

# Second Quarter Report

June 30, 2024



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Canada Development  
Investment Corporation

La Corporation de développement  
des investissements du Canada

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### Corporate Address:

Toronto Head Office  
161 Bay Street, Suite 4540  
Toronto, ON M5J 2S1

Ottawa Office  
50 O'Connor Street, Suite 1610  
Ottawa, ON K1P 6L2

**Telephone:** (416) 966-2221

**Website:** [www.cdev.gc.ca](http://www.cdev.gc.ca)

## Statement of Management Responsibility by Senior Officials

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Management is responsible for the preparation and fair presentation of these interim condensed consolidated financial statements in accordance with IAS 34, *Interim Financial Reporting* and for such internal controls as management determines are necessary to enable the preparation of interim condensed consolidated financial statements that are free from material misstatement. Management is also responsible for ensuring all other information in this quarterly financial report is consistent, where appropriate, with the interim condensed consolidated financial statements.

Based on my knowledge, these unaudited interim condensed consolidated financial statements present fairly, in all material respects, the financial position, the financial performance and cash flows of the Corporation, as at the date of and for the periods presented in the interim condensed consolidated financial statements.

The interim condensed consolidated financial statements were authorized for issue by the Board of Directors on August 15, 2024.



Elizabeth A. Wademan  
President & Chief Executive Officer



Carlos Gallardo  
Chief Financial Officer

Toronto, Ontario  
August 15, 2024

## Management Discussion and Analysis of Results – for the period ended June 30, 2024

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The public communications of Canada Development Investment Corporation (“CDEV”), including this quarterly report, may include forward-looking statements that reflect management’s expectations regarding CDEV’s objectives, strategies, outlooks, plans, anticipations, estimates and intentions.

By their nature, forward-looking statements involve numerous factors and assumptions, and they are subject to inherent risks and uncertainties, both general and specific. In particular, any predictions, forecasts, projections or other elements of forward-looking statements may not be achieved. A number of risks, uncertainties and other factors could cause actual results to differ materially from what we currently expect.

This Management Discussion and Analysis of Results is as of June 30, 2024 and should be read in conjunction with CDEV’s unaudited interim condensed consolidated financial statements for the period ended June 30, 2024 and CDEV’s Annual Report for the year ended December 31, 2023.

### Corporate Overview

CDEV, a federal Crown corporation, was incorporated in 1982 to provide a commercial vehicle for Government equity investment and to manage commercial holdings of the Government. CDEV’s primary objective is to carry out its activities in the best interests of Canada, operating in a commercial manner. In addition to providing financial advisory on a range of mandates and projects, CDEV is responsible for acting as the asset manager, providing oversight and responsibility for a diverse group of companies (the “Group of Companies”). The CDEV Group of Companies account for over \$50 billion in assets and include the following wholly owned subsidiaries:

*Canada Hibernia Holding Corporation (“CHHC”)* holds and manages the federal government’s minority ownership interests of 8.5% in the Hibernia Development Project (“Hibernia”), which is an oilfield offshore Newfoundland and Labrador. Hibernia is operated by Hibernia Management and Development Company Ltd. Incorporated in 1993, CHHC has a management team, led by a President based in Calgary, which is experienced in the oil industry and provides expertise in technical operations, marketing, transportation, and finance.

*Canada Eldor Inc. (“CEI”)* has no operations, but has responsibility for servicing liabilities, chiefly arising from an agreement of purchase and sale with Cameco Inc. entered into in 1988.

*Canada TMP Finance Limited’s (“TMP Finance”)* primary responsibility is to provide financing to its subsidiary, *Trans Mountain Corporation (“TMC”)*. TMC has a mandate to operate the existing Trans Mountain Pipeline. TMC has a corporate structure with approximately 700 employees led by a seasoned executive team.

*Canada Enterprise Emergency Funding Corporation (“CEEFC”)* manages the Large Employer Emergency Financing Facility (“LEEFF”) program designed to provide bridge financing and assist in the recovery of Canada’s largest employers from the economic impact of the COVID-19 pandemic. Established in May 2020, CEEFC is led by a President and CEO. Employees of CDEV provide management services to CEEFC through a services agreement, along with external legal and financial advisors. The financial results for CEEFC have not been included in CDEV’s consolidated results as discussed in note 4c) of the consolidated financial statements for December 31, 2023.

*Canada Growth Fund Inc. (“CGF”)* was incorporated in December 2022, with the mandate to make investments that catalyze substantial private sector investment in Canadian businesses and projects to

## **Management Discussion and Analysis of Results – for the period ended June 30, 2024 (continued)**

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help transform and grow Canada's economy at speed and scale on the path to net zero. CDEV and CGF have entered into an Investment Management Agreement ("IMA") with the Public Sector Pension Investment Board ("PSP Investments") and a new subsidiary of PSP Investments, Canada Growth Fund Investment Management Inc. ("CGFIM"), formalizing the structure whereby CGFIM provides investment management services to CGF. The financial results for CGF have not been included in CDEV's consolidated results as discussed in note 4c) of the consolidated financial statements for December 31, 2023.

*Canada Innovation Corporation ("CIC")* is mandated to help to maximize business investment in research and development across all sectors and in all regions of Canada to promote innovation-driven economic growth. It was incorporated in February 2023, and an interim CIC team was established to build up the Corporation's internal capabilities and processes. The Government of Canada announced in December 2023 that the full implementation of this new entity is now scheduled for no later than 2026-2027.

CDEV is also directly responsible for receiving payments related to the Net Profits Interest and Incidental Net Profits Interest agreements (collectively, "NPI") from the owners of the Hibernia offshore oil project, and all its related obligations pursuant to a Memorandum of Understanding with Natural Resources Canada.

### **Canada Development Investment Corporation**

In the first half of 2024, CDEV management continued to work on its mandate for TMC, including: to pursue the Trans Mountain expansion project to protect the Government's investment, to ensure compliance with applicable laws and rules, and to operate in a manner consistent with Canada's commitment to advance reconciliation with Indigenous peoples. CDEV continues to work with TMC and financial advisors to obtain the financing needed for the TMEP.

In the six months ended June 30, 2024, CDEV received \$93.0 million in NPI payments from the Hibernia Project Owners, \$8.6 million of which was received from CHHC and eliminated upon consolidation. The receipts are recorded as an increase in the NPI reserve.

We paid no dividends in the first half of 2024 or 2023. We retain suitable levels of cash and cash equivalents and short-term investments to remain prepared to undertake future activities and to fund potential contingencies.

### **Trans Mountain Corporation**

With the commercial commencement of the expanded pipeline system occurring on May 1, 2024, TMC has completed the expansion in alignment with the Federal Government's direction and priority to provide increased access to international markets for Canadian crude oil producers. All deliveries have since been subject to the Expanded System tariff and tolls and both pipelines are transporting crude TMC can load cargoes from its state-of-the-art loading facility, Westridge Marine Terminal, with three berths providing tidewater access to global markets. Therefore, 2 months are represented in the statements. In the six months ended June 30, 2024, TMC generated \$600 million in revenue and \$398 million in earnings before interest, taxes, and depreciation ("EBITDA"). In the comparative period TMC generated \$364 million in revenue and \$203 million in EBITDA. We note that under TMC's continuing use of US GAAP, revenue and EBITDA were \$521 million and \$319 million respectively compared to \$260 million and \$98 million in the comparative period. For details see note 19 of the interim condensed consolidated financial statements.

In the current six-month period TMC spent approximately \$0.9 billion on the TMEP, excluding financing costs, in addition to the \$26.4 billion spent through to December 2023 under CDEV ownership. As of June 30, 2024, construction of the TMEP was nearly complete, with cleanup, reclamation, road and civil work expected to continue throughout the remainder of 2024. The TMEP was mechanically complete, with the

## Management Discussion and Analysis of Results – for the period ended June 30, 2024 (continued)

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final “golden weld” occurring on April 11, 2024.

For further details please see the TMC Q2 2024 financial report at [www.transmountain.com](http://www.transmountain.com).

### Canada TMP Finance Limited

Canada TMP Finance is the parent of TMC and its entities. Until Q1 2022, TMP Finance provided funding to TMC at a ratio of 45% equity and 55% debt. To finance these advances, TMP Finance borrowed from the Canada Account administered by Export Development Canada (“EDC”), a federal Crown corporation. Certain regulatory financial requirements of TMC are also provided by TMP Finance to TMC through an undrawn credit facility with the Canada Account.

At June 30, 2024, the available limit on the Construction Facility was \$13.5 billion and the outstanding amount on the Construction Facility was \$12.6 billion. There are no further cash draws permitted and there are no other required payments on the Canada Account borrowings until maturity, with all interest charges paid in kind and added to the principal of loan when interest is due.

TMC has an Equator Principles 4 (“EP4”) compliant credit agreement with a syndicate of lenders (the “Syndicated Credit Agreement”) dated April 29, 2022 and as amended most recently on May 17, 2024, which contains two senior revolving facilities, an \$18.9 billion syndicated facility (the “Syndicated Facility”) and a \$100 million letter of credit facility (“LC Facility”), for a combined available credit of \$19.0 billion under the two facilities. EP4 is a risk management framework adopted by financial institutions for identifying, assessing, and managing environmental and social risks for large infrastructure projects. The Syndicated Credit Agreement matures August 31, 2026, and the facilities include a guarantee provided from the Government of Canada which was increased in conjunction with the increase to the Syndicated Credit Agreement.

In the first half of 2024, gross loan interest expense was \$978 million, of which \$562 million was capitalized and added to the capital cost of the project and will be depreciated over the useful life of the pipeline. In the comparative period gross interest was \$664 million with \$573 million capitalized. The increase is due to higher loan balances and higher interest rates on the syndicated credit facility in 2024. On May 1, 2024, upon commercial commencement of the Expanded System, the TMEP assets were transferred from construction work in progress to their respective fixed asset classification resulting in commencement of depreciation and amortization as well as cessation in the capitalization of interest.

### Canada Hibernia Holding Corporation

CHHC’s after-tax income of \$35.2 million in the six months ended June 30, 2024 was \$2.6 million or 7% lower than \$37.8 million recorded in the comparative period due mainly to lower net crude oil revenue, higher operating expenses and depletion and depreciation expenses, partially offset by lower foreign exchange losses and income taxes.

Net crude oil revenue, calculated as crude oil sales less royalties and net profits interest (“NPI”), decreased by 5% to \$71.3 million in the six months ended June 30, 2024 from \$75.0 million in the comparative period, driven by a 13% decrease in sales volumes, partially offset by an 8% increase in average realized oil price and lower royalty and NPI expense. (On consolidation, Net crude oil revenue for the first half of 2024 was \$78.1 million (2023 - \$82.8 million) due to the elimination of NPI payments made to CDEV.)

Sales volumes decreased by 13% to 0.90 million barrels of oil in the first half of 2024 from 1.03 million barrels in the comparative period, due to a 6% decrease in CHHC’s average daily production volume combined with a build of oil in inventory. Average gross field production volumes of 66,800 barrels per day in the first six months of 2024 were 6% lower than the comparative period, due to natural production

## Management Discussion and Analysis of Results – for the period ended June 30, 2024 (continued)

declines.

CHHC sells its oil based on the Dated Brent (“Brent”) benchmark price for crude oil, in US dollars (USD). The price of Brent crude increased by 5% to average US \$84.08 per barrel in the first half of 2024 from US \$79.76 per barrel in the first half of 2023. CHHC’s average realized USD oil price increased by 7% to US\$83.77 per barrel in the first half of 2024, reflecting the increase in Brent combined with a more favorable differential to Brent. On a Canadian dollar basis, CHHC’s average realized oil price increased by 8% to \$113.31 per barrel in the first six months of 2024 from \$105.22 per barrel in the comparative period, which was relatively consistent with the 7% increase in USD realized price as there was no significant change in average exchange rates.

