,226)             | (29,226)                         | —                               | (29,226)        |
| Distributions declared to partners                              | —                          | —                      | —  | —                    | —                                | (4,277)                         | (4,277)         |
| Share capital issued on exercise of options                     | 14,282                     | (1,886)                | —  | —                    | 12,396                           | —                               | 12,396          |
| Purchase of shares in trust <sup>(note 8)</sup>                 | (584)                      | —                      | —  | —                    | (584)                            | —                               | (584)           |
| Sale of shares in trust <sup>(note 8)</sup>                     | 111                        | —                      | —  | —                    | 111                              | —                               | 111             |
| Vesting of shares in trust <sup>(note 8)</sup>                  | 398                        | (398)                  | —  | —                    | —                                | —                               | —               |
| Share based compensation expense <sup>(note 10)</sup>           | —                          | 3,788                  | —  | —                    | 3,788                            | —                               | 3,788           |
| <b>As at September 30, 2014</b>                                 | <b>335,740</b>             | <b>6,435</b>           | <b>(551)</b>   | <b>73,628</b>        | <b>415,252</b>                   | <b>3,354</b>                    | <b>418,606</b>  |
| <b>As at January 1, 2015</b>                                    | 321,444                    | 7,789                  | 1,391  | 36,039               | 366,663                          | 5,148                           | 371,811         |
| Profit for the period   | —                          | —                      | —  | 16,152               | 16,152                           | 2,568                           | 18,720          |
| Realized loss on derivative instrument (gross)                  | —                          | —                      | (207)  | —                    | (207)                            | —                               | (207)           |
| Unrealized gain on derivative instrument (gross)                | —                          | —                      | 399  | —                    | 399                              | —                               | 399             |
| Tax effect of cash flow hedge                                   | —                          | —                      | (48)   | —                    | (48)                             | —                               | (48)            |
| Translation adjustments   | —                          | —                      | 14,478   | —                    | 14,478                           | —                               | 14,478          |
| Dividends declared  | —                          | —                      | —  | (29,588)             | (29,588)                         | —                               | (29,588)        |
| Distributions declared to partners                              | —                          | —                      | —  | —                    | —                                | (3,362)                         | (3,362)         |
| Share capital issued on exercise of options <sup>(note 8)</sup> | 222                        | (26)                   | —  | —                    | 196                              | —                               | 196             |
| Purchase of shares in trust <sup>(note 8)</sup>                 | (929)                      | —                      | —  | —                    | (929)                            | —                               | (929)           |
| Sale of shares in trust <sup>(note 8)</sup>                     | 55                         | —                      | —  | —                    | 55                               | —                               | 55              |
| Vesting of shares in trust <sup>(note 8)</sup>                  | 269                        | (269)                  | —  | —                    | —                                | —                               | —               |
| Share based compensation expense <sup>(note 10)</sup>           | —                          | 2,985                  | —  | —                    | 2,985                            | —                               | 2,985           |
| <b>As at September 30, 2015</b>                                 | <b>321,061</b>             | <b>10,479</b>          | <b>16,013</b>  | <b>22,603</b>        | <b>370,156</b>                   | <b>4,354</b>                    | <b>374,510</b>  |

*See accompanying notes to the unaudited interim condensed consolidated financial statements*



**UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS**  
 for the three and nine month periods ended September 30, 2015 and 2014

| (Expressed in thousands)   | Three months ended<br>September 30, |                 | Nine months ended<br>September 30, |                 |
|--|-------------------------------------|-----------------|------------------------------------|-----------------|
|  | 2015<br>\$                          | 2014<br>\$      | 2015<br>\$                         | 2014<br>\$      |
| <b>Operating activities</b>  |                                     |                 |                                    |                 |
| Profit for the period  | 7,966                               | 11,190          | 16,152                             | 38,653          |
| Add (deduct) non-cash / non-operating activities:                    |                                     |                 |                                    |                 |
| Share based compensation expense <sup>(note 10)</sup>                | 851                                 | 1,372           | 2,985                              | 3,788           |
| Depreciation and amortization  | 14,478                              | 13,611          | 42,150                             | 40,222          |
| Guarantee of debt of an investee <sup>(note 6)</sup>                 | —                                   | —               | —                                  | 5,202           |
| Finance costs  | 1,984                               | 1,800           | 6,363                              | 5,594           |
| Gain on sale of construction services operation <sup>(note 4)</sup>  | (8,805)                             | —               | (8,805)                            | —               |
| Deferred income taxes  | 2,040                               | 1,715           | 7,293                              | 3,182           |
| Profit attributable to non-controlling interest                      | 407                                 | 1,880           | 2,568                              | 3,565           |
| Book value of used fleet sales <sup>(note 5)</sup>                   | 985                                 | 4,155           | 4,379                              | 18,866          |
|  | 19,906                              | 35,723          | 73,085                             | 119,072         |
| Change in long-term accounts receivable                              | 1,080                               | 1,180           | 704                                | 32              |
| Change in non-current deferred revenue                               | 2,075                               | —               | 2,075                              | 3,410           |
| Change in non-cash working capital related to operating activities   | 2,540                               | (17,734)        | 14,264                             | (3,625)         |
| <b>Net cash flows from operating activities</b>                      | <b>25,601</b>                       | <b>19,169</b>   | <b>90,128</b>                      | <b>118,889</b>  |
| <b>Investing activities</b>  |                                     |                 |                                    |                 |
| Purchase of property and equipment <sup>(note 5)</sup>               | (11,979)                            | (34,917)        | (48,101)                           | (73,495)        |
| Change in non-cash working capital related to investing activities   | 3,972                               | 9,038           | (10,968)                           | 9,051           |
| <b>Net cash flows used in investing activities</b>                   | <b>(8,007)</b>                      | <b>(25,879)</b> | <b>(59,069)</b>                    | <b>(64,444)</b> |
| <b>Financing activities</b>  |                                     |                 |                                    |                 |
| Proceeds from long-term debt   | 31,646                              | 11,553          | 76,436                             | 26,553          |
| Repayment of long-term debt  | (37,400)                            | —               | (87,400)                           | (73,000)        |
| Net draws (repayments) on operating facility                         | (2,957)                             | (1,207)         | 609                                | 129             |
| Net interest paid  | (1,918)                             | (2,292)         | (6,189)                            | (5,769)         |
| Dividends declared   | (9,865)                             | (10,130)        | (29,588)                           | (29,226)        |
| Distributions declared to non-controlling interest                   | (211)                               | (1,086)         | (3,362)                            | (4,277)         |
| Purchase of shares in trust, net <sup>(note 8)</sup>                 | —                                   | —               | (929)                              | (584)           |
| Sale of shares in trust <sup>(note 8)</sup>                          | 30                                  | 60              | 55                                 | 111             |
| Share options exercised  | —                                   | 1,344           | 196                                | 12,396          |
| Change in non-cash working capital related to financing activities   | (1,471)                             | 5,992           | 156                                | 4,501           |
| <b>Net cash flows used in financing activities</b>                   | <b>(22,146)</b>                     | <b>4,234</b>    | <b>(50,016)</b>                    | <b>(69,166)</b> |
| <b>Decrease in cash and cash equivalents</b>                         | <b>(4,552)</b>                      | <b>(2,476)</b>  | <b>(18,957)</b>                    | <b>(14,721)</b> |
| Cash and cash equivalents, beginning of the period                   | 6,571                               | 19,600          | 20,500                             | 31,786          |
| Effect of foreign currency rate changes on cash and cash equivalents | 43                                  | (350)           | 519                                | (291)           |
| <b>Cash and cash equivalents, end of the period</b>                  | <b>2,062</b>                        | <b>16,774</b>   | <b>2,062</b>                       | <b>16,774</b>   |

