

**CLAIRVEST GROUP INC.**  
**NOTICE TO READER**  
**September 30, 2023**  
**(unaudited)**

**NOTICE TO READER PURSUANT TO NATIONAL INSTRUMENT 51-102 – CONTINUOUS DISCLOSURE OBLIGATIONS**

Under National Instrument 51-102 – Continuous Disclosure Obligations, if an auditor has not performed a review of a reporting issuer's interim financial statements, the financial statements must be accompanied by a notice indicating that they have not been reviewed by an auditor.

The Company's independent auditor has not performed a review of these interim condensed consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

**CLAIRVEST GROUP INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**(unaudited)**

<b>\$000's</b>	<b>September 30</b>	<b>March 31</b>
	<b>2023</b>	<b>2023</b>
<b>ASSETS</b>		
Cash and cash equivalents (notes 4 and 13)	\$ 173,223	\$ 217,870
Temporary investments (note 4)	176,877	172,962
Accounts receivable and other assets (note 11(g))	32,478	65,727
Loans receivable (note 11(f))	37,057	24,350
Income taxes recoverable	16,011	1,142
Carried interest from Clairvest Equity Partners III and IV (note 8)	51,117	49,314
Corporate investments (note 6)	862,149	891,709
Fixed assets (notes 9 and 15(g))	6,710	6,577
	<u>\$ 1,355,622</u>	<u>\$ 1,429,651</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Liabilities</b>		
Accounts payable and accrued liabilities	\$ 19,607	\$ 13,834
Income taxes payable	—	25,201
Derivative instruments liability (note 14)	4,182	7,077
Accrued compensation expense (notes 12 and 15(b))	12,919	17,024
Share-based compensation (note 12)	71,652	74,269
Management participation from Clairvest Equity Partners III and IV (note 8)	40,204	38,365
Deferred income tax liability	26,014	36,154
	<u>174,578</u>	<u>211,924</u>
Contingencies, commitments and guarantees (notes 11 and 15)		
<b>Shareholders' Equity</b>		
Share capital (note 10)	80,642	80,642
Retained earnings	1,100,402	1,137,085
	<u>1,181,044</u>	<u>1,217,727</u>
	<u>\$ 1,355,622</u>	<u>\$ 1,429,651</u>

(see accompanying notes to interim condensed consolidated financial statements)

**CLAIRVEST GROUP INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)**  
**(unaudited)**

\$000's (except per share information)	Quarter ended		Six months ended	
	September 30		September 30	
	2023	2022	2023	2022
<b>REVENUE</b>				
Net investment loss (notes 5 and 6)	\$ (46,762)	\$ (12,488)	\$ (22,293)	\$ (23,509)
Distributions and interest income (notes 6, 7, and 11)	9,263	74,563	16,387	79,163
Carried interest from Clairvest Equity Partners III and IV (note 8)	1,212	5,588	1,803	5,003
Dividend income	690	563	1,369	1,118
Management fees (note 7)	2,886	2,963	6,184	5,834
Advisory and other fees	1,472	568	2,180	1,145
	<u>(31,239)</u>	<u>71,757</u>	<u>5,630</u>	<u>68,754</u>
<b>EXPENSES</b>				
Employee compensation and benefits (notes 12, 15(b) and 15(f))	21,020	4,888	25,587	8,056
Share-based compensation expenses (recovery) (note 12)	(4,869)	6,600	1,225	13,980
Administration and other expenses	2,419	7,730	6,061	9,869
Finance and foreign exchange expenses (recovery)	619	(278)	1,352	(1,805)
Management participation from Clairvest Equity Partners III and IV (note 8)	1,044	4,013	1,839	3,429
	<u>20,233</u>	<u>22,953</u>	<u>36,064</u>	<u>33,529</u>
Income (loss) before income taxes	(51,472)	48,804	(30,434)	35,225
Income tax expense (recovery)	(7,504)	8,720	(5,928)	6,479
<b>Net income (loss) and comprehensive income (loss) for the period</b>	<u>(43,968)</u>	<u>40,084</u>	<u>(24,506)</u>	<u>28,746</u>
Basic and fully diluted net income (loss) and comprehensive income (loss) per share	<u>\$ (2.93)</u>	<u>\$ 2.66</u>	<u>\$ (1.63)</u>	<u>\$ 1.91</u>

(see accompanying notes to interim condensed consolidated financial statements)

**CLAIRVEST GROUP INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY**  
(unaudited)

<b>\$000's</b>	<b>Share capital</b>	<b>Retained earnings</b>	<b>Total shareholders' equity</b>
<b>As at April 1, 2023</b>	\$ 80,642	\$ 1,137,085	\$ 1,217,727
Changes in shareholders' equity			
Net loss and comprehensive loss for the period		<u>(24,506)</u>	<u>(24,506)</u>
		1,112,579	1,193,221
Dividends declared (\$0.8105 per share)		<u>(12,177)</u>	<u>(12,177)</u>
<b>As at September 30, 2023</b>	<b>\$ 80,642</b>	<b>\$ 1,100,402</b>	<b>\$ 1,181,044</b>
<b>As at April 1, 2022</b>	\$ 80,794	\$ 1,098,293	\$ 1,179,087
Changes in shareholders' equity			
Net income and comprehensive income for the period		<u>28,746</u>	<u>28,746</u>
		1,127,039	1,207,833
Dividends declared (\$0.7833 per share)		(11,789)	(11,789)
Purchase and cancellation of shares	<u>(143)</u>	<u>(1,686)</u>	<u>(1,829)</u>
<b>As at September 30, 2022</b>	<b>\$ 80,651</b>	<b>\$ 1,113,564</b>	<b>\$ 1,194,215</b>