Drilling and facilities capital expenditures in the first half of 2024 of \$16.2 million were focused on drilling activities in the Hibernia Main Field and the 4D seismic program.

### Canada Eldor Inc.

There was no significant change in the management of CEI’s liabilities. CEI continues to pay for costs relating to the decommissioning of former mine site properties in Saskatchewan and for retiree benefits of certain former employees. A plan is in place that should allow for the transfer of the remaining mine site properties to the Institutional Control Program within two years. During the first half of 2024, the liability for site restoration decreased by \$0.4 million due to the settlement of obligations, partly offset by an increase in the provision estimate. CEI holds cash and cash equivalents plus funds within the Consolidated Revenue Fund totaling \$10 million to pay for CEI’s total estimated liabilities of \$3 million.

### Canada Enterprise Emergency Funding Corporation

Since March 2020, management of CDEV has administered the implementation of the LEEFF program on behalf of the Government through CEEFC, including the retention of financial and legal advisors. On May 20, 2020, CEEFC received a mandate letter and term sheet from the Minister of Finance detailing the objective for LEEFF to help protect Canadian jobs, help Canadian businesses weather the related economic downturn and avoid bankruptcies of otherwise viable firms where possible. Since July 2022, CEEFC is no longer accepting new LEEFF applications.

As discussed in note 4(c) of the consolidated financial statements for the year ended December 31, 2023, CEEFC has not been consolidated within CDEV as CDEV is not deemed to have control over CEEFC based on the criteria outlined in IFRS 10.

Select financial results for CEEFC are shown below:

(\$ Millions)	2020	2021	2022	2023	YTD 2024	Total to June 30, 2024
Loan commitments made	320	7,108	193	-		7,621
Loans funded	110	2,588	405	-		3,103
Equity Investments <sup>(1)</sup>	-	500	-	-		500
Loan Principal Repayments	-	380	35	338	12	765
Preferred shares issued/(redeemed)	200	2,890	-	-	(330)	2,760

<sup>(1)</sup> As part of a financing agreement with Air Canada, CEEFC purchased \$500 million worth of Air Canada Class B Voting shares.

During the first quarter of 2024, CEEFC redeemed \$330 million of the preference shares from the

## **Management Discussion and Analysis of Results – for the period ended June 30, 2024 (continued)**

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Government of Canada. CEEFC prepares its financial statements using Public Sector Accounting Standards. Costs incurred by CDEV related to the development of LEEFF have been recovered from CEEFC. For details on the financial and operating results of CEEFC please see the CEEFC Q2-24 financial report at [www.ceefc-cfuec.ca](http://www.ceefc-cfuec.ca).

### **Canada Growth Fund**

CDEV, through the CGF Board, ensures oversight and compliance, but is not directly involved in CGF's investment activities. CGF issues preferred shares to the government to fund its investments.

For details on the financial and operating results of CGF please see the CGF Q2-24 Financial Statements and MD&A at [www.cgf-fcc.ca](http://www.cgf-fcc.ca). As discussed in note 4(c) of the consolidated financial statements for the year ended December 31, 2023, CGF has not been consolidated within CDEV as CDEV is not deemed to have control over CGF based on the criteria outlined in IFRS 10.

### **Analysis of External Business Environment**

The ongoing management of our holdings will depend on overall market and economic conditions as well as factors specific to the underlying company or investment. No material changes have been identified since December 31, 2023 as described in the 2023 Annual Report.

### **Risks and Contingencies**

TMP Finance is a borrower of \$17 billion which creates financial risk for CDEV. As the loans are from the Government, this risk is assessed as low. TMC also is a borrower of almost \$18 billion from commercial banks. This debt is guaranteed by the Government which reduces the financial risk to CDEV. At the date the consolidated financial statements for the year ended December 31, 2023, there was a refinancing risk given the additional financing required to service its existing debt and working capital obligations. Subsequently this material uncertainty has been resolved with the commercial commencement of the Expanded System on May 1, 2024, and the increase and extension of the Syndicated Credit Agreement on May 17, 2024, which is expected to provide sufficient funds for TMC to meet its obligations as they become due. The increase to the facility included a corresponding increase to the guarantee provided from the Government of Canada.

TMC's ability to service existing and future debt may depend on a number of factors, including future financial and operating performance of TMC, overall economic conditions, and financial, regulatory, and other factors, many of which are beyond TMC's direct control. On November 30, 2023, the Canada Energy Regulator ("CER") approved Trans Mountain's preliminary interim commencement date tolls. At the commencement of service on the Expanded System, on May 1, 2024, TMC began recording revenue on the basis of these preliminary interim tolls. The interim tolls are currently under examination by the CER due to issues raised by shippers, with process steps continuing through to the second half of 2025.

The other risks and contingencies described in the 2023 Annual Report remain unchanged.

### **Financial Statements for the Period Ended June 30, 2024**

The interim condensed consolidated financial statements for the three and six months ended June 30, 2024 with comparative figures for the three and six months ended June 30, 2023, have been prepared in accordance with International Financial Reporting Standards ("IFRS Accounting Standards") applicable to interim periods, including IAS 34, *Interim Financial Reporting*.



## Management Discussion and Analysis of Results – for the period ended June 30, 2024 (continued)

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TMC prepares its financial statements in accordance with US GAAP. To read the US GAAP Q2 2024 TMC financial statements please go to [www.transmountain.com](http://www.transmountain.com). Note 19 in CDEV's consolidated financial statements presents TMC financial results in US GAAP, adjustments made to the statements to convert these results to IFRS Accounting Standards and the TMC financial results in IFRS Accounting Standards as consolidated into CDEV.

Consolidated revenue for the six months ended June 30, 2024 was \$678 million, compared to revenue of \$448 million in the comparative period. The increase is largely due to a \$240 million increase in transportation revenue, partially offset by lower net crude oil revenue and lease revenue. The increase in transportation revenue is mainly due to the commercial in-service of the TMEP beginning May 1, 2024, as revenues reflect a partial quarter's contribution from the Expanded System. Net crude oil revenue decreased to \$78 million from \$83 million in the comparative period due to lower crude oil sales revenue, partially offset by lower royalty expenses. Lease revenue decreased by \$6 million due to two tanks being recalled from Pembina to be used in TMEP operations and lower Edmonton tank terminal flowthrough costs.

Total expenses for the six-month period, excluding finance costs, were \$431 million, compared to \$261 million in the comparative period. The increase is primarily due to a \$121 million increase in depreciation due to the in-service of the TMEP assets which began depreciation in May 2024. Salaries and benefits also increased by \$27 million largely due to higher head count with TMEP in service as well as higher incentive programs and benefits costs. Other administrative expenses increased by \$14 million, largely related to loss on retirements of PPE and asset retirement costs by TMC.

Interest expense of \$418 million in the six-month period ended June 30, 2024 increased from \$91 million in the prior year period. Gross interest expense increased for the period due to higher loan amount outstanding, combined with a decrease in capitalized interest as capitalized interest on TMEP ceased upon in-service in May 2024. There were also higher guarantee fees due to the guarantee being a fixed rate following the credit facility amendment on March 24, 2023.

Net income (loss) before income taxes for the six-month period ended June 30, 2024 was \$(160) million, compared to \$109 million in the comparative period. The decrease is mainly due to higher loan interest and depreciation expense, partly offset by the higher transportation revenue.

Income taxes for the six months ended June 30, 2024 of \$(2) million was lower than the \$49 million recorded in the comparative period, mainly due to TMC being in a net loss before taxes position for the current period.

Cash and cash equivalents as at June 30, 2024 increased to \$535 million compared to \$321 million at December 31, 2023 mainly due to operating cash flow of \$371 million. The increase in borrowing of \$1.7 billion was offset by \$1.8 billion in capital cash expenditures on property, plant and equipment.

Accounts receivable of \$206 million increased by \$32 million from December 31, 2023 largely due higher trade receivables due to the in-service of the TMEP and increased revenues by TMC partly offset by the collection of flood insurance proceeds.

Property, plant, and equipment of \$35.1 billion increased by \$1.3 billion since year end primarily due to \$1.6 billion in capital expenditures including capitalized interest related to TMEP, net of depletion.

Trade and other payables of \$633 million decreased by \$396 million from December 31, 2023 primarily due to decreased TMC capital accruals and construction holdbacks related to the TMEP.

Long-term loans payable increased to \$35.0 billion from \$33.0 billion at year end due to \$1.7 billion in draws on the syndicated credit facility and paid in kind interest of \$0.4 billion added to the EDC loan balance. Long-term interest payable increased to \$84 million at June 30, 2024 from \$63 million at year end due to

**Management Discussion and Analysis of Results – for the period ended June 30, 2024  
(continued)**

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the guarantee fee payable which has increased from prior year due to accumulation of guarantee fees which is payable upon maturity.

Non-current provision for decommissioning obligations decreased to \$600 million at June 30, 2024 from \$642 million at December 31, 2023 due to an increase in the discount rate used during the period partly offset by TMEP additions.

Interim Condensed Consolidated Financial Statements of

**CANADA DEVELOPMENT INVESTMENT  
CORPORATION**

Three and six months ended June 30, 2024

(Unaudited)

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Interim Condensed Consolidated Statement of Financial Position (Unaudited)  
(Thousands of Canadian Dollars)

	June 30, 2024	December 31, 2023
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 534,895	\$ 321,331
Short-term investments	105,378	63,808
Trade and other receivables (note 17)	206,096	173,915
Income taxes recoverable	3,144	2,196
Other current assets	156,683	28,190
Current portion of Investments held for future obligations	2,041	1,809
	1,008,237	591,249
Non-current assets:		
Property, plant and equipment (note 5)	35,069,319	33,740,735
Investments held for future obligations	165,454	132,464
Restricted cash (note 4)	10,364	15,463
Restricted investments	113,661	105,428
Right-of-use assets (note 6)	68,674	60,529
Other assets (note 7)	259,005	283,821
	35,686,477	34,338,440
	\$ 36,694,714	\$ 34,929,689
<b>Liabilities and Shareholder's Equity</b>		
Current liabilities:		
Trade and other payables	\$ 633,295	\$ 1,029,615
Current portion of lease liabilities (note 6)	12,578	19,874
Current portion of Net Profits Interest ("NPI") Provision	-	5,000
Current portion of provision for decommissioning obligations (note 9(a), (b))	3,351	4,193
Current portion of provision for site restoration (note 9)	1,933	1,680
Other current liabilities (note 8)	191,024	61,342
	842,181	1,121,704
Non-current liabilities:		
Loans payable (note 10)	35,034,483	32,975,494
Long-term interest payable	83,974	62,671
Deferred income taxes	679,674	694,995
Provision for decommissioning obligations (note 9(a), (b))	599,941	641,749
Lease liabilities (note 6)	67,056	54,617
Provision for site restoration (note 9)	832	1,524
Defined benefit obligation	56,917	58,285
Other non-current liabilities	134,895	67,708
	36,657,772	34,557,043
Shareholder's equity:		
Share capital	1	1
Contributed surplus	603,294	603,294
NPI reserve (note 11)	110,550	27,731
Accumulated deficit	(1,568,822)	(1,410,993)
Accumulated other comprehensive income	49,738	30,909
	(805,239)	(749,058)
	\$ 36,694,714	\$ 34,929,689