See accompanying notes to the unaudited interim condensed consolidated financial statements

Total tax paid in cash for the three and nine month periods ended September 30, 2015 was \$1,580 and \$7,232 (2014 - \$2,304 and \$9,702), respectively.

**NOTES TO UNAUDITED INTERIM  
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
For the three and nine month periods ended September 30, 2015 and 2014

## **1. GENERAL INFORMATION**

The unaudited interim condensed consolidated financial statements ("interim financial statements") of Black Diamond Group Limited, its subsidiaries, associate and its controlled limited partnerships ("Black Diamond" or the "Company") for the three and nine months ended September 30, 2015 and 2014 were authorized for issuance in accordance with a resolution of the Board of Directors on November 5, 2015. Black Diamond is headquartered in Calgary, Alberta. The Company was incorporated in Alberta on October 7, 2009. The address of the Company's registered office is Suite 2400, 525 – 8th Avenue S.W., Calgary, Alberta, Canada.

The common shares of the Company are listed on the Toronto Stock Exchange (TSX: BDI).

## **2. SIGNIFICANT ACCOUNTING POLICIES**

### **Statement of Compliance**

The interim financial statements for the three and nine month periods ended September 30, 2015 and 2014 have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

### **Basis of Presentation and Measurement**

These interim financial statements have been prepared on a going concern basis using the historical cost basis, except for derivative financial instruments measured at fair value.

Except as otherwise disclosed, the same accounting policies and methods of computation were followed in the preparation of these interim financial statements as for the year ended December 31, 2014. These interim financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the audited annual consolidated financial statements as at December 31, 2014. Certain figures in the prior period's financial statements have been reclassified to conform to the current period's presentation.

These interim financial statements are presented in Canadian dollars and all amounts are rounded to the nearest thousand (\$'000), except per share amounts or as otherwise noted.

### **Seasonality of operations**

The Company believes that its western Canadian operations, which form part or all of its Structures, Energy Services and Logistics business units, are exposed to a variable degree of seasonality. Drilling accommodations and surface rental assets of the Energy Services business unit have higher utilization rates during the fall and winter months when drilling activity is higher than during the spring and summer months. Similarly, operations levels at camps operated by the Logistics business unit are generally higher in the winter. Though the Structures business unit has some exposure to the seasonality experienced in the western Canadian oil and natural gas drilling industry, seasonality has been actively managed and reduced due to increased exposure to the oil sands and mining sectors, which operate year round. In addition, Black Diamond actively pursues long-term rental contracts in all of its business units to neutralize the effect of seasonality on revenue.

**NOTES TO UNAUDITED INTERIM  
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
For the three and nine month periods ended September 30, 2015 and 2014

## **2. SIGNIFICANT ACCOUNTING POLICIES (continued)**

### **Investment in Associate**

The Company's investment in its associate, Northern Frontier Corp. ("Northern Frontier"), is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Company's share of net assets of the associate since the acquisition date.

The statement of net income reflects the Company's share of the results of operations of the associate. Any change in other comprehensive income ("OCI") of this investee is presented as part of the Company's OCI. In addition, when there has been a change recognized directly in the equity of the associate, the Company recognizes its share of any changes, when applicable, in the statement of changes in equity. Unrealized gains and losses resulting from transactions between the Company and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Company's share of profit or loss of an associate is shown on the face of the statement of net income outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate. The financial statements of the associate are prepared for the same reporting period as the Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognize an impairment loss on its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognizes the loss as 'Share of profit of an associate' in the statement of net income.

Upon loss of significant influence over the associate, the Company measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognized in net income.