(see accompanying notes to interim condensed consolidated financial statements)

**CLAIRVEST GROUP INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(unaudited)**

\$000's	Quarter ended		Six months ended	
	September 30		September 30	
	2023	2022	2023	2022
<b>OPERATING ACTIVITIES</b>				
Net income (loss) and comprehensive income (loss) for the period	\$ (43,968)	\$ 40,084	\$ (24,506)	\$ 28,746
Add (deduct) items not involving a current cash outlay:				
Amortization of fixed assets	331	291	626	582
Share-based compensation (recovery)	(4,869)	6,600	1,225	13,980
Deferred income tax expense (recovery)	(12,071)	22	(10,140)	(13,488)
Net investment loss	46,762	12,488	22,293	23,509
Carried interest and management participation from Clairvest Equity Partners III and IV	(168)	(1,450)	36	(1,324)
Non-cash items relating to foreign exchange forward contracts	5,231	11,796	(692)	15,233
Non-cash items relating to corporate investments	(3,917)	(6,673)	3,362	(9,188)
	<u>(12,669)</u>	<u>63,158</u>	<u>(7,796)</u>	<u>58,050</u>
Adjustments for:				
Net cost on acquisition of temporary investments	(16,356)	(9,535)	(14,224)	(38,401)
Net loans repaid by (advanced to) acquisition entities or the CEP Funds (note 11(f))	48,217	30,311	(12,707)	(409)
Cost of settlement of realized foreign exchange forward contracts	(162)	(662)	(2,203)	(880)
Decrease (increase) in restricted cash	—	359	—	(4,797)
Investments made in investee companies or acquisition entities	(21,800)	(42,610)	(21,800)	(42,610)
Distribution or return of capital from investee companies or acquisition entities	36,014	—	36,014	—
Settlement of share-based compensation liability	(4,070)	(15,663)	(3,842)	(15,340)
	<u>41,843</u>	<u>(37,800)</u>	<u>(18,762)</u>	<u>(102,437)</u>
Net change in non-cash working capital balances related to operations (note 13)	<u>34,732</u>	<u>20,095</u>	<u>(5,153)</u>	<u>22,853</u>
<b>Cash provided by (used in) operating activities</b>	<u><b>63,906</b></u>	<u><b>45,453</b></u>	<u><b>(31,711)</b></u>	<u><b>(21,534)</b></u>
<b>INVESTING ACTIVITIES</b>				
Purchase of fixed assets	(198)	—	(759)	(10)
<b>Cash used in investing activities</b>	<u><b>(198)</b></u>	<u><b>—</b></u>	<u><b>(759)</b></u>	<u><b>(10)</b></u>
<b>FINANCING ACTIVITIES</b>				
Cash dividends paid	(12,177)	(11,789)	(12,177)	(11,789)
Purchase and cancellation of shares	—	(1,829)	—	(1,829)
<b>Cash used in financing activities</b>	<u><b>(12,177)</b></u>	<u><b>(13,618)</b></u>	<u><b>(12,177)</b></u>	<u><b>(13,618)</b></u>
<b>Net increase (decrease) in cash during the period</b>	<b>51,531</b>	<b>31,835</b>	<b>(44,647)</b>	<b>(35,162)</b>
<b>Cash and cash equivalents, beginning of period</b>	<b>121,692</b>	<b>151,420</b>	<b>217,870</b>	<b>218,417</b>
<b>Cash and cash equivalents, end of period (note 13)</b>	<u><b>\$ 173,223</b></u>	<u><b>\$ 183,255</b></u>	<u><b>\$ 173,223</b></u>	<u><b>\$ 183,255</b></u>
<b>Supplemental cash flow information</b>				
Interest received	\$ 7,383	\$ 2,556	\$ 11,085	\$ 4,089
Distributions received	\$ 49,376	\$ 75,631	\$ 49,596	\$ 76,604
Income taxes paid	\$ 10,359	\$ 96	\$ 44,278	\$ 631
Interest paid	\$ 175	\$ 175	\$ 344	\$ 347

**CLAIRVEST GROUP INC.**  
**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
*September 30, 2023 (Tabular Dollar Amounts in Thousands)*  
*(unaudited)*

**1. NATURE OF OPERATIONS**

Clairvest Group Inc. (“Clairvest” or the “Company”) is a private equity management firm that specializes in partnering with management teams and other stakeholders of both emerging and established companies. The company’s shares are traded on the Toronto Stock Exchange (“TSX”) under symbol the CVG. The Company, which operates in only one business segment, actively seeks to form mutually beneficial investments with entrepreneurial businesses.

As at September 30, 2023, Clairvest invests its own capital, and that of third parties, through the following Clairvest Equity Partnerships (the “CEP Funds”):

Clairvest Equity Partners III Limited Partnership (“CEP III”)  
Clairvest Equity Partners IV Limited Partnership (“CEP IV”)  
Clairvest Equity Partners IV-A Limited Partnership (“CEP IV-A”)  
Clairvest Equity Partners V Limited Partnership (“CEP V”)  
CEP V HI India Investment Limited Partnership (“CEP V India”)  
Clairvest Equity Partners V-A Limited Partnership (“CEP V-A”)  
Clairvest Equity Partners VI Limited Partnership (“CEP VI”)  
Clairvest Equity Partners VI-A Limited Partnership (“CEP VI-A”)  
Clairvest Equity Partners VI-B Limited Partnership (“CEP VI-B”)  
Clairvest Equity Partners VII Limited Partnership (“CEP VII”)  
Clairvest Equity Partners VII-A Limited Partnership (“CEP VII-A”)  
Clairvest Equity Partners VII-B Limited Partnership (“CEP VII-B”)

CEP III, CEP IV and CEP IV-A are herein referred to as Clairvest Equity Partners III and IV.