Commitments (note 15)  
Contingencies (note 16)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

On behalf of the Board:  Director  Director

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Interim Condensed Consolidated Statement of Comprehensive Income (Loss)  
(Unaudited)  
(Thousands of Canadian Dollars)

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
<b>Revenue:</b>				
Transportation revenue (note 14)	\$ 401,144	\$ 165,847	\$ 566,952	\$ 326,798
Net crude oil revenue (note 13)	26,612	47,532	78,093	82,778
Lease revenue (note 14)	15,394	17,483	29,384	35,244
Other revenue	1,772	2,529	4,022	3,346
	444,922	233,391	678,451	448,166
<b>Other income:</b>				
Facility use and processing fees	344	495	594	810
Foreign exchange gains	360	680	1,462	1,093
	445,626	234,566	680,507	450,069
<b>Expenses:</b>				
Depletion and depreciation (note 5,6)	152,895	37,382	191,437	70,608
Pipeline operating expenses (note 14)	64,487	50,097	115,037	107,981
Crude oil operating, transportation and marketing (note 13)	4,432	6,896	14,015	13,016
Salaries and benefits	42,193	26,422	79,206	52,235
Professional fees	6,011	4,016	10,392	8,713
Foreign exchange losses	151	1,093	312	2,037
Change in provision for site restoration (note 9)	(7)	(13)	258	(84)
Other administrative	18,581	6,197	20,129	6,475
	288,743	132,090	430,786	260,981
<b>Finance expenses (income):</b>				
Interest expense (note 10)	353,626	54,220	418,084	90,716
Interest income	(8,427)	(9,732)	(18,346)	(19,117)
Unwind of discount on decommissioning obligations (note 9)	5,252	4,813	10,279	8,915
	350,451	49,301	410,017	80,514
<b>Net income (loss) before income taxes</b>	(193,568)	53,175	(160,296)	108,574
<b>Income taxes:</b>				
Current	6,523	9,711	16,281	15,941
Deferred	(32,072)	16,671	(18,748)	32,680
	(25,549)	26,382	(2,467)	48,621
<b>Net income (loss)</b>	\$ (168,019)	\$ 26,793	\$ (157,829)	\$ 59,953
<b>Other comprehensive income (loss):</b>				
<i>Items that may be reclassified subsequently to profit or loss</i>				
Currency translation adjustment	2,856	(5,662)	9,484	(5,857)
<i>Items that will not be reclassified to profit or loss</i>				
Remeasurements of defined benefit obligations	1,694	(4,984)	9,345	(4,984)
	4,550	(10,646)	18,829	(10,841)
<b>Comprehensive income (loss)</b>	\$ (163,469)	\$ 16,147	\$ (139,000)	\$ 49,112

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Interim Condensed Consolidated Statement of Changes in Shareholder's Equity  
(Unaudited)  
(Thousands of Canadian Dollars)

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
<b>Share capital</b>				
Balance, beginning and end of period	\$ 1	\$ 1	\$ 1	\$ 1
<b>Contributed surplus</b>				
Balance, beginning and end of period	603,294	603,294	603,294	603,294
<b>Net Profits Interest reserve</b>				
Balance, beginning of period	66,633	54,298	27,731	5,463
NPI Provision/payments	-	-	(1,528)	-
NPI received	43,917	43,881	84,347	92,716
Dividends	-	-	-	-
Balance, end of period	110,550	98,179	110,550	98,179
<b>Accumulated deficit</b>				
Balance, beginning of period	(1,400,803)	(449,878)	(1,410,993)	(483,038)
Net income (loss)	(168,019)	26,793	(157,829)	59,953
Dividends	-	-	-	-
Balance, end of period	(1,568,822)	(423,085)	(1,568,822)	(423,085)
<b>Accumulated other comprehensive income</b>				
Balance, beginning of period	45,188	49,541	30,909	49,736
Other comprehensive income (loss)	4,550	(10,646)	18,829	(10,841)
Balance, end of period	49,738	38,895	49,738	38,895
<b>Total shareholder's equity</b>	<b>\$ (805,239)</b>	<b>\$ 317,284</b>	<b>\$ (805,239)</b>	<b>\$ 317,284</b>

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Interim Condensed Consolidated Statement of Cash Flows  
(Unaudited)  
(Thousands of Canadian Dollars)

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
		(note 20)		(note 20)
<b>Cash provided by (used in):</b>				
<b>Operating activities:</b>				
Net income (loss)	\$ (168,019)	\$ 26,793	\$ (157,829)	\$ 59,953
Adjustments for:				
Depletion and depreciation	152,895	37,382	191,437	70,608
Loss (gain) on derecognition of assets	11,151	1,121	11,151	1,350
Income tax expense	(25,549)	26,382	(2,467)	48,621
Interest income	(8,427)	(9,760)	(18,346)	(19,117)
Non-capitalized unpaid interest	199,181	53,391	261,911	88,213
Net change in defined benefits	1,512	92	2,171	(832)
Change in provision for site restoration	(7)	(13)	258	(84)
Unwind of discount on provisions	5,252	4,813	10,279	8,915
Lease interest expense	905	577	1,808	1,136
Payment of lease liabilities, interest portion	(905)	(551)	(1,808)	(1,076)
Interest received	9,718	9,140	18,853	18,140
Provisions settled	(1,777)	(953)	(3,262)	(2,092)
Income taxes paid	(9,902)	(7,348)	(17,297)	(14,953)
	166,028	141,066	296,859	258,782
Change in non-cash working capital (note 12)	41,388	(36,896)	74,096	(22,840)
	207,416	104,170	370,955	235,942
<b>Financing activities:</b>				
Proceeds from loans payable	700,000	2,520,000	1,675,000	4,890,000
Debt issuance costs	(14,516)	(372)	(14,660)	(6,883)
NPI refunds paid	-	-	(6,528)	-
NPI received	43,917	43,881	84,347	92,716
Payment of lease liabilities, principal portion	(8,297)	(10,287)	(12,142)	(19,470)
	721,104	2,553,222	1,726,017	4,956,363
<b>Investing activities:</b>				
Purchase of property, plant and equipment	(721,135)	(2,757,447)	(1,831,409)	(5,126,809)
Insurance proceeds	1,265	-	34,842	2,505
Internal use software expenditures	(3,881)	(4,239)	(6,581)	(7,326)
Purchase of Short-term investments	(105,082)	-	(105,082)	(56,828)
Sale of Short-term investments	63,005	-	63,005	31,803
Change in restricted cash	788	2,700	5,099	77,594
Purchase of restricted investments	(5,020)	(6,055)	(12,621)	(7,871)
Change in investments held for future obligations	(31,692)	37,120	(33,220)	35,586
	(801,752)	(2,727,921)	(1,885,967)	(5,051,346)
Effects of FX translation on cash	788	(1,211)	2,559	(1,223)
Change in cash and cash equivalents	127,556	(71,740)	213,564	139,736
Cash and cash equivalents, beginning of period	407,339	521,382	321,331	309,906
<b>Cash and cash equivalents, end of period</b>	<b>\$ 534,895</b>	<b>\$ 449,642</b>	<b>\$ 534,895</b>	<b>\$ 449,642</b>
<b>Represented by:</b>				
Cash	\$ 534,895	\$ 449,642	\$ 534,895	\$ 449,642
Cash equivalents	-	-	-	-
	\$ 534,895	\$ 449,642	\$ 534,895	\$ 449,642

Total interest and standby fees paid on the loans payable for the three and six months ended June 30, 2024 was \$284,118 and \$561,592 respectively (2023 - \$164,045 and \$264,511, respectively).

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 1. Reporting entity:

The Corporation is comprised of its parent, Canada Development Investment Corporation ("the Corporation" or "CDEV") and its wholly owned subsidiaries: Canada Eldor Inc. ("CEI"), Canada Hibernia Holding Corporation ("CHHC"), Canada TMP Finance Ltd. ("TMP Finance"), Trans Mountain Corporation ("TMC"), and Canada Innovation Corporation ("CIC"). Canada Growth Fund Inc. ("CGF") and Canada Enterprise Emergency Funding Corporation ("CEEFC") are not consolidated.

### Parent

Canada Development Investment Corporation was incorporated in 1982 under the provisions of the *Canada Business Corporations Act* and is wholly owned by His Majesty in Right of Canada. The Corporation is an agent Crown corporation listed in Schedule III, Part II of the *Financial Administration Act* and is not subject to the provisions of the *Income Tax Act*. In November 2007, the Minister of Finance informed CDEV that its mandate "should reflect a future focused on the ongoing management of its current holdings in a commercial manner, providing assistance to the Government of Canada ("GoC") in new policy directions suited to CDEV's capabilities, while maintaining the capacity to divest CDEV's existing holdings, and any other Government interests assigned to it for divestiture, upon the direction of the Minister of Finance".

In July 2015, CDEV was issued a directive (P.C. 2015-1107) pursuant to section 89 of the *Financial Administration Act* to align its travel, hospitality, conference and event expenditure policies, guidelines and practices with Treasury Board policies, directives and related instruments in a manner that is consistent with CDEV's legal obligations. CDEV aligned its policies, guidelines and practices as of October 2015 and will continue to report on the status of the directive in its corporate plan.

In August 2019, the GoC transferred to CDEV its activities related to the management of the Net Profits Interest ("NPI") and Incidental Net Profits Interest ("INPI") agreements under the Hibernia Development Project which were previously managed by Natural Resources Canada.

The address of CDEV's registered office is 79 Wellington Street West, Suite 3000, Box 270, TD Centre, Toronto, Ontario, M5K 1N2. The address of CDEV's principal place of business is 161 Bay Street, Suite 4540, Toronto, Ontario, M5J 2S1.

### Subsidiaries

Trans Mountain Corporation and Canada TMP Finance Ltd. were incorporated in 2018 under the provisions of the *Canada Business Corporations Act*. The companies are subject to the *Financial Administration Act*. TMP Finance is an agent of His Majesty in Right of Canada. TMC is also subject to the *Income Tax Act*. TMC is a non-agent Crown corporation which allows it to borrow from parties other than the GoC.

TMC owns and operates the Trans Mountain pipeline ("TMPL") and the Puget Sound pipeline ("Puget Pipeline"). On May 1, 2024, Trans Mountain began commercial operations of the Trans Mountain Expansion Project ("TMEP"), which increased the capacity of the TMPL from approximately 300,000 bpd to approximately 890,000 bpd. Collectively, the newly constructed pipeline and the original pipeline operate as the expanded pipeline system ("Expanded System").

TMP Finance is the parent company of TMC. Until the second quarter of 2022, it provided debt and equity financing to TMC funded by loans from His Majesty in Right of Canada, administered by Export Development Canada ("EDC"). The existing loans remain outstanding. See note 10 for loan details.



# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 1. Reporting entity (continued):

CEI was incorporated under the provisions of the *Canada Business Corporations Act*. It is subject to the *Financial Administration Act*, is an agent of His Majesty in Right of Canada and is not subject to the provisions of the *Income Tax Act*. During 1988, CEI sold substantially all of its assets and operations to Cameco Corporation (“Cameco”) in exchange for share capital of the purchaser and a promissory note. As a result of the sale of the Cameco shares and the assumption of certain of CEI’s remaining debt by the Government in 1995, CEI is left with the net cash proceeds from the final sale of Cameco shares as its only significant asset. CEI’s remaining obligations include site restoration and retiree defined benefit obligations.