### **Changes in accounting policy and disclosure**

Several new standards and amendments apply for the first time in 2015. The nature and the impact of each new standard/amendment is described below:

#### *IFRS 2 Share-Based Payments - Amendments to IFRS 2*

The standard amends the definitions of 'vesting condition' and 'market condition' and adds definitions for 'performance condition' and 'service condition'. The amendment did not have an impact on the Company as it reflects the current accounting policy of the Company.



**NOTES TO UNAUDITED INTERIM  
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
For the three and nine month periods ended September 30, 2015 and 2014

## **2. SIGNIFICANT ACCOUNTING POLICIES (continued)**

### *IAS 8 Operating Segments - Amendments to IAS 8.*

The amended standard requires (i) disclosure of judgments made by management in aggregating segments, and (ii) a reconciliation of segmented assets to the Company's assets when segment assets are reported. The amendment did not have an impact on the disclosure and the financial results of the Company.

### *IFRS 13 Fair Value Measurement - Amendments to IFRS 13*

The amended standard clarifies that short-term receivables and payables with no stated interest rates can be measured at invoice amounts if the effect of discounting is immaterial. It also clarifies that the portfolio exception can be applied not only to financial assets and liabilities, but also to other contracts within scope of IFRS 39 and IFRS 9. The amendment did not have an impact on the Company as it reflects the current accounting policy of the Company.

### *IAS 24 Related Party Disclosures*

The amendment is applied retrospectively and clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services. This amendment is not relevant for the Company as it does not receive any management services from other entities nor does it provide management services to non-controlled entities.

### **Standards issued but not yet effective**

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the interim financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective on or after January 1, 2016.

### *IAS 1 Presentation of Financial Statements*

In December 2014, the IASB issued narrow-focus amendments to IAS 1 Presentation of Financial Statements to clarify existing requirements related to materiality, order of notes, subtotals, accounting policies and disaggregation. Retrospective application of this standard is effective for fiscal years beginning on or after January 1, 2016, with earlier application permitted. The adoption of this amended standard is not expected to have a material impact on the Company's disclosure.

### *IFRS 9 Financial Instruments*

IFRS 9 sets out requirements for the classification and measurement of financial assets, financial liabilities, impairment and includes the new general hedge accounting model. IFRS 9 *Financial Instruments (July 2014)* replaces earlier versions of IFRS 9 and supersedes IAS 39 *Financial instruments: Recognition and measurement* and the effective date of the new standard will be for annual periods beginning on or after January 1, 2018. The Company has not yet determined the impact of the standard on the Company's financial statements.

**NOTES TO UNAUDITED INTERIM  
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
For the three and nine month periods ended September 30, 2015 and 2014

## **2. SIGNIFICANT ACCOUNTING POLICIES (continued)**

### *IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures*

In September 2014, the IASB issued amendments to address an inconsistency between the requirements in IFRS 10 Consolidated Financial Statements and those in International Accounting Standard (IAS) 28 Investments in Associates and Joint Ventures regarding the sale or contribution of assets between an investor and its associate or joint venture. The amendment clarified that a full gain or loss is recognized when a transaction involves a business. A partial gain or loss is recognized when a transaction involves assets that do not constitute a business. Prospective application of this interpretation is effective for annual periods beginning on or after January 1, 2016, with earlier application permitted. The adoption of this amendment could impact the Company in the event that it has transactions with associates or joint ventures.

### *IFRS 11 Joint Arrangements*

In May 2014, the IASB issued amendments to IFRS 11 Joint Arrangements to clarify that the acquirer of an interest in a joint operation in which the activity constitutes a business is required to apply all of the principles of business combinations accounting in IFRS 3 Business Combinations. Prospective application of this interpretation is effective for annual periods beginning on or after January 1, 2016, with earlier application permitted. The adoption of this amendment could impact the Company in the event it increases or decreases its ownership share in an existing joint operation or invests in a new joint operation.

### *IFRS 15 Revenue*

IFRS 15 specifies how and when to recognize revenue and requires entities to provide users of financial statements with more informative, relevant disclosures. This standard supersedes IAS 18 *Revenue*, IAS 11 *Construction Contracts*, and a number of revenue-related interpretations. IFRS 15 will be effective for annual periods beginning on or after January 1, 2018. Application of the standard is mandatory and early adoption is permitted. The Company has not yet determined the impact of the standards on the Company's financial statements.

### *IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets*

The amendments to these standards provide clarification of acceptable methods of depreciation and amortization. It prohibits revenue from being used as a basis to depreciate property, plant and equipment and significantly limits use of revenue-based amortization for intangible assets. The amendments are to be applied prospectively for the annual periods commencing January 1, 2016. The amendment is not expected to have a material impact to the disclosure or financial results of the Company.

### *Annual Improvements Project for 2012-2014 (Amendments to IFRS 5, IFRS 7, IAS 19 and IAS 34)*

Relatively minor amendments on these four standards were issued by the IASB under its Annual Improvements Project for 2012-2014. These amendments are effective for annual periods beginning on or after January 1, 2016. The Company has not yet determined the impact of the amendments on the Company's financial statements.