CEP V, CEP V India, CEP V-A, CEP VI, CEP VI-A, CEP VI-B, CEP VII, CEP VII-A and CEP VII-B are herein referred to as Clairvest Equity Partners V, VI and VII.

Clairvest contributes financing and strategic expertise to support the growth and development of its investee companies in order to create realizable value for shareholders.

Clairvest is incorporated under the laws of the Province of Ontario. The Company’s head office is located at 22 St. Clair Avenue East, Suite 1700, Toronto, Ontario, Canada, M4T 2S3.

**2. SIGNIFICANT ACCOUNTING POLICIES**

**Basis of presentation and adoption of new accounting standard**

The unaudited interim condensed consolidated financial statements (“financial statements”) of Clairvest are prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to the preparation of interim financial statements, including International Accounting Standard 34, “*Interim Financial Reporting*” (“IAS 34”).

The accounting policies applied in these unaudited interim condensed consolidated financial statements are based on IFRS as issued by the International Accounting Standards Board (“IASB”) and the IFRS Interpretations Committee, all issued and effective as at November 14, 2023, the date the Board of Directors authorized the issuance of these unaudited interim condensed consolidated financial statements.

The disclosures contained in these unaudited interim condensed consolidated financial statements include, in general, only significant changes and transactions occurring since the Company’s last year-end and are not fully inclusive of all disclosure requirements of International Financial Reporting Standards for annual financial statements. As a result, the unaudited interim condensed consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements prepared in accordance with IFRS as at and for the year ended March 31, 2023.

The comparative figures indicated in the notes to the unaudited interim condensed consolidated financial statements are as of September 30, 2022 unless otherwise indicated.

The unaudited interim condensed consolidated financial statements have been presented on a historical cost basis, except for certain financial instruments that have been measured at fair value. The unaudited interim condensed consolidated financial statements have been prepared on a going concern basis and are presented in Canadian dollars, which is the functional currency of the Company, and all values are rounded to the nearest thousand dollars (\$000's), except where otherwise indicated.

### **Basis of consolidation**

These consolidated financial statements have been prepared in accordance with IFRS 10, *Consolidated Financial Statements* ("IFRS 10"), as issued by the IASB and include the accounts of the Company and its consolidated subsidiaries. As discussed under critical accounting estimates and judgments, the Company has determined it meets the definition of an investment entity.

### **(I) Consolidated subsidiaries**

In accordance with IFRS 10, subsidiaries are those entities that provide investment-related services and that the Company controls by having the power to govern the financial and operating policies of these entities. Such entities would include those which earn priority distributions or management fees from the CEP Funds and carried interest from Clairvest Equity Partners III and IV. All intercompany amounts and transactions amongst these consolidated entities have been eliminated upon consolidation. The existence and effect of potential voting rights that are currently exercisable and shareholder agreements are considered when assessing whether the Company controls another entity. Subsidiaries are fully consolidated from the date on which control is obtained by the Corporation and are subsequently deconsolidated from the consolidated financial statements on the date that control ceases.

The following entities, which are significant in nature, do not meet the definition of an investment entity and provide investment-related services on behalf of the Company.

- Clairvest GP Manageco Inc.
- Clairvest GP (GPLP) Inc.
- CEP MIP GP Corporation
- Clairvest USA Limited
- Clairvest General Partner Limited Partnership
- Clairvest General Partner III Limited Partnership
- Clairvest General Partner IV Limited Partnership

### **(II) Interests in unconsolidated subsidiaries ("acquisition entities")**

In accordance with IFRS 10, interests in subsidiaries other than those that provide investment-related services are accounted for at fair value through profit or loss ("FVTPL") rather than consolidating them. As discussed under critical accounting estimates and judgments, management exercised judgment when determining whether subsidiaries are investment entities.

The following entities, which are significant in nature, are controlled by Clairvest either directly or indirectly and are used as acquisition entities of the Company. These entities' principal place of business is in Canada.

- 2141788 Ontario Corporation ("2141788 Ontario")
- 2486303 Ontario Inc. ("2486303 Ontario")
- CEP III Co-Investment Limited Partnership ("CEP III Co-Invest")
- MIP III Limited Partnership ("MIP III")
- CEP IV Co-Investment Limited Partnership ("CEP IV Co-Invest")
- MIP IV Limited Partnership ("MIP IV")
- CEP V Co-Investment Limited Partnership ("CEP V Co-Invest")
- Clairvest General Partner V Limited Partnership ("Clairvest GP V")
- MIP V Limited Partnership ("MIP V")
- CEP VI Co-Investment Limited Partnership ("CEP VI Co-Invest")

MIP VI Limited Partnership (“MIP VI”)  
Clairvest Special Limited Partner VI Limited Partnership (“Clairvest SLP VI”)  
Clairvest CEP Holdings Limited Partnership (“Clairvest CEP Holdings”)  
CEP VII Co-Investment Limited Partnership (“CEP VII Co-Invest”)  
MIP VII Limited Partnership (“MIP VII”)  
Clairvest Special VII Limited Partnership (“Clairvest SLP VII”)

The Company may also use intermediate subsidiaries whose sole purpose is to hold investments for the Company and therefore are not included in the listing above.