CHHC was incorporated under the provisions of the *Canada Business Corporations Act* and was acquired by CDEV in March 1993. CHHC is subject to the *Financial Administration Act* and the *Income Tax Act*. CHHC’s sole purpose is the holding and management of its interest in the Hibernia Development Project (“Hibernia Project”), which is an oil development and production project located offshore Newfoundland and Labrador. The Hibernia Project comprises the original Hibernia Development Project area, where CHHC has an 8.5% working interest, and the Hibernia Southern Extension Unit (“HSE Unit”), where CHHC has a current 5.67% working interest. CHHC’s working interest in the HSE Unit is subject to adjustment in accordance with the applicable provisions in the HSE Unit Agreement. The Hibernia Project is of strategic importance to CHHC as it is CHHC’s sole business activity from which it derives all of its crude oil revenues.

An account is maintained on behalf of the working interest owners of each the Hibernia Development Project and the HSE Unit by its operator, Hibernia Management and Development Company Ltd. (“HMDC”) and ExxonMobil Canada Properties, respectively, acting as agent (a “joint account”). All common project expenditures are charged to the joint account which is owned and funded by the participants in proportion to their working interests.

On May 10, 2020, CDEV was issued a directive (P.C. 2020-305) pursuant to section 89 of the *Financial Administration Act* to incorporate a subsidiary, and to take such steps as are necessary to facilitate the subsidiary’s administration of a credit support program for large Canadian companies in response to COVID-19 emergency, in accordance with any directive that may be given to that Subsidiary. On May 11, 2020, CEEFC was incorporated in compliance with the directive. CEEFC was incorporated under the *Canada Business Corporations Act* to administer, approve and fund transactions in accordance with terms approved by the Minister of Finance in relation to the Large Employer Emergency Financing Facility program (“LEEFF”) which was designed to provide bridge financing to Canada’s largest employers in response to the COVID-19 emergency. CEEFC is subject to the *Financial Administration Act* and is not subject to the provisions of the *Income Tax Act*.

CDEV was issued a directive (P.C. 2022-1269) on December 2, 2022 under section 89 of the *Financial Administration Act* to procure the incorporation of a wholly-owned subsidiary to be named Canada Growth Fund Inc. and to take such steps as necessary to facilitate the subsidiary’s establishment as a new public investment fund making investment decisions within its mandate, on an arm’s length basis from the GoC, and in accordance with the terms of directive (P.C. 2022-1272) given to the subsidiary.

On December 13, 2022, Canada Growth Fund Inc. was incorporated under the *Canada Business Corporations Act* and authorized to issue Common Shares and Class A Preference Shares. CGF’s

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 1. Reporting entity (continued):

mandate is to make investments that catalyze substantial private sector investment in Canadian businesses and projects to help transform and grow Canada's economy at speed and scale on the path to net-zero. As announced in Budget 2023, CGF has engaged services and expertise of the Public Sector Pension Investment Board ("PSP Investments") and its personnel in the implementation of the CGF mandate. A wholly owned subsidiary of PSP Investments, Canada Growth Fund Investment Management Inc. acts as the independent investment manager of CGF. CGF was consolidated in CDEV's results until November 16, 2023.

CDEV was issued a directive (P.C. 2023-0039) on January 31, 2023 under section 89 of the *Financial Administration Act* to procure the incorporation of a wholly owned subsidiary and to take such steps as are necessary to facilitate the subsidiary's implementation of its objects. On February 8, 2023 the Corporation incorporated Canada Innovation Corporation ("CIC") under the *Canada Business Corporations Act*. CIC was given the mandate to maximize business investment in research and development across all sectors, and in all regions of Canada, to promote innovation-driven economic growth. The government of Canada announced in December 2023 that the full implementation of the CIC is scheduled for no later than 2026-2027.

## 2. Basis of preparation:

### a) Statement of compliance:

These interim condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS Accounting Standards") issued by the International Accounting Standards Board applicable to interim periods, in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. These interim condensed consolidated financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the audited consolidated financial statements and notes for the year ended December 31, 2023.

The interim condensed consolidated financial statements were authorized for issue by the Board of Directors on August 15, 2024.

### b) Basis of measurement:

The interim condensed consolidated financial statements have been prepared on the historical cost basis as set out in the accounting policies below, except as permitted by IFRS Accounting Standards and otherwise indicated within these notes.

### c) Functional and presentation currency:

Unless otherwise noted, amounts are presented in Canadian dollars, which is the functional currency of the Corporation's operations, except for the Puget Pipeline which uses the U.S. dollar as its functional currency.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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### 3. Material Accounting Policy Information:

These interim condensed consolidated financial statements have been prepared following the same accounting policies and methods of application as those presented in note 4 of the annual audited consolidated financial statements for the year ended December 31, 2023, except for those policies which have changed as a result of the adoption of new accounting standards, amendments or interpretations effective January 1, 2024, as described below. In addition, income taxes on earnings or loss in the interim periods are accrued using the income tax rate that would be applicable to the expected total annual earnings or loss.

#### a) Changes in accounting policies:

The following accounting standards, amendments to standards and interpretations issued by the International Accounting Standards Board ("IASB"), and set out in the CPA Canada Handbook, are effective for the first time in the current financial year and have been adopted effective January 1, 2024 in accordance with the applicable transitional provisions.

- (i) Amendments to IAS 1, *Presentation of Financial Statements, Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants*

The amendments clarify that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and make clear

#### a) Changes in accounting policies (continued):

that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services. The amendments also address the classification (as current or non-current), presentation and disclosures of liabilities for which an entity's right to defer settlement for at least twelve months is subject to the entity complying with conditions after the reporting period. The amendments are applied retrospectively effective for annual periods beginning on or after January 1, 2024. The application of these amendments had no impact on the Corporation's interim condensed consolidated financial statements.

#### b) Use of estimates and judgments:

The timely preparation of the Corporation's interim condensed consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ materially from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future years affected. Critical judgments and key sources of estimation uncertainty are the same as those disclosed in note 4(w) of the Corporation's annual consolidated financial statements for the year ended December 31, 2023.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 4. Restricted cash:

	June 30, 2024	December 31, 2023
Restricted cash – TMC held for future abandonment costs	\$ 457	\$ 5,981
Restricted cash – TMC held as security	750	750
Restricted cash – CHHC letters of credit	9,157	8,732
	<b>\$ 10,364</b>	<b>\$ 15,463</b>

## 5. Property, plant and equipment:

	Construction work in progress	Pipeline	Oil development assets, production facilities and corporate	TOTAL
<b>Cost</b>				
Balance at January 1, 2023	\$ 20,499,855	\$ 3,672,398	\$ 561,284	\$ 24,733,537
Additions	9,902,541	-	24,097	9,926,638
Transfers	(69,657)	69,657	-	-
Decommissioning adjustments	-	108,875	17,584	126,459
Derecognition	-	(4,036)	-	(4,036)
Foreign exchange movements	(103)	(6,804)	-	(6,907)
Balance at December 31, 2023	\$ 30,332,636	\$ 3,840,090	\$ 602,965	\$ 34,775,691
Additions	1,550,899	-	16,145	1,567,044
Transfers	(31,141,948)	31,141,948	-	-
Decommissioning adjustments	-	(44,247)	(7,612)	(51,859)
Derecognition	-	(14,849)	-	(14,849)
Foreign exchange movements	220	10,364	-	10,584
Balance at June 30, 2024	\$ 741,807	\$ 34,933,306	\$ 611,498	\$ 36,286,611
<b>Accumulated depletion and depreciation</b>				
Balance at January 1, 2023	\$ -	\$ 427,472	\$ 483,967	\$ 911,439
Depletion and depreciation	-	105,173	21,154	126,327
Derecognition	-	(1,642)	-	(1,642)
Foreign exchange movements	-	(1,168)	-	(1,168)
Balance at December 31, 2023	\$ -	\$ 529,835	\$ 505,121	\$ 1,034,956
Depletion and depreciation	-	172,055	12,088	184,143
Derecognition	-	(3,586)	-	(3,586)
Foreign exchange movements	-	1,779	-	1,779
Balance at June 30, 2024	\$ -	\$ 700,083	\$ 517,209	\$ 1,217,292
<b>Carrying amounts:</b>				
At December 31, 2023	\$ 30,332,636	\$ 3,310,255	\$ 97,844	\$ 33,740,735
At June 30, 2024	\$ 741,807	\$ 34,233,223	\$ 94,289	\$ 35,069,319

On May 1, 2024, upon commercial commencement of the Expanded System, the TMEP assets were transferred from construction work in progress to their respective fixed asset classification resulting in commencement of depreciation and amortization as well as cessation in the capitalization of interest.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 5. Property, plant and equipment (continued):

Construction costs continue to be incurred for the TMEP related to the remaining cleanup, reclamation and road and civil work. As of June 30, 2024, construction in progress related to the TMEP was \$84.9 million compared to \$29.7 billion as of December 31, 2023, and construction in progress related to capital expenditures on the existing pipeline system was \$93.8 million as of June 30, 2024, compared to \$79.2 million as of December 31, 2023.

During the period ended June 30, 2024 capitalized interest of \$140,392 and \$561,815 were included in the additions to construction work in progress – pipeline for the three and six months ended June 30, 2024 respectively (2023 - \$312,412 and \$573,293).

At June 30, 2024, costs related to oil development assets and production facilities subject to the calculations of depletion and depreciation included future development costs of \$516,030 (December 31, 2023 - \$532,200). For details on decommissioning adjustments, see note 9, Provisions.

At each reporting date, the Corporation assesses its CGUs for indicators of impairment or when facts and circumstances suggest the carrying amount may exceed the recoverable amount. Impairment losses recognized in prior periods, other than goodwill impairments, are assessed at each reporting date for any indicators that the impairment losses may no longer exist or may have decreased.

### Oil development and production facility CGU

There were no indicators of impairment noted for the oil development assets and production facility CGU at June 30, 2024 and December 31, 2023 and accordingly an impairment test was not required.

### Pipeline CGU

As at September 30, 2023, the Corporation identified indicators of impairment for the Corporation's Pipeline CGU as at September 30, 2023 and performed an impairment test that resulted in the entire goodwill balance being written off. There was no impairment of PP&E as a result of the impairment testing performed as at that date. As at December 31, 2023, the Corporation identified indicators of impairment for its Pipeline CGU relating to increased constructions costs and delays to the in-service date for TMEP. An impairment test was performed, and no impairment was recognized. Refer to the Corporation's annual consolidated financial statements for the year ended December 31, 2023 for further details.

There have been no material changes to TMC's existing operations or the TMEP construction which would indicate impairment. Accordingly, an impairment test as of June 30, 2024 was not required.

## 6. Right-of-use assets and leases:

The Corporation leases certain assets including office buildings, land and equipment.

The category of equipment includes the Corporation's proportionate working interest share of three support vessels leased by HMDC on behalf of the Hibernia Project owners. The leases comprise monthly fixed payments, extend to the year 2032. Equipment leases also include construction camp equipment, a power substation, vehicles and office equipment.

Land includes lease for space at the Westridge Marine Terminal which consists of land and water area as well as land for pump stations and temporary construction space and extend up to the year 2104.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 6. Right-of-use assets and leases (continued):

The category of buildings includes the monthly fixed lease payments made for the Corporation's office building spaces in Alberta, B.C. and Ontario. The leases extend to the year 2031.

Certain contracts contain renewal options. The execution of such options is not reasonably certain and will depend on future market conditions and business needs at the time when such options are to be exercised. Some leases are subject to annual changes in Consumer Price Index ("CPI") and the lease liability is remeasured when there are changes to the CPI. Additionally, some real estate leases contain variable lease payments related to operating costs.