The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

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### 3. ACCOUNTS RECEIVABLE

|  | September 30, 2015 | December 31, 2014 |
|--|--------------------|-------------------|
|  | \$                 | \$                |
| <b>Current</b>   |                    |                   |
| Trade and accrued receivables <sup>(a)</sup>                         | 62,942             | 86,680            |
| Finance lease receivables where Company is the lessor <sup>(b)</sup> | 329                | 3,822             |
| Receivables from agency arrangements <sup>(c)</sup>                  | 2,006              | 1,130             |
| Provision for doubtful accounts                                      | (783)              | (1,187)           |
| <b>Total current accounts receivable</b>                             | <b>64,494</b>      | <b>90,445</b>     |
| <b>Non-current</b>   |                    |                   |
| Finance lease receivables where Company is the lessor                | 287                | 1,489             |
| Other long-term receivables  | 1,111              | 486               |
| <b>Total long-term accounts receivable</b>                           | <b>1,398</b>       | <b>1,975</b>      |

a) Trade and accrued receivables

Trade receivables are aged from the date of invoicing, with normal payment terms being net 30 days.

The aging of the trade and accrued receivables is as follows:

|  | September 30, 2015 | December 31, 2014 |
|--|--------------------|-------------------|
|  | \$                 | \$                |
| Amounts not yet due                        | 43,628             | 50,229            |
| Past due not more than 30 days             | 10,888             | 26,049            |
| Past due not more than 60 days             | 4,751              | 3,106             |
| Past due not more than 90 days             | 155                | 1,240             |
| Past due greater than 90 days              | 3,520              | 6,056             |
| <b>Total trade and accrued receivables</b> | <b>62,942</b>      | <b>86,680</b>     |

Credit risk arises from the possibility that the entities to which Black Diamond provides rentals and/or services are unable to meet their payment obligations. Black Diamond manages this risk by assessing the creditworthiness of its customers on an ongoing basis and by monitoring the age of receivable balances outstanding. To date, Black Diamond's bad debts have been within expectations and are limited to specific customer circumstances.

b) Finance lease receivables where Company is the lessor

The Company provides multi-year finance leases for space rentals.

c) Receivables from agency arrangements

The Company acts as a procurement agent on behalf of a principal customer.

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### **3. ACCOUNTS RECEIVABLE (continued)**

d) Provision for doubtful accounts

A provision for amounts that have been individually determined not to be collectible in full, because of known financial difficulties of the debtor or evidence of default or delinquency in payment.

### **4. SALE OF CONSTRUCTION SERVICES OPERATION AND INVESTMENT IN ASSOCIATE**

On July 31, 2015 the Company sold its construction services operation to Northern Frontier for base consideration of \$9,800 consisting of 4.5 million shares of Northern Frontier recorded at \$2,448, representing approximately 19.5% of the issued and outstanding common shares of Northern Frontier, and a promissory note receivable recorded at fair value of \$7,352 due October 31, 2018 bearing interest at 10% per annum payable quarterly. The agreement allows for \$1,300 of the promissory note to be replaced by a 5 year lease of Northern Frontier land to Black Diamond once conditions are in place for such a lease to be executed. The agreement also included a potential earn-out of \$11,600 which could increase total consideration to \$21,400. The potential earn-out is equal to 80% of the amount by which the three year (August 1, 2015 to July 31, 2018), post-closing, average gross revenue generated by the construction services operation of Northern Frontier exceeds \$25,000, less \$400, up to a maximum of \$11,600. The earn-out would be added to the note receivable and assumed to be added evenly over the three years for purposes of calculating interest.

A gain on sale of \$8,805 has been recorded on the statement of net income and is net of costs related to the sale. The fair value of the consideration received does not include any value related to the potential earn-out.

The Company and Northern Frontier are related parties. Trevor Haynes is the Chairman of the Board for both the Company and Northern Frontier, and the President and Chief Executive Officer of Black Diamond. All transactions between Northern Frontier and the Company are disclosed in note 15.

Additionally, the Company determined that it obtained significant influence over Northern Frontier as of July 31, 2015. Accordingly, from that date onward, the investment in Northern Frontier has been accounted for as an investment in associate using the equity method of accounting. For the three and nine month periods ended, the Company reported nil for its 19.5% share of profit.

### **5. PROPERTY AND EQUIPMENT**

The Company added assets of \$11,979 and \$48,101 (2014 - \$34,917 and \$73,495) during the three and nine months ended September 30, 2015, respectively, substantially all of which were fleet assets. There were also disposals of fleet assets with a book value of \$985 and \$4,379 (2014 - \$4,155 and \$18,866) during the three and nine months ended September 30, 2015, respectively, which is included in direct costs. The net realizations from the sale of fleet assets is included in gross profit.

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## 6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

During 2013, the Company issued a financial guarantee for \$5,202 (AUD \$5,168) related to the demand debt of the Company's indirect 20% interest in APB Britco's manufacturing business. The Company accrued a provision for the full amount of the financial guarantee in the second quarter of 2014. During the quarter, a payment pursuant to this guarantee was made in the amount of \$3,129 with a corresponding decrease in the provision recorded.

## 7. LONG-TERM DEBT

|   | September 30, 2015 | December 31, 2014 |
|---|--------------------|-------------------|
|   | \$                 | \$                |
| Committed extendible revolving operating facility           | 96,613             | 95,000            |
| Senior secured notes  | 89,600             | 102,000           |
| Costs associated with issue and restructuring of facilities | (2,119)            | (1,942)           |
| Amortization of costs associated with issue                 | 1,450              | 1,339             |
| <b>Total long-term debt</b>                                 | <b>185,544</b>     | <b>196,397</b>    |

### Committed Extendible Revolving Operating Facility

Effective June 18, 2015, Black Diamond increased the maximum principal amount of its committed extendible revolving operating facility to \$168,000 (December 31, 2014 - \$150,000) and extended its maturity to April 30, 2019 (December 31, 2014 - April 30, 2018). The facility is collateralized by a general security agreement from Black Diamond and a guarantee and general security agreement from each of its material subsidiaries. The facility also has an accordion feature that allows for the expansion of the facility up to an aggregate of \$268,000 (December 31, 2014 - \$250,000), upon lender commitment. If all or any portion of the \$100 million accordion is not provided by the lenders, the committed extendible revolving operating facility authorizes the Company to obtain the remaining amount from any third party subject to certain conditions in the committed extendible revolving operating facility.