### **(III) Interests in the CEP Funds**

Clairvest manages and invests alongside the CEP Funds, which meet the definition of structured entities under IFRS. Clairvest provides loans to and earns priority distributions or management fees and carried interest from the CEP Funds, which are further described in *notes 7 and 8*. The Company concluded that its ownership interest in the CEP Funds do not meet the definition of control under IFRS. Accordingly, the financial positions and operating results of the CEP Funds and other funds it manages for certain co-investors are not included in Clairvest's consolidated financial statements.

### **Significant accounting policies, new standards, interpretations and amendments**

The following condensed discussion of significant accounting policies, new standards, interpretations and amendments should be read in conjunction with the disclosures presented in the audited consolidated financial statements for the year ended March 31, 2023. Unless otherwise indicated, the Company has consistently applied the following accounting policies throughout all periods presented in these unaudited interim condensed consolidated financial statements, as if these policies had always been in effect.

#### **(a) Classification and recognition of financial instruments**

In accordance with IFRS 9, *Financial Instruments* (“IFRS 9”) financial instruments classified as FVTPL would include cash, cash equivalents and temporary investments (“treasury funds”), loans receivable, derivative instruments and corporate investments. These financial instruments are classified at initial recognition at FVTPL on the basis that they are part of a group of financial assets that are managed and have their performance evaluated on a fair value basis, in accordance with risk management and investment strategies of the Company. The Company does not apply hedge accounting to its derivative instruments. Accounts receivable and other assets would include balances relating to its acquisition entities, indirect investee companies (“investee companies”) and the CEP Funds as well as other short-term receivables. These receivable balances are recognized at amortized cost in accordance with IFRS 9. Accounts payable and accrued liabilities are considered to be payable in respect of goods or services received up to the consolidated statement of financial position date and are recognised at amortised cost in accordance with IFRS 9.

#### **(b) Temporary investments and corporate investments**

The Company carries its temporary investment and its corporate investments at fair value. When a financial instrument is initially recognized, its fair value is generally the value of consideration paid or received. Acquisition costs relating to corporate investments are not included as part of the cost of the investment. Subsequent to initial recognition, the fair value of an investment quoted on an active market is generally the bid price on the principal exchange on which the investment is traded. Investments that are escrowed or otherwise restricted as to sale or transfer are recorded at a value which considers the escrow terms or other restrictions. In determining the fair value for such investments, the Company considers the nature and length of the restriction, business risk of the investee company, its stage of development, market potential, relative trading volume and price volatility and any other factors that may be relevant to the ongoing and realizable value of the investments. The amounts at which Clairvest's publicly traded investments could be disposed of may differ from this fair value and the differences could be material. Differences could arise as the value at which significant ownership positions are sold is often different than the quoted market price due to a variety of factors such as premiums paid for large blocks or discounts due to illiquidity. Estimated costs of disposition are not included in the fair value determination.

In the absence of an active market, the fair values are determined by management using the appropriate valuation methodologies after considering the history and nature of the business, operating results and financial conditions, the general economic, industry and market conditions, capital market and transaction market conditions, contractual rights



relating to the investment, public market comparables, private company transactions multiples and, where applicable, other pertinent considerations. The process of valuing investments for which no active market exists is inevitably based on inherent uncertainties and the resulting values may differ from values that would have been used had an active market existed. The amounts at which Clairvest's privately held investments could be disposed of may differ from the fair value assigned and the differences could be material. Estimated costs of disposition are not included in the fair value determination.

**(c) Income recognition**

Realized gains or losses on disposition of corporate investments and change in unrealized gains or losses in the value of corporate investments are calculated based on weighted average cost and are included in net investment gain or loss in the consolidated statements of comprehensive income (loss). Management fees and advisory and other fees are recorded as income on an accrual basis when earned. Distributions and interest income are recognized on an accrual basis and dividend income is recognized on the ex-dividend date. Carried interest includes amounts receivable from Clairvest Equity Partners III and IV. Each Clairvest Equity Partners III and IV Fund is separately reviewed as at the consolidated statement of financial position date and an accrual for carried interest is made when the performance conditions are achieved in accordance with IFRS 15, *Revenue from Contracts with Customers* (“IFRS 15”) based on the assumption that the remaining underlying investments are realized at their estimated fair values. The fair value of the underlying investments is determined consistently with the Company’s valuation methodology and is measured at the consolidated statement of financial position date. Carried interest is accrued only in the event it is highly probable that there will not be a significant reversal in future financial periods.

**(d) Stock-based compensation plans**

The Company's stock option plans allow for cash settlement of stock options. As the economics to choose cash or shares as settlement is the same for all holders, compensation expense is recognized over the applicable vesting period and a corresponding liability is recorded based on the fair value of the outstanding stock options at the consolidated statements of financial position dates. Fair value is measured by use of an appropriate option-pricing model. On the exercise of stock options for shares, the liability recorded with respect to the options and consideration paid by the employees is credited to share capital. On the exercise of stock options for cash, the liability recorded is reduced and any difference between the liability accrued and the amount paid is charged to share-based compensation expense.