The Corporation is not exposed to any significant additional potential cash outflows that are not included in the reported amount of the lease liabilities, other than certain termination penalties which the Corporation considers not reasonably certain to be incurred as at June 30, 2024.

### Consolidated Statement of Financial Position:

Details of right-of-use assets are as follows:

	Equipment and Vehicles	Land and Buildings	Total
December 31, 2022	\$ 22,102	\$ 60,006	\$ 82,108
Additions	3,635	949	4,584
Lease modifications	6,676	2,870	9,546
Incentives	-	(547)	(547)
Depreciation*	(15,346)	(19,784)	(35,130)
Foreign exchange	(32)	-	(32)
December 31, 2023	\$ 17,035	\$ 43,494	\$ 60,529
Additions	5,710	-	5,710
Lease modifications	10,701	807	11,508
Depreciation*	(4,594)	(4,527)	(9,121)
Foreign exchange	48	-	48
June 30, 2024	\$ 28,900	\$ 39,774	\$ 68,674

\*Includes depreciation costs capitalized as additions to PPE of \$4,908 and \$15,125 for the period ended June 30, 2024 and 2023, respectively.

Details of lease liabilities are as follows:

	Six months ended June 30, 2024	Year ended December 31, 2023
Lease liabilities, opening	\$ 74,491	\$ 98,010
Additions	5,710	4,584
Lease modification	11,508	9,546
Interest expense	1,974	4,265
Lease payments	(14,116)	(41,865)
Foreign exchange movements	67	(49)
Lease liabilities, closing	\$ 79,634	\$ 74,491

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 6. Right-of-use assets and leases (continued):

Current	\$	12,578	\$	19,874
Non-current		67,056		54,617
	\$	79,634	\$	74,491

Maturity analysis – contractual undiscounted cash flows:

	2024	2025-2028	Thereafter	Total
Lease liabilities	\$ 19,500	\$ 39,019	\$ 122,359	\$ 180,878

Consolidated Statement of Comprehensive Income and Statement of Cash Flows:

	June 30, 2024	June 30, 2023
Consolidated Statement of Comprehensive Income:		
Interest on lease liabilities	\$ 1,974	\$ 2,111
Less: capitalized lease interest	(166)	(975)
Net interest on lease liabilities	1,808	1,136
Consolidated Statement of Cash Flows:		
Total cash outflow for leases	\$ (14,116)	\$ (20,623)

## Lessor

Operating leases in which the Corporation is the lessor relate to merchant tanks owned by the Corporation and housing located along the pipeline right of way or in the proximity of pump stations. For the six months ended June 30, 2024, lease income for merchant tank operating leases recognized in "Lease revenue" totaled \$29,384 (2023 - \$35,244), which included the variable lease payments described above.

## 7. Other assets:

	June 30, 2024	December 31, 2023
Payments to be recovered through tolls	\$ 165,084	\$ 194,171
Internal-use software	39,563	36,260
Recoverable projects	38,407	46,312
Other	15,951	7,078
	\$ 259,005	\$ 283,821

Payments to be recovered through tolls includes \$165,084 (2023 - \$194,171) relating to the Bulk Oil Cargo Fee ("BOCF") which provides the Western Canada Marine Response Corporation ("WCMRC") with funds for spill response and is collected from shippers based on volume of commodities moved through WCMRC's marine response area. BOCF related to TMEP is to be recovered from shippers through tolls in the 5 years after TMEP in-service. The pension asset of \$11,134 (2023 - \$3,814) is included in Other above. Recoverable Projects relates to costs for projects that are reimbursable by third parties.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 8. Other current liabilities:

	June 30, 2024	December 31, 2023
Dock premiums	\$ 46,079	\$ 41,138
Environmental accrual	9,534	9,722
Defined benefit obligation	1,850	1,870
Contract liabilities (note 14)	121,950	213
Other	11,611	8,399
	<b>\$ 191,024</b>	<b>\$ 61,342</b>

## 9. Provisions:

Changes to provisions for decommissioning obligations and site restoration were as follows:

	Decommissioning Obligations			Site restoration
	Pipeline	Wells & Facilities	Total	
Balance at January 1, 2023	\$ 400,763	\$ 106,039	\$ 506,802	\$ 4,131
Additional provisions	-	-	-	575
Changes in estimates	(1,109)	11,707	10,598	(226)
Obligations settled	-	(3,677)	(3,677)	(1,352)
Changes in discount rate	109,984	5,877	115,861	9
Effect of foreign exchange	(668)	-	(668)	-
Unwind of discount	13,305	3,721	17,026	67
Balance at December 31, 2023	<b>\$ 522,275</b>	<b>\$ 123,667</b>	<b>\$645,942</b>	<b>\$ 3,204</b>
Additional provisions	224,331	-	244,331	-
Changes in estimates	(111,143)	403	(110,740)	-
Obligations settled	-	(2,527)	(2,527)	(735)
Changes in discount rate	(157,436)	(8,015)	(165,451)	258
Effect of foreign exchange	1,496	-	1,496	-
Unwind of discount	8,178	2,063	10,241	38
Balance at June 30, 2024	<b>\$ 487,701</b>	<b>\$115,591</b>	<b>\$ 603,292</b>	<b>\$ 2,765</b>
Current	\$ -	\$ 3,351	\$ 3,351	\$ 1,933
Non-current	487,701	112,240	599,941	832
	<b>\$ 487,701</b>	<b>\$115,591</b>	<b>\$ 603,292</b>	<b>\$ 2,765</b>

### a) Provision for decommissioning obligations of wells and facilities:

The provision for decommissioning obligations is based on the Corporation's net ownership interest in wells and facilities and management's estimate of costs to abandon and reclaim those wells and facilities as well as an estimate of the future timing of the costs to be incurred. The Corporation estimates the total future undiscounted liability to be \$223,207 at June 30, 2024 (December 31, 2023 - \$224,710). Estimates of decommissioning obligation costs can change significantly based on factors such as operating experience and changes in laws and regulations.

These obligations will be settled based on the expected timing of abandonment, which currently extends up to the year 2048 and is based upon the useful lives of the underlying assets. The provision was calculated at June 30, 2024 using an average inflation rate of 2.5% (December 31, 2023 - 2.5%) and was discounted using an average risk-free rate of 3.45% (December 31, 2023 - 3.11%).



# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 9. Provisions (continued):

b) Provision for decommissioning obligations of pipeline:

The provision for decommissioning obligations for the pipeline properties is based on management's estimate of costs to abandon which is estimated to be \$487,701 at June 30, 2024 (December 31, 2023 - \$522,275) discounted at a risk-free rate of 3.39% (December 31, 2023 - 3.02%). There were additional provisions to reflect the expanded system commencement on May 1, 2024. The undiscounted decommissioning liability is estimated to be \$11,386,000 (December 31, 2023 - \$8,820,000) with an inflation rate of 3.00% (December 31, 2023 - 3.00%) and an expected remaining economic life of 95 years.

The decommissioning provision reflects the discounted cash flows expected to be incurred to decommission TMC's pipeline system. The estimated economic life of assets covered by the decommissioning is estimated at 95 years. The estimated economic life is used to determine the undiscounted cash flows at the time of decommissioning and is reflective of the expected timing of economic outflows relating to the provision.

## 10. Loans payable:

On August 29, 2018, the Corporation, through TMP Finance entered into Credit Agreements with Her Majesty in Right of Canada. The facilities are part of the Canada Account of the GoC, administered by EDC. On March 25, 2019, the Corporation entered into an amended CER Credit Agreement which allows it to borrow funds for the purpose of providing financial assurance for the TMPL as required by the CER. The Acquisition Facility was used to fund the acquisition of the Trans Mountain Pipeline entities. The Construction Facility is used primarily to finance the TMEP construction. The CER Facility allows the Corporation to borrow funds for the purpose of providing financial assurance for the Trans Mountain Pipeline as required by the CER.

The loans are due on the respective maturity dates. The maturity date for all GoC loan facilities was amended to August 29, 2027 effective June 7, 2024. Details of the facilities at June 30, 2024 are as follows:

Facility	Total Available Credit June 30, 2024	Outstanding Amounts June 30, 2024	Outstanding Amounts December 31, 2023	Interest Rate Disbursed amounts	Standby Fee Undisbursed amounts	Maturity Date
Acquisition	\$ 4,670,000	\$ 4,670,000	\$ 4,670,000	4.7%	-	August 29, 2027
Construction (a)	13,500,000	12,619,319	12,224,470	4.7%	-	August 29, 2027
CER <sup>(3)*</sup>	550,000	-	-	4.7%	0.30%	August 29, 2027
<b>Total with GoC</b>		<b>\$ 17,289,319</b>	<b>\$ 16,894,470</b>			
<b>Amended Syndicated Facility</b>	\$ 19,000,000	\$ 17,745,164	\$ 16,081,024	Variable <sup>(1)</sup>	0.125% <sup>(2)</sup>	August 31, 2026
		<b>\$ 35,034,483</b>	<b>\$ 32,975,494</b>			
<b>Presented as:</b>						
Non-current		\$ 35,034,483	\$ 32,975,494			

(1) TMC is charged a guarantee fee equal to 0.25% of the outstanding loan amount on the syndicated bank facility by the Canada Account managed by EDC.

(2) Standby fee was 0.04 % to Mar 23, 2023, and 0.125% thereafter.

(3) Previously referred to as the NEB Facility.

a) The availability of the Construction Credit Facility is limited to any borrowing authority issued by the Minister of Finance.

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Notes to Interim Condensed Consolidated Financial Statements (unaudited)

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(All dollar amounts are stated in thousands of Canadian dollars)

## 10. Loans payable (continued):

March 24, 2022 amendments to the Construction Credit Facility include the requirement to repay advances from EDC on the Canada Account pursuant to any funding request made after February 18, 2022. On April 29, 2022, TMC closed external financing on April 29, 2022 and all amounts advanced by EDC to TMP Finance after February 18, 2022 were repaid including interest. Upon the repayment, the available credit was reduced to nil for cash draws. The credit limit for the Construction Facility was increased to \$13.5 billion. Effective for the June 30, 2022 interest payment date, all interest will be paid in kind and added to the Construction Facility balance semi-annually. Commitment fees, previously charged at 0.065%, were discontinued on April 28, 2022, upon repayment of advances related to the funding requests made after February 18, 2022 and no further cash draws are permitted.

### Credit Agreement with Syndicated Lenders

TMC has an Equator Principles 4 (“EP4”) compliant credit agreement with a syndicate of lenders (the “Syndicated Credit Agreement”) dated April 29, 2022 and as amended most recently on May 17, 2024, which contains two senior revolving facilities, a \$18.9 billion syndicated facility (the “Syndicated Facility”) and a \$100 million letter of credit facility (“LC Facility”), for a combined available credit of \$19.0 billion under the two facilities. EP4 is a risk management framework adopted by financial institutions for identifying, assessing, and managing environmental and social risks for large infrastructure projects. The Syndicated Credit Agreement matures August 31, 2026, and the facilities include a guarantee provided from the Government of Canada., which was increased in conjunction with the increase to the Syndicated Credit Agreement. See note 18 for more information on the guarantee and associated fees. There are no financial covenants.

Borrowings under the Syndicated Facility bear interest at the Canadian Prime Rate or Canadian Overnight Repo Rate Average (“CORRA”) plus applicable margins and commitment fees. The effective interest rate for the three and six month periods ended June 30, 2024 was 6.5% and 6.6%, respectively. (2023-6.2% and 5.7%, respectively).