As at September 30, 2015, the Company's draws under the committed extendible revolving operating facility were comprised of \$11,613 related to an overdraft balance (December 31, 2014 - \$nil), \$85,000 of bankers' acceptance (December 31, 2014 - \$70,000) and \$nil of bankers' acceptance for which the interest rate was fixed through a swap contract which expired on April 10, 2015 (December 31, 2014 - \$25,000).

For the three and nine months ended September 30, 2015, the average interest rate applied to amounts drawn on the committed extendible revolving operating facility was 2.58% and 2.72% (2014 - 4.72% and 3.71%), respectively.

In addition, the Company has a corporate credit card facility with a limit of \$1,000 which bears interest at 18.4%. As at September 30, 2015, the Company's draws under the corporate credit card facility were \$nil (December 31, 2014 - \$nil).

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## **7. LONG-TERM DEBT (continued)**

### **US Demand Operating Facility**

Effective May 15, 2015, Black Diamond, through its indirect wholly owned US subsidiaries, increased its demand revolving loan to US \$10,000 (December 31, 2014 - US \$3,000) to fund working capital requirements in the US. The facility bears interest at a rate of US prime plus 0.50% and is payable monthly with any principal outstanding to be repaid upon maturity on May 30, 2016. The facility is secured by a corporate guarantee issued by Black Diamond Limited Partnership.

At September 30, 2015, the effective interest rate was 3.75% (December 31, 2014 - 4.0%). As at September 30, 2015, the Company's draws under the US demand operating facility were \$nil (December 31, 2014 - \$nil).

### **Australian Demand Operating Facility**

Black Diamond, through its indirect wholly owned Australian subsidiaries, has an AUD \$5,000 operating facility to fund working capital requirements in Australia. The facility bears interest rate of Australian Bank Bill Overdraft Rate plus 1.0% and incurs standby fees for any unused portion of the facility at 0.50%. At September 30, 2015, the effective interest rate was 3.10% (December 31, 2014 - 3.69%). The facility is secured by a corporate guarantee issued by Black Diamond Limited Partnership. As at September 30, 2015, the Company's draws under the Australian demand operating facility were \$nil (December 31, 2014 - \$nil).

### **Demand Operating Facility**

Black Diamond, through one of its partnerships, has a \$5,000 operating facility to fund working capital requirements of the partnership. The facility bears interest at a rate of prime plus 1.15% and incurs standby fees of 0.25% for any unused portion of the authorized amount whereby the authorized limit is 75% of good accounts receivable calculated at the end of each month. The facility is secured by assets of the partnership, with no recourse to Black Diamond. As at September 30, 2015, the Company's draws under the demand operating facility were \$575 (December 31, 2014 - \$nil). At September 30, 2015, the effective interest rate was 3.85% (December 31, 2014 - 4.15%).

### **Senior Secured Notes**

On July 7, 2011, Black Diamond Limited Partnership completed a private placement of senior secured notes. These notes, which rank pari passu with the committed extendible revolving operating facility, have a principal amount of \$49,600, an interest rate of 5.44% per annum and mature on July 8, 2019. The senior secured notes are repaid through annual payments, each in the amount of \$12,400 with the first annual payment made on July 7, 2015. Black Diamond has the discretion to refinance the senior secured notes for at least twelve months through its committed revolving operating facility and hence classified the obligation as long-term.

On July 3, 2013, Black Diamond Limited Partnership completed a private placement of senior secured notes. These notes, which rank pari passu with the committed extendible revolving operating facility, have a principal amount of \$40,000, an interest rate of 4.58% per annum and mature on July 3, 2022. The senior secured notes are repaid through annual repayments, each in the amount of \$13,333 with the first annual payment beginning July 3, 2020.

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**7. LONG-TERM DEBT (continued)**

On July 3, 2013, Black Diamond Limited Partnership also entered into a private shelf facility for senior secured notes which, subject to the sole discretion of the lender, may be drawn in an aggregate amount up to US \$21,315, for a term of no more than 11 years after the date of original issuance, to have an average life of no more than 10 years after the date of original issuance, and to bear interest as shall be determined at the date of issuance. These senior secured notes may be issued until the earlier of (i) July 3, 2016, or (ii) the 30th day after notice has been given to terminate the private shelf facility.

**Debt Covenants**

Effective June 18, 2015 the committed extendible revolving operating facility debt covenants and restrictions on dividends were amended. Corresponding financial covenant and restriction on dividend amendments were also granted under Black Diamond's senior secured notes.

At September 30, 2015, Black Diamond was in compliance with all of its debt covenants.

**Risk Management Liability**

The Company had entered into an interest rate swap contract to fix \$25,000 of its floating rate interest on long-term debt. The interest rate swap contract required the periodic exchange of payments without the exchange of the notional principal amounts on which the payment is based. The contract expired on April 10, 2015. As at September 30, 2015, the Company's risk management liability was \$nil (December 31, 2014 - \$194).