**(e) Entitlements of partners of a limited partnership**

The Company consolidates subsidiaries which includes various limited partnerships as described in *note 2(I)* and the entitlements of partners of these limited partnerships that are external to the consolidated group of the Company are recorded as a liability and an expense of the Company. Accordingly, that portion of the carried interest from Clairvest Equity Partners III and IV which are ultimately paid to the limited partners of the corresponding MIP partnerships which are external to the consolidated group are recorded as a management participation liability and a management participation expense on the unaudited interim condensed consolidated financial statements. The amounts ultimately paid to the limited partners of the corresponding MIP Partnerships resulting from carried interest from Clairvest Equity Partners V, VI and VII are accounted for at FVTPL.

**(f) Leases**

Lease liabilities are measured at the present value of the remaining lease payments, discounted using the Company’s incremental borrowing rate. Each lease payment is allocated between the repayment of the lease liability and finance expenses. Finance expenses are charged to the unaudited interim consolidated statement of comprehensive income over the lease period to produce a constant periodic rate of interest on the remaining balance of the lease liability for each period. The associated right-of-use assets were measured at an amount equal to the lease liabilities, adjusted for previously recognized lease accruals, in accordance with the transitional provisions of *Leases* (“IFRS 16”), and entirely comprised real estate premises. The right-of-use assets are included within fixed assets in the unaudited interim consolidated statement of financial position and amortized on a straight-line basis over the shorter of the asset’s useful life and the lease term.

## **(g) Critical accounting estimates, assumptions and judgments**

The preparation of the unaudited interim condensed consolidated financial statements in conformity with IFRS requires management to make estimates, assumptions and judgments that affect the reported amounts. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates could materially differ from the related actual results. The following estimates, assumptions and judgments have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next fiscal quarter:

### **Determination of investment entity**

Judgement is required when making the determination that the Company or its various subsidiaries meet the definition of an investment entity under IFRS. In accordance with IFRS 10, an investment entity is an entity that: “obtains funds from one or more investors for the purpose of providing them with investment management services, commits to its investors that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both, and measures and evaluates the performance of substantially all of its investments on a fair value basis.” In addition, IFRS 10 clarifies that an investment entity may earn fee income from the provision of investment-related services to external parties. The Company has historically invested alongside third-party capital in the CEP Funds that it manages. In determining its status as an investment entity, the Company has determined that fair value is the primary measurement attribute used to monitor and evaluate its investments.

### **Fair value of financial instruments**

Certain financial instruments are recorded in the Company’s consolidated statements of financial position at values that are representative of or approximate fair value. The fair value of a financial instrument that is traded in active markets at each reporting date is determined by reference to its quoted market price or dealer price quotations. The fair values of certain other financial instruments are determined using valuation techniques. By their nature, these valuation techniques require the use of estimates and assumptions. Changes in the underlying estimates and assumptions could materially impact the determination of the fair value of a financial instrument. Imprecision in determining fair value using valuation techniques may affect net investment gain or loss reported in a particular period.

The Company assesses, at each reporting date, whether there is any objective evidence to revise the fair values of its financial instruments. The assessment of the fair value of a financial instrument requires significant judgment, where management evaluates, among other factors, the financial health and business outlook of their investees. Fair value information is presented in *note 16*.

### **Recognition of carried interest and corresponding expenses**

The determination of the Company’s unrealized carried interest recorded on the consolidated statements of financial position is based on the fair values of the financial instruments held by Clairvest Equity Partners III and IV. In accordance with IFRS 15, the calculated carried interest can only be recognized to the extent to which it is highly probable that there will not be a significant reversal when the relevant uncertainty is resolved. This judgement is made on a fund-by-fund basis, based on its specific circumstances, including consideration of: remaining duration of the fund, position in relation to the cash hurdle, the number of assets remaining in the fund and the potential for clawback. The actual amounts of carried interest received and paid will depend on the cash realizations of Clairvest Equity Partners III and IVs’ portfolio investments and valuations may change significantly in future financial periods. As discussed previously, fair values of certain financial instruments are determined using valuation techniques and by their nature, the use of estimates and assumptions. Changes in the underlying estimates and assumptions could materially impact the determination of the fair value of these financial instruments. Imprecision in determining fair value using valuation techniques may affect the calculation of carried interest and the resulting accrued liabilities for future payouts relating to the carried interest as at the consolidated statement of financial position dates.

### **Income taxes**

The determination of the Company's income and other tax liabilities requires interpretation of complex laws and regulations often involving multiple jurisdictions. Judgment is required in determining whether deferred income tax assets should be recognized on the consolidated statements of financial position. Deferred income tax assets are

recognized to the extent that the Company believes it is probable that the deferred income tax asset will be realized. Furthermore, deferred income tax balances are recorded using enacted or substantively enacted future income tax rates. Changes in enacted income tax rates are not within the control of management. However, any such changes in income tax rates may result in actual income tax amounts that differ significantly from estimates recorded in deferred income tax balances.

### 3. CREDIT FACILITIES

As at September 30, 2023 and March 31, 2023, Clairvest maintained a \$100.0 million revolving credit facility which is participated in by several Schedule 1 Canadian chartered banks. The credit facility, which has an expiry of December 2027 and is eligible for a one-year extension on each anniversary date, bears interest at the bank prime rate plus 1.25% per annum on drawn amounts and a standby rate of 0.70% per annum on undrawn amounts. The prime rate as at September 30, 2023 was 7.20% (March 2023 – 6.70%) per annum. The amount available under the credit facility as at September 30, 2023 and March 31, 2023 was \$100.0 million. No amounts had been drawn on the facility during the quarter and as at September 30, 2023.