As of June 30, 2024 and December 31, 2023, TMC had letters of credit issued and outstanding under the LC Facility of \$79.9 million and \$69.3 million, respectively. The Syndicated Credit Agreement allows TMC to elect for reallocation of the available credit under the LC Facility to the Syndicated Facility.

On May 17, 2024, the combined available credit under the two facilities was increased to \$19.0 billion of which \$18.9 billion relates to the Syndicated Facility and \$0.1 billion to the LC Facility and the maturity date was extended to August 31, 2026. The increase to the facility included a corresponding increase to the guarantee provided from the Government of Canada.

Total interest expense for the periods ended June 30 is comprised of the following:

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
Interest on Loans payable	\$ 479,539	\$ 357,345	\$ 951,510	\$ 651,961
Amortization of debt issuance costs	1,958	891	3,752	1,664
Guarantee fees	10,898	6,794	21,303	7,614
Standby fees	718	1,021	1,526	1,634
Interest on leases	905	581	1,808	1,136
Interest and fees capitalized	(140,392)	(312,412)	(561,815)	(573,293)
	\$ 353,626	\$ 54,220	\$ 418,084	\$ 90,716

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

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## 10. Loans payable (continued):

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the Corporation's general borrowings during the period of 5.63% (2023 – 5.12%). Loans with the Canada Account were charged interest of 4.7%, and the syndicated loan facility had a variable interest rate.

## 11. Net Profits Interest reserve:

During the period, NPI payments received under the NPI agreements totalled \$92,982 of which \$8,635 was received from CHHC and eliminated upon consolidation (2023 – \$100,766 of which \$8,050 was eliminated). NPI refund payments to owners in the 6 months ended June 30, 2024 were \$7,134 of which \$606 was paid to CHHC and eliminated upon consolidation (2023 – nil).

## 12. Supplemental cash flow disclosure:

Changes in non-cash working capital and other balances for the periods ended June 30 include the following:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Trade and other receivables	\$ (97,016)	\$ (6,132)	\$ (32,181)	\$ 16,994
Change in inventory	(2,586)	783	226	443
Other current assets	(129,015)	(20,189)	(128,159)	(17,446)
Deferred charges and other assets	32,859	(9,220)	30,133	(28,067)
Trade and other payables	(123,651)	(10,647)	(392,849)	336,722
Interest payable	(229,490)	(170,782)	(26,328)	21,249
Other current liabilities	128,029	(24,391)	129,702	(30,973)
Other non-current liabilities	67,613	4,126	71,574	7,382
Change in non-cash working capital and other items	\$ (353,257)	\$ (236,452)	\$ (347,882)	\$ 306,304
Relating to:				
Financing activities	\$ 95	\$ (277)	\$ (47)	\$ 261
Operating activities*	41,388	(36,896)	74,096	(22,840)
Investing activities	(394,740)	(199,279)	(421,931)	328,883
	\$ (353,257)	\$ (236,452)	\$ (347,882)	\$ 306,304

\*Certain comparative figures have been reclassified to conform to the current year's presentation (note 20).

Property, plant and equipment ("PPE") expenditures comprise the following:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
PPE additions (note 5)	\$ (570,465)	\$ (2,889,545)	\$ (1,567,044)	\$ (5,765,830)
Change in non-cash items related to PPE	(152,780)	124,730	(269,273)	623,349
Capitalized lease amortization and interest	2,110	7,368	4,908	15,672
Cash used for PPE expenditures	\$ (721,135)	\$ (2,757,447)	\$ (1,831,409)	\$ (5,126,809)

# CANADA DEVELOPMENT INVESTMENT CORPORATION

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(All dollar amounts are stated in thousands of Canadian dollars)

## 12. Supplemental cash flow disclosure (continued):

The changes in the liabilities arising from financing activities can be classified as follows:

	June 2024	June 2023
Opening balance	\$ 32,975,494	\$ 23,326,805
Cash movements:		
Proceeds from loan payable	1,675,000	4,890,000
Debt issuance costs	(14,660)	(6,883)
Non-cash movements:		
PIK interest	394,849	373,803
Debt issuance costs amortization	3,752	1,664
Other	48	(272)
Closing balance	\$ 35,034,483	\$ 28,585,117

## 13. Net crude oil revenue and operating, transportation and marketing expenses:

a) Net crude oil revenue for the periods ended June 30 is comprised as follows:

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
Crude oil sales	\$ 31,089	\$ 63,716	\$ 101,738	\$ 108,316
Less: royalties	(4,477)	(16,184)	(23,645)	(25,538)
Net crude oil revenue	\$ 26,612	\$ 47,532	\$ 78,093	\$ 82,778

b) Gross crude oil sales represent the entirety of CHHC's revenue generated from contracts with customers. The following table illustrates the disaggregation of crude oil sales by primary geographical market:

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
United States	\$ 31,089	\$ 29,115	\$ 83,502	\$ 57,358
Europe	–	34,601	18,236	50,958
	\$ 31,089	\$ 63,716	\$ 101,738	\$ 108,316

# CANADA DEVELOPMENT INVESTMENT CORPORATION

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(All dollar amounts are stated in thousands of Canadian dollars)

## 13. Net crude oil revenue and operating, transportation and marketing expenses (continued):

c) Operating, transportation and marketing expenses are comprised as follows:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Hibernia Project operating expenses	\$ 6,057	\$ 4,940	\$ 11,296	\$ 9,890
Movement in overlift (underlift) (i)	(2,718)	805	226	465
Crude oil transportation and transshipment	1,062	1,075	2,352	2,506
Crude oil marketing	31	76	141	155
<b>Total operating, transportation and marketing</b>	<b>\$ 4,432</b>	<b>\$ 6,896</b>	<b>\$ 14,015</b>	<b>\$ 13,016</b>

(i) At June 30, 2024, the Corporation was in an underlift position, having sold less barrels than produced. The underlift is recognized as inventory with a corresponding credit to expenses included within operating, transportation and marketing expenses.

## 14. Revenue and operating expenses from pipeline operations:

For the periods ended June 30, revenues and operating expenses from pipeline operations, disaggregated by revenue source and type of revenue, are comprised as follows:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Transportation revenue	\$ 401,144	\$ 165,847	\$ 566,952	\$ 326,798
Lease revenue	15,394	17,483	29,384	35,244
Other revenue	1,572	1,267	3,622	1,884
<b>Total</b>	<b>\$ 418,110</b>	<b>\$ 184,597</b>	<b>\$ 599,958</b>	<b>\$ 363,926</b>

Pipeline operating and production expenses	\$ 64,487	\$ 50,097	\$ 115,037	\$ 107,981
Salaries and benefits	40,227	25,091	75,697	49,804
Other general and administration costs	9,087	6,585	11,630	7,524
<b>Total operating expenses excluding finance costs and depreciation</b>	<b>\$ 113,801</b>	<b>\$ 81,773</b>	<b>\$ 202,364</b>	<b>\$ 165,309</b>

Revenues from pipeline operations are primarily earned in Canada with less than 10% originating outside of Canada.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

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(All dollar amounts are stated in thousands of Canadian dollars)

## 14. Revenue and operating expenses from pipeline operations (continued):

### Contract Balances

Contract assets and contract liabilities are the result of timing differences between revenue recognition, billings and cash collections. Contract assets are recognized in those instances where billing occurs subsequent to revenue recognition and the right to invoice the customer is conditioned on something other than the passage of time. For the periods ended June 30, 2024 and December 31, 2023, there were no contract assets recognized. Contract liabilities are substantially related to capital improvements paid for in advance by certain customers, which are subsequently recognized as revenue on a straight-line basis over the initial term of the related customer contracts as well as pipeline abandonment surcharges collected by customers and recognized as revenue in the future once the abandonment costs are incurred.

The following table presents the activity in contract liabilities:

	Six months ended June 30, 2024	Year ended December 31, 2023
Opening balance	\$ 65,820	\$ 46,626
Additions and modifications	175,115	20,288
Transfer to Revenues	(49,988)	(1,094)
Ending balance	190,947	65,820
Other current liabilities	121,950	213
Other non-current liabilities	68,997	65,607
	\$ 190,947	\$ 65,820

## 15. Commitments:

The Corporation's commitments at June 30, 2024 are summarized in the table below:

	Remainder 2024	2025-2028	Thereafter	Total
Crude oil transportation and transshipment services	\$ 2,353	\$ 23,440	\$ 9,217	\$ 35,010
Hibernia Project contracts	1,056	4,765	1,992	7,813
Pipeline PPE	4,123	-	-	4,123
Other operating commitments	23,412	283,562	885,371	1,192,345
Total Commitments	\$ 30,944	\$ 311,767	\$ 896,580	\$1,239,291

### Other Operating Commitments

Operating commitments primarily relate to commitments to provide funding to support indigenous communities, payments to the Province of British Columbia (the "Province"), and payments for other services. Expenses related to these operating commitments are recorded in "Pipeline operating costs" as incurred. Certain commitments include an estimate for increases in the consumer price index.

In order to meet the conditions to operate in British Columbia, the Corporation is committed to making long term payments to the Province over an initial 20 year term. Payments include an annual guaranteed amount of \$25 million and a variable amount based on spot volume revenue, to a maximum combined payment of \$50 million annually. Future payments included in the above table represent the minimum guaranteed amounts.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

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(All dollar amounts are stated in thousands of Canadian dollars)

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## 16. Contingencies:

The Corporation or its subsidiaries, in the normal course of its operations, may become subject to a variety of legal and other claims against the Corporation.

CEI is co-defendant with the Province of Ontario, the Attorney General of Canada, the Canadian Nuclear Safety Commission and BOC Canada Limited in a proposed class action lawsuit brought by certain residents of the municipality formerly known as Deloro in the County of Hastings, Ontario. The lawsuit is based on the alleged contamination of certain properties. CEI has filed a notice of intent to defend. While no liability is admitted, the financial impact on the Corporation, if defence against the action is unsuccessful, is currently not determinable.

The TMEP has been subject to various legal actions to challenge the federal Government's approval of the TMEP.

In 2021, following the Corporation's termination of the general construction contract (the "Contract") with the general construction contractor for Spreads 1, 4B and 6 (the "GCC"), the GCC provided the Corporation with a Notice of Dispute in relation to amounts it claimed were outstanding pursuant to the Contract. The Corporation subsequently entered into discussions with the GCC and agreed to pay for some work that had been completed. However, the Corporation notified the GCC that it was entitled to reimbursement for costs resulting from the termination. In 2022, the Corporation provided a Notice of Dispute to the GCC. Discussions between the parties are ongoing. Both parties have formally exchanged legal positions and have entered a Standstill Agreement. The final settlement amount cannot be reasonably estimated at this time.

### Flood Insurance Proceeds

In 2021, there was widespread flooding in British Columbia and Washington State, which resulted in financial losses, including damage to TMC's assets and delays to the TMEP construction. The Corporation has recognized a total of \$88.0 million in insurance proceeds since the initial event in 2021. The insurance proceeds receivable as of June 30, 2024 and December 31, 2023 were nil and \$54.4 million, respectively. While certain claims included in the amounts recognized have reached final settlement, there is a claim remaining where the proceeds recognized represent the interim settlement. The amount and timing of any future insurance proceeds on claims in progress cannot be reasonably estimated.