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## 8. SHARE CAPITAL

### a) Share capital

Authorized: An unlimited number of voting common shares with no par value and an unlimited number of preferred shares, issuable in series.

| Issued - Common shares                             | Number of shares | \$             |
|--|------------------|----------------|
| <b>January 1, 2014</b>                             | 42,116           | 321,533        |
| Issued on exercise of options <sup>(note 8b)</sup> | 831              | 12,906         |
| Purchase of shares in trust                        | (17)             | (584)          |
| Sale of shares in trust                            | 5                | 128            |
| Vesting of shares in trust                         | 21               | 398            |
| Transfer from contributed surplus                  | —                | 1,993          |
| Shares repurchased and cancelled                   | (1,908)          | (14,930)       |
| <b>December 31, 2014</b>                           | <b>41,048</b>    | <b>321,444</b> |
| Issued on exercise of options <sup>(note 8b)</sup> | 15               | 196            |
| Purchase of shares in trust                        | (62)             | (929)          |
| Sale of shares in trust                            | 4                | 55             |
| Vesting of shares in trust                         | 21               | 269            |
| Transfer from contributed surplus                  | —                | 26             |
| <b>September 30, 2015</b>                          | <b>41,026</b>    | <b>321,061</b> |





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## **8. SHARE CAPITAL (continued)**

### **b) Share Option Plan**

As at September 30, 2015, there were 3,921 common shares (December 31, 2014 - 3,311) reserved for issuance upon the exercise of options granted pursuant to the Option Plan. The exercise price of each option equals the weighted average trading price of the common shares for the five trading days preceding the date of the grant. Outstanding options granted under the Option Plan generally vest on a straight line basis over three years and the option term is five years from the date of grant.

(expressed in thousands except per share amounts and years)

| <b>Grant date</b>                 | <b>Number of<br/>options<br/>outstanding</b> | <b>Exercise price<br/>per share</b> | <b>Remaining<br/>contractual<br/>life (years)</b> | <b>Number<br/>exercisable</b> | <b>Fair value at<br/>grant date</b> |
|-----------------------------------|--|-------------------------------------|---|-------------------------------|-------------------------------------|
|                                   |  | \$                                  |   |                               | \$                                  |
| March 25, 2011                    | 323  | 12.97                               | 0.48  | 323                           | 1.73                                |
| March 25, 2012                    | 725  | 20.61                               | 1.48  | 725                           | 2.39                                |
| April 5, 2012                     | 332  | 19.94                               | 1.52  | 332                           | 2.63                                |
| March 22, 2013                    | 566  | 20.98                               | 2.48  | 358                           | 3.30                                |
| November 15, 2013                 | 85   | 27.43                               | 3.13  | 57                            | 5.21                                |
| March 21, 2014                    | 895  | 33.27                               | 3.47  | 298                           | 6.60                                |
| August 21, 2014                   | 200  | 28.04                               | 3.89  | 67                            | 4.61                                |
| November 13, 2014                 | 20   | 18.95                               | 4.12  | —                             | 2.59                                |
| January 9, 2015                   | 765  | 12.35                               | 4.28  | —                             | 1.46                                |
| March 20, 2015                    | 10   | 13.67                               | 4.47  | —                             | 1.78                                |
| <b>Balance September 30, 2015</b> | <b>3,921</b>                                 |                                     |   | <b>2,160</b>                  |                                     |
| <b>Weighted average</b>           |  | <b>21.76</b>                        | <b>2.98</b>                                       | <b>21.58</b>                  | <sup>(1)</sup>                      |

(1) Amount refers to the weighted average exercise price of the exercisable options as at September 30, 2015.

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## 8. SHARE CAPITAL (continued)

Black Diamond recorded the following share option activity during 2015 and 2014:

|                           | Number of options<br>outstanding | Weighted average<br>exercise price per<br>share |
|---------------------------|----------------------------------|---|
|                           |                                  | \$  |
| <b>January 1, 2014</b>    | <b>3,068</b>                     | <b>18.64</b>                                    |
| Granted                   | 1,270                            | 32.22   |
| Exercised                 | (831)                            | 15.51   |
| Cancelled                 | (196)                            | 27.95   |
| <b>December 31, 2014</b>  | <b>3,311</b>                     | <b>24.09</b>                                    |
| Granted                   | 775                              | 11.96   |
| Exercised                 | (15)                             | 12.97   |
| Forfeited                 | (150)                            | 25.59   |
| <b>September 30, 2015</b> | <b>3,921</b>                     | <b>21.76</b>                                    |

The Black-Scholes option pricing model was used in determining the fair values of these options using a forfeiture rate of 5%, based on historical experience and future expectations, and the following assumptions:

| Date of grant     | Dividend yield | Expected average<br>volatility | Average risk-free rate |
|-------------------|----------------|--------------------------------|------------------------|
|                   | %              | %                              | %                      |
| March 25, 2011    | 4.41           | 30                             | 1.69                   |
| March 25, 2012    | 3.34           | 30                             | 1.24                   |
| April 5, 2012     | 3.61           | 34                             | 1.19                   |
| March 22, 2013    | 3.95           | 30                             | 1.02                   |
| November 15, 2013 | 2.95           | 31                             | 1.09                   |
| March 21, 2014    | 2.60           | 31                             | 1.02                   |
| August 21, 2014   | 3.39           | 29                             | 1.09                   |
| November 13, 2014 | 5.11           | 30                             | 1.05                   |
| January 9, 2015   | 8.00           | 34                             | 1.00                   |
| March 20, 2015    | 7.31           | 37                             | 0.46                   |

The expected life of the options is three years and is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the expected life of the options is indicative of future trends, which may not occur.