### 4. CASH, CASH EQUIVALENTS AND TEMPORARY INVESTMENTS (“TREASURY FUNDS”)

Cash equivalents consist of deposits in investment savings accounts which have maturities of less than 90 days from the date of acquisition and are carried at fair value. As at September 30, 2023, the pre-tax weighted average yield of Clairvest’s cash and cash equivalents was 5.2% (March 2023 – 4.7%) per annum. Fair value changes of cash and cash equivalents are included in net investment loss as described in *note 5*.

As at September 30, 2023, temporary investments, which are carried at fair value, comprised guaranteed investment certificates, marketable securities, limited recourse capital notes, term loans and other fixed income securities as permitted by the Company’s treasury policy which in aggregate may not exceed 10% of book value and with no single issue greater than 1.5% of book value. Guaranteed investment certificates have maturities greater than 90 days from the date of acquisition and through to February 2025. The pre-tax weighted average yield of Clairvest’s temporary investments was 7.5% (March 2023 – 5.5%) per annum. The composition of Clairvest’s temporary investments was as follows:

	September 30, 2023			March 31, 2023
	Due in 1 year or less	Due after 1 year	Total	Total
<b>\$000’s</b>				
Guaranteed investment certificates	44,045	2,575	46,620	73,895
Marketable securities	—	62,189	62,189	61,661
Limited recourse capital notes	—	10,062	10,062	10,083
Term loans	—	27,040	27,040	—
Other fixed income securities	30,966	—	30,966	27,323
Total	75,011	101,866	176,877	172,962

Additionally, Clairvest’s acquisition entities held \$39.3 million (March 2023 – \$48.1 million) in cash and cash equivalents and \$51.3 million (March 2023 – \$54.1 million) in temporary investments as described in *note 6*.

Net investment gain (loss) on temporary investments for the quarters and six months ended September 30, 2023 and 2022 comprised the following:

	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022
<b>\$000’s</b>				
Marketable securities	(8,808)	(2,254)	(11,391)	(12,257)
Term loans	1,082	—	1,082	—
	(7,726)	(2,254)	(10,309)	(12,257)

### 5. NET INVESTMENT GAIN (LOSS)

Net investment gain (loss) for the quarters and six months ended September 30, 2023 and 2022 comprised the following:

\$000's	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022
Net investment gain (loss) on investee companies	(50,937)	58,059	(26,767)	55,954
Net investment gain (loss) on the fair value revaluation of acquisition entities	10,813	(74,124)	12,013	(72,172)
<b>Net investment loss on corporate investments</b>	<b>(40,124)</b>	<b>(16,065)</b>	<b>(14,754)</b>	<b>(16,218)</b>
Net investment loss on temporary investments	(7,726)	(2,254)	(10,309)	(12,257)
<b>Net change in unrealized loss</b>	<b>(47,850)</b>	<b>(18,319)</b>	<b>(25,063)</b>	<b>(28,475)</b>
Carried interest from Clairvest Equity Partners V, VI and VII	(8,559)	21,065	(775)	22,687
Management participation from Clairvest Equity Partners V, VI and VII	9,647	(15,234)	3,545	(17,721)
	<b>(46,762)</b>	<b>(12,488)</b>	<b>(22,293)</b>	<b>(23,509)</b>

## 6. CORPORATE INVESTMENTS

In accordance with IFRS 10, the fair value of the Company's corporate investments includes the fair value of the net assets of its acquisition entities that are controlled by the Company. Accordingly, Clairvest's direct corporate investments comprise these acquisition entities, which invest directly or indirectly in various investee companies and other investee companies where Clairvest made an investment directly.

The following table details the fair value of Clairvest's direct investments and acquisition entities which are controlled by Clairvest but which are not part of the consolidated group:

\$000's	September 30 2023			March 31, 2023		
	Investee companies	Acquisition entity net assets (liabilities)	Total	Investee companies	Acquisition entity net assets (liabilities)	Total
Held directly by Clairvest Group Inc.	1,114	—	1,114	4,842	—	4,842
Held through the following acquisition entities						
2141788 Ontario	68,367	78,056	146,423	77,651	79,066	156,717
2486303 Ontario	1,823	5,513	7,336	833	2,518	3,351
CEP III Co-Invest	15,131	(841)	14,290	15,495	(78)	15,417
MIP III	585	(31)	554	599	(26)	573
CEP IV Co-Invest	145,067	(6,483)	138,584	137,510	(7,728)	129,782
MIP IV	1,989	(36)	1,953	1,884	(28)	1,856
CEP V Co-Invest	249,916	(29,815)	220,101	299,137	(39,276)	259,861
Clairvest GP V	22,324	60,025	82,349	26,720	66,736	93,456
MIP V	5,356	(17)	5,339	6,413	(11)	6,402
CEP VI Co-Invest	210,805	(27,042)	183,763	184,347	(7,692)	176,655
Clairvest SLP VI	4,610	(4)	4,606	4,599	(8)	4,591
MIP VI	34,918	13,323	48,241	31,253	6,953	38,206
MIP VII	—	7,496	7,496	—	—	—
Total	762,005	100,144	862,149	791,283	100,426	891,709

2141788 Ontario, a limited partner of CEP III Co-Invest and CEP V Co-Invest, is a wholly owned acquisition entity of Clairvest. 2486303 Ontario is a wholly owned acquisition entity of Clairvest. Clairvest's relationship with CEP III Co-Invest and MIP III, CEP IV Co-Invest and MIP IV, CEP V Co-Invest, Clairvest GP V and MIP V, and CEP VI Co-Invest, Clairvest SLP VI and MIP VI, and CEP VII Co-Invest, Clairvest SLP VI and MIP VII are described in *notes 11(a), 11(b), 11(c), 11(d) and 11(e)*.