## 17. Risks to the Corporation:

The nature of CDEV's consolidated operations expose the Corporation to risks arising from its financial instruments that may have a material effect on cash flows, profit and comprehensive income. A description of the nature and extent of risks arising from the Corporation's financial assets and liabilities can be found in the notes to the Corporation's annual consolidated financial statements as at December 31, 2023. CDEV is exposed to financial risks including market risk relating to commodity prices, foreign exchange rates and interest rates, as well as credit and contract risk and liquidity risk.

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(All dollar amounts are stated in thousands of Canadian dollars)

## 17. Risks to the Corporation (continued):

### (a) Credit and contract risk:

Credit and contract risk is the risk of financial loss to the Corporation if counterparties do not fulfill their contractual obligations and arises primarily from the Corporation's trade and other receivables. A significant exposure to this risk relates to crude oil sales and oil shipment sales from contracts with customers.

- i. For its crude oil sales contracts, the Corporation has assessed the risk of non-collection of funds as low, as it shares cargos with its marketing agent, generally contracts with large purchasers whose creditworthiness has been appropriately assessed prior to execution of the related contract and utilizes credit risk mitigation tools when necessary under the provisions of its marketing agreement. CHHC's marketing agent maintains credit surveillance over all purchasers.
- ii. For the oil shipment sales contracts, the Corporation limits its exposure to credit risk by requiring shippers who fail to maintain specified credit ratings or a suitable financial position to provide acceptable security, generally in the form of guarantees from credit worthy parties or letters of credit from well rated financial institutions. A majority of the Corporation's customers operate in the oil and gas exploration and development, or energy marketing or transportation industries. There may be exposure to long-term downturns in energy commodity prices, including the price for crude oil, and economic instability from these events or other credit events impacting these industries and customers' ability to pay for services.

As at June 30, 2024 and December 31, 2023 there were no significant accounts receivable past due or impaired.

The composition of the Corporation's trade and other receivables is as follows:

	June 30, 2024	December 31, 2023
Contracts with pipeline shippers	\$ 175,862	\$ 70,406
Contracts with crude oil customers	16,055	17,737
Hibernia Project joint account	1,570	4,340
HST/GST input tax credits	9,621	25,297
Other	2,988	56,135
Trade and other receivables	\$ 206,096	\$ 173,915
Amount outstanding greater than 90 days	\$ 6,903	\$ 1,747

The carrying amount of cash and cash equivalents, restricted cash and restricted investments, and investments held for future obligations balances represents the maximum credit exposure.

Cash and cash equivalents, restricted cash and restricted investments, and investments held for future obligations balances are held by investment-grade Canadian banks and financial institutions and the GoC. All cash equivalents and investments are purchased from issuers with a credit rating of R1 High by Dominion Bond Rating Service. Accordingly, the ECLs provision at June 30, 2024 related to cash and cash equivalents and investments is insignificant. The Corporation realized no actual impairment losses during the periods ended June 30, 2024 or 2023.



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## 17. Risks to the Corporation (continued):

### (b) Liquidity risk:

Liquidity risk is the risk that the Corporation will not be able to meet its work commitments and/or other financial obligations as they become due. The Corporation's approach to managing liquidity is to ensure, to the extent possible, that it will have sufficient liquidity to meet its liabilities when due.

The Corporation forecasts cash requirements to ensure funding is available to settle financial liabilities when they become due. The primary sources of liquidity and capital resources are funds generated from operations and the credit facilities.

The Corporation continues to retain cash and short-term investments that provide it with financial flexibility to meet its obligations as they come due. The Corporation may be exposed to long-term downturns in the energy industry and economic volatility which is mitigated by the current regulatory frameworks governing the Corporation's pipeline operations and the competitive position of the Corporation's pipeline and oil producing assets.

Expected future cash flow from the present operations currently exceeds estimated operating expenses and future capital expenditures, aside from TMEP. External financing was secured by TMC as described in note 10. Trade and other payables and income taxes payable are generally due within one year from the date of the statement of financial position.

### (c) Market risk:

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, and includes foreign exchange, commodity price, and interest rate risk. The Corporation does not use derivative instruments, such as interest rate swaps or forward foreign currency contracts, or other tools and strategies to manage its market related risks.

#### (i) Currency risk:

Currency risk is the risk that the fair value of assets or liabilities or future cash flows will fluctuate as a result of changes in foreign exchange rates. This risk arises on financial instruments denominated in U.S. dollars at the end of the period, consisting primarily of U.S. cash, trade receivables and trade payable balances that arise from revenues and expenditures that are denominated in U.S. dollars. Crude oil is priced in U.S. dollars and fluctuations in USD/CAD exchange rates may have an impact on revenues.

The Puget Pipeline operates in the state of Washington and earns its revenues and incurs most of its expenses in U.S. dollars. Therefore, fluctuations in the U.S. dollar to Canadian dollar exchange rate can affect the earnings contributed by the Puget Pipeline, to our overall results.

The Corporation did not have any foreign exchange rate contracts in place as at or during the period ended June 30, 2024 or 2023.

#### (ii) Interest rate risk:

Interest rate risk is the risk that the fair value of financial instruments or future cash flows will fluctuate as a result of changes in interest rates. The Corporation is exposed to interest rate fluctuations on its cash and cash equivalents and the various investments held. The risk is not considered significant as the Corporation's interest income is less than 2% of total revenue.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

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## 17. Risks to the Corporation (continued):

### (c) Market risk (continued):

The Corporation is exposed to interest rate risk on its outstanding debt borrowings. The Corporation manages interest rate risk by holding both fixed and variable interest rate debt. Borrowings under the Credit Agreement with the EDC are fixed at a rate of 4.7%. Borrowings under the Syndicated Credit Agreement have variable interest rates and a related fixed rate guarantee fee. Variable interest rates are based on CORRA or Prime rates plus applicable margins. Significant increases in such rates can result in a material impact to the Corporation's financial results and cash flows. The Corporation does not use derivative instruments to manage its exposure to this risk.

### (d) Fair value of financial instruments:

The following table shows the carrying amounts and fair values of restricted investments and loans payable including their levels in the fair value hierarchy at June 30, 2024 and December 31, 2023:

	Classification	Hierarchy	Carrying amounts		Fair value	
			2024	2023	2024	2023
<b>Financial assets</b>						
Restricted investments	FVTPL	Level 2	113,661	105,428	113,661	105,428
<b>Financial liabilities</b>						
Loans payable	Amortized cost	Level 2	35,034,483	32,975,494	34,368,248	32,547,762

Fair values for the restricted investments are determined based on observable prices and inputs for similar instruments available in the market, utilizing widely accepted cash flow models to value such instruments. The fair value of loans payable is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Corporation for similar financial instruments.

## 18. Related party transactions:

The Corporation is related in terms of common ownership to all Canadian federal Government departments, agencies and Crown corporations. The Corporation may enter into transactions with some of these entities in the normal course of business under its stated mandate.

CDEV paid \$nil dividends to the Government of Canada during the three and six months ended June 30, 2024 and 2023.

The GoC has provided TMC with a guarantee in relation to its Syndicated Credit Agreement (see Note 10) in exchange for a fee which is accrued at a fixed rate based on outstanding balance under the Syndicated Credit Facility. Prior to March 24, 2023, the guarantee fee was 5% per annum less the daily weighted average interest rate per annum payable by TMC in accordance with the Syndicated Facility. The guarantee provided increased in conjunction with the increase to the Syndicated Credit Agreement on May 17, 2024.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## **18. Related party transactions (continued):**

For the three and six months ended June 30, 2024, TMC incurred \$10.9 million and \$21.3 million in guarantee fees, respectively. For the three and six months ended June 30, 2023, TMC incurred \$6.8 million and \$7.6 million in guarantee fees, respectively. Guarantee fees are included in interest expense. Along with the amendment to the Syndicated Credit Agreement on May 17, 2024, the due date of the guarantee fee payable was extended to August 31, 2027, or upon events of default. As of June 30, 2024 and December 31, 2023, the guarantee fees payable was \$84.0 million and \$62.7 million, respectively, and was recorded in "Long term interest payable".

On July 15, 2020, CEEFC and CDEV entered into a Service Agreement whereby CDEV provides executive, administrative, banking, financial and support services, and other administrative services to facilitate the organization and functioning of CEEFC and CEEFC's administration of the LEEFF program. In the period ended June 30, 2024, CDEV earned management fees from CEEFC of \$400 (June 30, 2023 -\$400). At June 30, 2024, CDEV has a related party receivable from CEEFC of \$591 (December 31, 2023 - \$279).

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Notes to Interim Condensed Consolidated Financial Statements (unaudited)

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(All dollar amounts are stated in thousands of Canadian dollars)

## 19. Supplementary information:

The following presents a breakdown of the primary operating entities comprising CDEV. CDEV corporate, CEI, TMP Finance, CGF (2023) and CIC are grouped as Others:

June 30, 2024								
	TMC (US GAAP)	IFRS Adjustments		TMC (IFRS)	CHHC	Others	Eliminations	Consolidated
<b>Statement of Comprehensive Income:</b>								
<b>Revenues:</b>								
Transportation revenue	\$ 490 474	\$ 76 478 <sup>(1)</sup>		\$ 566 952				\$ 566 952
Lease revenue	29 384			29 384				29 384
Net crude oil revenue				-	71 328	-	6 765	78 093
Other revenue	1 373	2 249		3 622		1 294	(894)	4 022
Other income/ FX		-		-	2 056	-	-	2 056
	521 231	78 727		599 958	73 384	1 294	5 871	680 507
<b>Expenses:</b>								
Goodwill impairment				-				-
Depletion and depreciation	178 129	(2 615) <sup>(2)</sup>		175 514	13 166	10 255	(7 498)	191 437
Operating and production	114 583	454		115 037	14 015	-		129 052
Salaries and benefits	74 608	1 089 <sup>(3)</sup>		75 697	797	2 712		79 206
General and admin Other and FX	13 169	(1 539)		11 630	768	7 616	(74)	19 940
	380 489	(2 611)		377 878	28 746	20 583	(7 572)	419 635
<b>Finance Costs:</b>								
Equity AFUDC	460 624	(460 624) <sup>(4)</sup>		-		-		-
Other, net	467	(11 618)		(11 151)	-	-		(11 151)
Unwind of discount	-	(8 178) <sup>(4)</sup>		(8 178)	(2 063)	(38)		(10 279)
Net Interest (expense)	(456 090)	189 829 <sup>(4)</sup>		(266 261)	6 211	77 442	(217 130)	(399 738)
	5 001	(290 591)		(285 590)	4 148	77 404	(217 130)	(421 168)
<b>Net income before income taxes</b>	<b>145 743</b>	<b>(209 253)</b>		<b>(63 510)</b>	<b>48 786</b>	<b>58 115</b>	<b>(203 687)</b>	<b>(160 296)</b>
Income taxes (recovery)	(35 507)	19 428 <sup>(5)</sup>		(16 079)	13 612	-		(2 467)
<b>Net Income</b>	<b>\$ 181 250</b>	<b>\$ (228 681)</b>		<b>\$ (47 431)</b>	<b>\$ 35 174</b>	<b>\$ 58 115</b>	<b>\$ (203 687)</b>	<b>\$ (157 829)</b>
<b>Other Comprehensive Income</b>	<b>\$ 10 310</b>	<b>\$ 8 519</b> <sup>(6)</sup>		<b>\$ 18 829</b>	<b>\$ -</b>	<b>\$ 37 658</b>	<b>\$ (37 658)</b>	<b>\$ 18 829</b>
<b>Statement of Financial Position:</b>								
<b>Assets:</b>								
Current assets	632 145	(4 000) <sup>(7)</sup>		628 145	111 502	272 934	(4 344)	1 008 237
Non-current assets	36 346 185	(1 515 261) <sup>(8)</sup>		34 830 924	285 969	18 409 604	(17 840 020)	35 686 477
	<b>\$ 36 978 330</b>	<b>\$ (1 519 261)</b>		<b>\$ 35 459 069</b>	<b>\$ 397 471</b>	<b>\$ 18 682 538</b>	<b>\$ (17 844 364)</b>	<b>\$ 36 694 714</b>
<b>Liabilities</b>								
Current liabilities	849 937	(33 738)		816 199	15 517	14 735	(4 270)	842 181
Non-current liabilities	27 698 309	(12 711) <sup>(9)</sup>		27 685 598	134 512	17 293 106	(8 455 444)	36 657 772
	<b>\$ 28 548 246</b>	<b>\$ (46 449)</b>		<b>\$ 28 501 797</b>	<b>\$ 150 029</b>	<b>\$ 17 307 841</b>	<b>\$ (8 459 714)</b>	<b>\$ 37 499 953</b>
<b>Shareholder's Equity</b>								
	<b>\$ 8 430 084</b>	<b>(1 472 812)</b> <sup>(10)</sup>		<b>\$ 6 957 272</b>	<b>\$ 247 442</b>	<b>\$ 1 374 697</b>	<b>\$ (9 384 650)</b>	<b>\$ (805 239)</b>
	<b>\$ 36 978 330</b>	<b>\$ (1 519 261)</b>		<b>\$ 35 459 069</b>	<b>\$ 397 471</b>	<b>\$ 18 682 538</b>	<b>\$ (17 844 364)</b>	<b>\$ 36 694 714</b>