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## 9. REVENUE

|                             | Three months ended<br>September 30, |               | Nine months ended<br>September 30, |                |
|-----------------------------|-------------------------------------|---------------|------------------------------------|----------------|
|                             | 2015                                | 2014          | 2015                               | 2014           |
|                             | \$                                  | \$            | \$                                 | \$             |
| <b>Rental revenue</b>       |                                     |               |                                    |                |
| Workforce accommodation     | 18,387                              | 27,600        | 66,611                             | 88,508         |
| Space rentals               | 6,694                               | 7,716         | 21,274                             | 24,305         |
| Surface rentals             | 1,312                               | 1,742         | 3,876                              | 5,668          |
| <b>Total rental revenue</b> | <b>26,393</b>                       | <b>37,058</b> | <b>91,761</b>                      | <b>118,481</b> |
| <b>Lodging revenue</b>      | <b>15,542</b>                       | 23,935        | <b>70,850</b>                      | 92,391         |
| <b>Non-rental revenue</b>   | <b>17,429</b>                       | 23,791        | <b>67,588</b>                      | 86,881         |
| <b>Total revenue</b>        | <b>59,364</b>                       | <b>84,784</b> | <b>230,199</b>                     | <b>297,753</b> |

## 10. ADMINISTRATIVE EXPENSES

|  | Three months ended<br>September 30, |               | Nine months ended<br>September 30, |               |
|--|-------------------------------------|---------------|------------------------------------|---------------|
|  | 2015                                | 2014          | 2015                               | 2014          |
|  | \$                                  | \$            | \$                                 | \$            |
| Personnel costs                              | 6,375                               | 7,236         | 22,089                             | 22,808        |
| General administrative expenses              | 3,146                               | 3,402         | 9,038                              | 10,477        |
| Occupancy and insurance                      | 1,911                               | 1,472         | 5,054                              | 4,499         |
| Share based compensation <sup>(note 8)</sup> | 851                                 | 1,372         | 2,985                              | 3,788         |
| <b>Total administrative expenses</b>         | <b>12,283</b>                       | <b>13,482</b> | <b>39,166</b>                      | <b>41,572</b> |

## 11. INCOME TAXES

In the second quarter of 2015, the Company revised its estimated annual effective tax rate to reflect a 20% increase in the Alberta provincial statutory rate from 10% to 12%, resulting from legislation that was enacted on June 29, 2015. As a result, deferred income tax expense reported for the nine months ended September 30, 2015 was increased by \$3,476 with a corresponding increase in the deferred tax liability.



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## **12. EARNINGS PER SHARE**

Basic and diluted earnings per share are calculated on the profit attributable to Black Diamond per the Unaudited Consolidated Statement of Net Income for the period.

|  | <b>Three months ended<br/>September 30,</b> |               | <b>Nine months ended<br/>September 30,</b> |               |
|--|---|---------------|--|---------------|
| <b>Reconciliation of weighted average number of shares</b> | <b>2015</b>                                 | 2014          | <b>2015</b>                                | 2014          |
| Weighted average common shares outstanding - basic         | <b>41,101</b>                               | 42,809        | <b>41,093</b>                              | 42,564        |
| Effect of share option plan                                | <b>—</b>                                    | 791           | <b>14</b>                                  | 788           |
| Weighted average common shares outstanding - diluted       | <b>41,101</b>                               | <b>43,600</b> | <b>41,107</b>                              | <b>43,352</b> |

Excluded from diluted weighted average number of shares are 3,921 anti-dilutive options for the three month period ended September 30, 2015 (2014 - 1,335) and 2,833 anti-dilutive options for the nine month period ended September 30, 2015 (2014 - 1,180).



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### 13. SEGMENTED INFORMATION

Transactions between operating segments are priced on an arm's length basis in a manner similar to transactions with third parties.

|   | Three months ended<br>September 30, |               | Nine months ended<br>September 30, |                |
|---|-------------------------------------|---------------|------------------------------------|----------------|
|   | 2015                                | 2014          | 2015                               | 2014           |
|   | \$                                  | \$            | \$                                 | \$             |
| <b>Revenue</b>                                |                                     |               |                                    |                |
| Structures                                    | 37,546                              | 49,104        | 138,732                            | 167,939        |
| Energy Services                               | 3,934                               | 6,688         | 14,720                             | 25,232         |
| Logistics                                     | 15,542                              | 23,935        | 70,850                             | 92,390         |
| International                                 | 2,342                               | 5,057         | 5,897                              | 12,192         |
| <b>Total Revenue</b>                          | <b>59,364</b>                       | <b>84,784</b> | <b>230,199</b>                     | <b>297,753</b> |
| <b>Depreciation of Property and Equipment</b> |                                     |               |                                    |                |
| Structures                                    | 10,127                              | 8,566         | 28,916                             | 25,158         |
| Energy Services                               | 1,513                               | 1,495         | 4,606                              | 4,611          |
| Logistics                                     | 1,039                               | 1,240         | 3,107                              | 3,653          |
| International                                 | 1,091                               | 1,176         | 3,276                              | 3,941          |
| Corporate                                     | 459                                 | 560           | 1,515                              | 1,555          |
| <b>Total Depreciation</b>                     | <b>14,229</b>                       | <b>13,037</b> | <b>41,420</b>                      | <b>38,918</b>  |
| <b>Profit (Loss)</b>                          |                                     |               |                                    |                |
| Structures                                    | 7,734                               | 19,855        | 35,698                             | 68,617         |
| Energy Services                               | (444)                               | 585           | (1,042)                            | 2,879          |
| Logistics                                     | 2,415                               | 3,369         | 11,658                             | 13,753         |
| International                                 | (228)                               | 182           | (2,674)                            | (964)          |
| Corporate                                     | (1,511)                             | (12,801)      | (27,488)                           | (45,632)       |
| <b>Total Profit</b>                           | <b>7,966</b>                        | <b>11,190</b> | <b>16,152</b>                      | <b>38,653</b>  |
| <b>Capital Expenditures (Additions)</b>       |                                     |               |                                    |                |
| Structures                                    | 11,337                              | 31,635        | 41,496                             | 58,273         |
| Energy Services                               | 375                                 | 299           | 1,557                              | 3,828          |
| Logistics                                     | —                                   | 163           | 631                                | 2,691          |
| International                                 | 143                                 | 1,119         | 4,095                              | 5,532          |
| Corporate                                     | 124                                 | 1,701         | 322                                | 3,171          |
| <b>Total Capital Expenditures</b>             | <b>11,979</b>                       | <b>34,917</b> | <b>48,101</b>                      | <b>73,495</b>  |