During the second quarter of fiscal 2024, Clairvest made a follow-on investment of US\$14.5 million (C\$19.2 million) in CEP VI Co-Invest; Clairvest SLP VI also made investments totalling US\$2.0 million (C\$2.6 million) to CEP VI Co-Invest.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest received cash proceeds totalling US\$35.6 million (C\$47.4 million) from the realization of its investment in Arrowhead Environmental Partners. Accordingly, CEP VI Co-Invest paid Clairvest US\$8.0 million (C\$10.6 million) to settle outstanding loans and payables and declared capital distributions totalling US\$27.5 million (C\$36.7 million) to its limited partners, US\$23.2 million (C\$30.9 million) of which was paid to Clairvest and the remaining US\$4.3 million (C\$5.8 million) was paid to Clairvest SLP VI and MIP VI.

The following table details the assets and liabilities included in the determination of the fair value of the net assets of acquisition entities excluding the investee companies held by these acquisition entities.

\$000's	September 30 2023	March 31 2023
<b>Assets</b>		
Cash and cash equivalents	39,328	48,114
Temporary investments	51,341	54,142
Accounts receivable and other assets	10,495	2,734
Derivative instruments	306	161
Income taxes recoverable	2,543	36
Carried interest from Clairvest Equity Partners V, VI and VII	150,386	151,161
Loans receivable	6,724	154
Deferred income tax asset	1,393	1,471
	<b>262,516</b>	<b>257,973</b>
<b>Liabilities</b>		
Accounts payable and accrued liabilities	15,683	17,054
Derivative instruments	285	3,695
Income taxes payable	726	5,576
Management participation from Clairvest Equity Partners V, VI and VII	108,735	112,280
Loans payable	31,198	13,123
Deferred income tax liability	5,745	5,819
	<b>162,372</b>	<b>157,547</b>
<b>Net assets</b>	<b>100,144</b>	<b>100,426</b>

Excluding the net assets from acquisition entities summarized in the table above, the fair value and the cost of the Company's corporate investments, aggregated by industry concentration, are summarized below.

\$000's	September 30, 2023			March 31, 2023		
	Fair value	Cost	Difference	Fair value	Cost	Difference
Aerospace, defense and government services	138,777	97,738	41,039	123,280	90,081	33,199
Co-packing	9,411	9,175	236	8,146	8,020	126
Equipment rental	9,699	15,621	(5,922)	6,987	13,591	(6,604)
Financial services	640	—	640	4,563	—	4,563
Gaming	350,390	170,183	180,207	398,802	159,525	239,277
Insurance services	33,753	27,059	6,694	27,059	27,059	—
Life science services	9,191	9,174	17	9,200	9,174	26
Marketing services	—	995	(995)	—	995	(995)
Medical practice management	48,176	35,520	12,656	40,357	27,749	12,608
Renewable energy	61,005	60,271	734	66,171	44,676	21,495
Technology services	29,723	13,130	16,593	37,976	13,130	24,846
Waste management	66,269	28,151	38,118	63,766	28,255	35,511
Other investments	4,971	2,599	2,372	4,976	2,699	2,277
	<b>762,005</b>	<b>469,616</b>	<b>292,389</b>	<b>791,283</b>	<b>424,954</b>	<b>366,329</b>

During the second quarter of fiscal 2024, the aggregate fair value of Clairvest's investee companies decreased by \$61.8 million, comprised primarily of \$54.1 million in net unrealized loss in investee companies, realization and partial realization of investments which had carrying values totalling \$48.1 million as at June 30, 2023, net of \$33.5 million in new and follow-on investments as described below, \$6.8 million of gains in foreign exchange revaluations before consideration of the foreign exchange hedging program and \$0.1 million in accrual on debt investments net of repayments. The cost and fair value of investee companies do not reflect foreign exchange gains or losses on these foreign exchange forward contracts (refer to *note 14*). For those investments which were hedged by acquisition entities, the fair value of these foreign exchange forward contracts was included in the net assets (liabilities) of these acquisition entities. Details of significant events of the investee companies, other than with respect to valuation changes and foreign exchange adjustments, are described below.

During the second quarter of fiscal 2024, CEP VI Co-Invest realized its investment in Arrowhead Environmental Partners and received cash proceeds of US\$35.6 million (C\$47.4 million) compared to a cost of US\$2.7 million (C\$3.7 million) and a carrying value of US\$32.5 million (C\$43.0 million) as at June 30, 2023.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest made a US\$13.0 million (C\$17.1 million) follow-on investment for 1,300 Class A preferred shares of NovaSource Power Services. The Class A preferred shares have a liquidation preference over all other equity of NovaSource Power Services.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest made a US\$5.9 million (C\$7.8 million) investment in Mountain Land Physical Therapy (“Mountain Land PT”), an outpatient physical therapy business in the Mountain West region of the United States. The investment was made in the form of 5,865,002 LLC units representing a 13.5% ownership interest in Mountain Land PT on a fully diluted basis.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest made a US\$5.8 million (C\$7.7 million) investment in NexTech Solutions (“NexTech”), a defense contractor providing technology integration services to support U.S. Department of Defense missions. The investment was made in the form of 5,792,152 LLC units representing a 17.4% ownership interest in NexTech on a fully diluted basis.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest received a US\$3.3 million (C\$4.3 million) partial repayment on a previously advanced promissory note to Star Waste.