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

## 19. Supplementary information (continued):

June 30, 2023							
	TMC (US GAAP)	IFRS Adjustments	TMC (IFRS)	CHHC	Others	Eliminations	Consolidated
<b>Statement of Comprehensive Income:</b>							
<b>Revenues:</b>							
Transportation revenue	\$ 223,723	\$ 103,075 <sup>(1)</sup>	\$ 326,798				\$ 326,798
Lease revenue	35,244		35,244				35,244
Net crude oil revenue			-	75,041	-	7,737	82,778
Other revenue	1,248	636	1,884		7,805	(6,343)	3,346
Other income/ FX			-	1,884	3	16	1,903
	260,215	103,711	363,926	76,925	7,808	1,410	450,069
<b>Expenses:</b>							
Depletion and depreciation	53,207	4,785 <sup>(2)</sup>	57,992	12,320	296		70,608
Operating and production	108,299	(318)	107,981	13,016	-		120,997
Salaries and benefits	49,115	689 <sup>(3)</sup>	49,804	767	1,664		52,235
General and admin Other and FX	4,640	(1,371)	3,269	2,256	12,759	(5,599)	12,685
	215,261	3,785	219,046	28,359	14,719	(5,599)	256,525
<b>Finance Costs:</b>							
Equity AFUDC	526,298	(526,298) <sup>(4)</sup>	-		-		-
Other, net	717	(5,173)	(4,456)	-	-		(4,456)
Unwind of discount		(7,165) <sup>(4)</sup>	(7,165)	(1,717)	(33)		(8,915)
Net Interest (expense)	(99,429)	105,215 <sup>(4)</sup>	5,786	5,574	197,285	(280,244)	(71,599)
	427,586	(433,421)	(5,835)	3,857	197,252	(280,244)	(84,970)
<b>Net income before income taxes</b>	<b>472,540</b>	<b>(333,495)</b>	<b>139,045</b>	<b>52,423</b>	<b>190,341</b>	<b>(273,235)</b>	<b>108,574</b>
Income taxes (recovery)	116,272	(82,238) <sup>(5)</sup>	34,034	14,587	-		48,621
<b>Net Income</b>	<b>\$ 356,268</b>	<b>\$ (251,257)</b>	<b>\$ 105,011</b>	<b>\$ 37,836</b>	<b>\$ 190,341</b>	<b>\$ (273,235)</b>	<b>\$ 59,953</b>
<b>Other Comprehensive Income</b>	<b>\$ (6,936)</b>	<b>\$ (3,905) <sup>(6)</sup></b>	<b>\$ (10,841)</b>	<b>\$ -</b>	<b>\$ (21,682)</b>	<b>\$ 21,682</b>	<b>\$ (10,841)</b>
<b>Statement of Financial Position:</b>							
<b>Assets:</b>							
Current assets	324,987	(14,069) <sup>(7)</sup>	310,918	177,710	220,579	(12,307)	696,900
Non-current assets	31,560,924	(958,787) <sup>(8)</sup>	30,602,137	216,641	18,915,485	(18,457,485)	31,276,778
	<b>\$ 31,885,911</b>	<b>\$ (972,856)</b>	<b>\$ 30,913,055</b>	<b>\$ 394,351</b>	<b>\$ 19,136,064</b>	<b>\$ (18,469,792)</b>	<b>\$ 31,973,678</b>
<b>Liabilities</b>							
Current liabilities	1,570,724	(10,479)	1,560,245	29,613	15,647	(14,633)	1,590,872
Non-current liabilities	21,426,813	54,931 <sup>(9)</sup>	21,481,744	121,975	16,509,276	(8,047,473)	30,065,522
	<b>\$ 22,997,537</b>	<b>\$ 44,452</b>	<b>\$ 23,041,989</b>	<b>\$ 151,588</b>	<b>\$ 16,524,923</b>	<b>\$ (8,062,106)</b>	<b>\$ 31,656,394</b>
<b>Shareholder's Equity</b>							
	<b>\$ 8,888,374</b>	<b>\$ (1,017,308) <sup>(10)</sup></b>	<b>\$ 7,871,066</b>	<b>\$ 242,763</b>	<b>\$ 2,611,141</b>	<b>\$ (10,407,686)</b>	<b>\$ 317,284</b>
	<b>\$ 31,885,911</b>	<b>\$ (972,856)</b>	<b>\$ 30,913,055</b>	<b>\$ 394,351</b>	<b>\$ 19,136,064</b>	<b>\$ (18,469,792)</b>	<b>\$ 31,973,678</b>

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 19. Supplementary information (continued):

TMC prepares its financial statements in accordance with accounting principles generally accepted in the United States of America ("US GAAP"). IFRS Accounting Standards require that a parent shall prepare its consolidated financial statements using uniform accounting policies for like transactions and other events in similar circumstances. As a result, TMC adjusted its financial data under US GAAP, to conform to IFRS Accounting Standards. These accounting adjustments are presented in the column "Adjustments - IFRS Accounting Standards " and are detailed below:

1) Transportation revenue: Under US GAAP, TMC applies the provisions of ASC 980 Regulated Operations under which the timing of recognition and treatment of certain revenues may differ from that otherwise expected under IFRS Accounting Standards. Under IFRS Accounting Standards, revenue is recognized in accordance with IFRS 15. Under US GAAP, regulatory adjustments are made for differences between transportation revenue recognized pursuant to toll agreements or transportation service agreements as approved by the Canada Energy Regulator and actual toll receipts on the TMPL. These regulatory adjustments are reversed under IFRS.

2) Depreciation is higher under IFRS Accounting Standards due to a higher fixed asset base as a result of the recognition of an asset retirement obligation ("ARO") and the corresponding asset retirement cost. Due to the significant uncertainty around the timing and scope of abandonment, no ARO is recorded under US GAAP, resulting in a correspondingly lower fixed asset base, and lower depreciation under US GAAP.

3) Salaries and benefits expense is higher under IFRS Accounting Standards due to differences in the recognition of pension expense under the two accounting frameworks. Under IFRS Accounting Standards, remeasurements of plan assets and liabilities are reflected immediately in other comprehensive income, while under US GAAP certain gains and losses within the plans are recognized in other comprehensive income and amortized into net income over a longer period. Additionally, there are differences in the determination of interest costs and return on plan assets.

4) Under US GAAP ASC 980, an Allowance for Funds Used During Construction ("AFUDC") is included in the cost of PPE and is depreciated over future periods as part of the total cost of the related asset. AFUDC includes both an interest component and, if approved by the regulator, a cost of equity component which are both capitalized based on rates set out in a regulatory agreement. The interest component of AFUDC results in a reduction in interest expense and the equity component of AFUDC is recognized as finance income. Under IFRS Accounting Standards, there is no recognition of AFUDC, and only interest incurred on debt drawn to fund qualifying capital expenditures is capitalized as defined in IAS 23 *Borrowing Costs*. An unwind of a discount of the decommissioning obligation under IFRS Accounting Standards is also included in finance cost IFRS Accounting Standards adjustments. Under US GAAP, there is no decommissioning obligation to unwind.

5) Taxes under IFRS Accounting Standards are lower due to the adjustments noted above in revenue, depreciation expense, salary and benefit expense, and AFUDC.

6) Other Comprehensive Income under IFRS Accounting Standards differs due to different treatment of pension plan adjustments recognized under US GAAP.

# CANADA DEVELOPMENT INVESTMENT CORPORATION

Notes to Interim Condensed Consolidated Financial Statements (unaudited)

Three and six months ended June 30, 2024

(All dollar amounts are stated in thousands of Canadian dollars)

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## 19. Supplementary information (continued):

7) Current assets under IFRS Accounting Standards are reduced primarily due to timing differences in the revenue recognition between US GAAP and IFRS Accounting Standards.

8) Non-current assets are higher under IFRS Accounting Standards primarily due to adjustments to goodwill and PPE. Upon TMC's acquisition, goodwill was recognized for the excess of the fair value of the consideration paid over the estimated fair value of the net assets acquired. There are differences in the fair value of the net assets under US GAAP and IFRS Accounting Standards primarily related to ARO, regulatory liabilities, and deferred taxes upon acquisition. Following the acquisition, PPE is higher due to the recognition of the ARO and the corresponding asset retirement cost. TMC also records proceeds from certain contracts (Firm 50 premiums) as contributions in aid of construction under US GAAP ASC 980, which reduces fixed assets. These contributions are recognized as revenue under IFRS Accounting Standards.

9) Non-current liabilities are higher under IFRS Accounting Standards primarily due to the recognition of an ARO and other environmental obligations. TMC does not record these obligations under US GAAP as the timing and scope are indeterminate. There are also adjustments to deferred taxes under IFRS Accounting Standards. The differences between US GAAP and IFRS Accounting Standards upon acquisition have a related tax effect which results in lower deferred tax on acquisition. Under US GAAP debt issuance costs are recognized as an asset while they are netted against debt under IFRS Accounting Standards. Additionally, there is an ongoing difference in deferred income taxes related to differences in net income and the tax expense recognized.

10) The cumulative impact of the IFRS Accounting Standards adjustments to shareholder's equity total \$1,473 million with \$229 million being the impact on the 2024 net income.

## 20. Change in classification:

Certain comparative figures in the interim condensed consolidated financial statements and notes were reclassified to conform to this period's presentation.

At December 31, 2023 the Corporation reclassified an amount from "Change in non-cash working capital" to "Non-capitalized unpaid interest" within the "Operating activities" of the consolidated statement of cash flows. This change was made to group the entire impact of the unpaid non-capitalized interest on the consolidated statement of cash flows. Comparative amounts were reclassified for consistency, which resulted in an increase of "Non-capitalized unpaid interest" of \$52,101 and \$86,282 and a decrease of "Change in non-cash working capital" by the same amount in the Statement of Cash Flows for the three and six months ended June 30, 2023 respectively. This reclassification impacted figures disclosed in note 12.