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**13. SEGMENTED INFORMATION (continued)**

|                                     | September 30, 2015 | December 31, 2014 |
|-------------------------------------|--------------------|-------------------|
|                                     | \$                 | \$                |
| <b>Property and Equipment</b>       |                    |                   |
| Structures                          | 426,068            | 404,222           |
| Energy Services                     | 55,117             | 58,303            |
| Logistics                           | 20,394             | 23,274            |
| International                       | 35,822             | 35,644            |
| Corporate                           | 17,583             | 19,179            |
| <b>Total Property and Equipment</b> | <b>554,984</b>     | <b>540,622</b>    |
| <b>Intangible Assets</b>            |                    |                   |
| Structures                          | 7,878              | 8,312             |
| Energy Services                     | 53                 | 60                |
| <b>Total Intangible Assets</b>      | <b>7,931</b>       | <b>8,372</b>      |
| <b>Goodwill</b>                     |                    |                   |
| Structures                          | 34,557             | 33,850            |
| Energy Services                     | 1,369              | 1,369             |
| <b>Total Goodwill</b>               | <b>35,926</b>      | <b>35,219</b>     |
| <b>Assets</b>                       |                    |                   |
| Structures                          | 502,782            | 496,549           |
| Energy Services                     | 62,548             | 66,749            |
| Logistics                           | 44,778             | 58,092            |
| International                       | 37,985             | 37,401            |
| Corporate                           | 34,589             | 43,743            |
| <b>Total Assets</b>                 | <b>682,682</b>     | <b>702,534</b>    |



**NOTES TO UNAUDITED INTERIM  
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
 For the three and nine month periods ended September 30, 2015 and 2014

### 13. SEGMENTED INFORMATION (continued)

Geographic and customer information

|                      | Three months ended<br>September 30, |               | Nine months ended<br>September 30, |                |
|----------------------|-------------------------------------|---------------|------------------------------------|----------------|
|                      | 2015                                | 2014          | 2015                               | 2014           |
|                      | \$                                  | \$            |                                    |                |
| <b>Revenue</b>       |                                     |               |                                    |                |
| Canada               | 48,185                              | 71,045        | 199,130                            | 267,065        |
| United States        | 8,838                               | 8,682         | 25,173                             | 18,496         |
| Australia            | 2,341                               | 5,057         | 5,896                              | 12,192         |
| <b>Total Revenue</b> | <b>59,364</b>                       | <b>84,784</b> | <b>230,199</b>                     | <b>297,753</b> |

The allocation of sales to the geographic segments is based upon the customer location where the product is utilized.

|   | September 30, 2015 | December 31, 2014 |
|---|--------------------|-------------------|
|   | \$                 | \$                |
| <b>Property and Equipment, Intangibles and Goodwill</b>       |                    |                   |
| Canada  | 448,670            | 463,698           |
| United States   | 114,349            | 84,871            |
| Australia   | 35,822             | 35,644            |
| <b>Total Property and Equipment, Intangibles and Goodwill</b> | <b>598,841</b>     | <b>584,213</b>    |

### 14. COMMITMENTS AND CONTINGENCIES

At September 30, 2015, Black Diamond had made capital expenditure commitments with key manufacturers of modular structures in the amount of \$989 (December 31, 2014 - \$29,354) for delivery of modular structures in the next six months.

**NOTES TO UNAUDITED INTERIM  
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 For the three and nine month periods ended September 30, 2015 and 2014

## 15. RELATED PARTY TRANSACTIONS

The amounts due to related parties include distribution and royalties payable to the non-controlling interests and trade payables to the investment in associate, are non-interest bearing and due on demand. The amount due from related party relates to current interest receivable on the note receivable.

The following table provides the total amount of transactions that have been entered into with related parties during the nine months ending September 30, 2015 and 2014, as well as balances with related parties as at September 30, 2015 and December 31, 2014.

|  | Three months<br>ended September<br>30, |         | Nine months<br>ended September<br>30, |         | Due from related<br>party |      | Due to related<br>party |      |
|--|--|---------|---------------------------------------|---------|---------------------------|------|-------------------------|------|
|  | 2015                                   | 2014    | 2015                                  | 2014    | 2015                      | 2014 | 2015                    | 2014 |
|  | \$                                     | \$      | \$                                    | \$      | \$                        | \$   | \$                      | \$   |
| <b>Associate</b>                         |  |         |                                       |         |                           |      |                         |      |
| Northern Frontier                        |  |         |                                       |         |                           |      |                         |      |
| Interest income on note receivable       | 123                                    | —       | 123                                   | —       | 123                       | —    | —                       | —    |
| Construction services operation expenses | (2,284)                                | —       | (2,284)                               | —       | —                         | —    | 2,284                   | —    |
| <b>Non-controlling interests</b>         |  |         |                                       |         |                           |      |                         |      |
| Limited partnerships                     |  |         |                                       |         |                           |      |                         |      |
| Royalties and distributions declared     | (472)                                  | (1,720) | (4,104)                               | (5,713) | —                         | —    | 540                     | 905  |
|  | (2,633)                                | (1,720) | (6,265)                               | (5,713) | 123                       | —    | 2,824                   | 905  |