Also during the second quarter of fiscal 2024, CEP VI Co-Invest made a GBP\$0.5 million (C\$0.9 million) follow-on investment for 907,442 Priority preferred shares of FSB Technology such that as at September 30, 2023, CEP VI Co-Invest held 7,130,810 Priority preferred shares in FSB Technology, which represent an ownership interest of 7.6% on a fully diluted basis.

The following table summarizes, by industry concentration, the net investment gain or loss on investee companies for the quarters and six months ended September 30, 2023 and 2022. The net investment gain or loss is inclusive of the impact on the foreign exchange hedging activities related to these investments.

Quarter ended September 30	2023				2022
	Net realized gains	Net unrealized gains (losses)	Foreign exchange gains (losses) <sup>(1)</sup>	Total	Total
<b>\$000's</b>					
Aerospace, defense and government services	—	4,827	16	4,843	19,876
Equipment rental	—	(1,126)	20	(1,106)	7
Financial services	(172)	—	—	(172)	(112)
Gaming	—	(67,234)	(447)	(67,681)	(35,937)
Insurance services	—	6,694	—	6,694	—
Life science services	—	—	(12)	(12)	—
Marketing services	—	—	—	—	3,015
Medical practice management	—	—	(74)	(74)	2,968
Renewable energy	43	(1,071)	(422)	(1,450)	27,797
Technology services	—	(3,455)	(270)	(3,725)	1,081
Waste management	4,509	7,368	(156)	11,721	39,267
Other investments	—	—	25	25	97
<b>Net investment gain (loss) on investee companies</b>	<b>4,380</b>	<b>(53,997)</b>	<b>(1,320)</b>	<b>(50,937)</b>	<b>58,059</b>

(1) Inclusive of foreign exchange hedging activities

Six months ended September 30	2023				2022
	Net realized gains (losses)	Net unrealized gains (losses)	Foreign exchange gains (losses) <sup>(1)</sup>	Total	Total
<b>\$000's</b>					
Aerospace, defense and government services	—	7,838	16	7,854	19,730
Equipment rental	—	642	63	705	14
Financial services	203	—	—	203	(1,591)
Gaming	—	(54,293)	(6,343)	(60,636)	(53,325)
Insurance services	—	6,694	—	6,694	—
Life science services	—	—	(21)	(21)	—
Marketing services	—	—	60	60	(12,075)
Medical practice management	—	—	(160)	(160)	3,830
Renewable energy	12	(19,923)	(697)	(20,608)	29,824
Technology services	—	(7,767)	(346)	(8,113)	19,119
Waste management	4,680	42,830	(260)	47,250	50,350
Other investments	—	—	5	5	78
<b>Net investment gain (loss) on investee companies</b>	<b>4,895</b>	<b>(23,979)</b>	<b>(7,683)</b>	<b>(26,767)</b>	<b>55,954</b>

(1) Inclusive of foreign exchange hedging activities

The Company and its acquisition entities entered into foreign exchange forward contracts as economic hedges against the fair value of its foreign currency-denominated investments and loans in accordance with its foreign exchange hedging policy. During the second quarter of fiscal 2024, the net impact of foreign exchange on the investee companies after consideration of foreign exchange hedging activities included a loss of \$3.2 million (2023 – gain of \$0.5 million) on Chilean Pesos denominated investment, a loss of \$1.0 million (2023 – \$0.6 million) on U.S. Dollar denominated investments, a loss of \$0.1 million (2023 – gain of \$2.1 million) on British Pound denominated investment, net of a foreign exchange gain of \$2.9 million (2023 – \$1.8 million) on Indian Rupee denominated investment.

## 7. GENERAL PARTNER PRIORITY DISTRIBUTIONS AND MANAGEMENT FEES

Clairvest derives revenue from its investment management services from the CEP Funds in the form of general partner priority distributions or management fees. The priority distributions and management fees are charged as a percentage of committed capital on the most recent CEP Fund and of invested capital less write-downs on the other CEP Funds. The priority distributions and management fees received by Clairvest are reduced proportionately by fees earned by Clairvest from corporate investments of the CEP Funds and other amounts as provided in the respective Limited Partnership Agreements.

For the quarters and six months ended September 30, 2023 and 2022, Clairvest recorded general partner priority distributions and management fees from the CEP Funds as follows:

Priority Distributions	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022
<b>\$000's</b>				
CEP III	32	32	64	64
CEP IV	344	298	631	595
CEP V and CEP V India	697	768	1,308	1,625
CEP VI	1,002	1,175	2,193	2,322
	<b>2,075</b>	<b>2,273</b>	<b>4,196</b>	<b>4,606</b>
<b>Management Fees</b>				
<b>\$000's</b>				
CEP IV-A and related entities	436	102	868	155
CEP V-A	157	172	296	363
CEP VI-A	1,402	1,644	3,069	3,250
CEP VI-B	891	1,045	1,951	2,066
	<b>2,886</b>	<b>2,963</b>	<b>6,184</b>	<b>5,834</b>

As at September 30, 2023, Clairvest has not recorded general partner priority distributions and management fees from CEP VII, CEP VII-A and CEP VII-B as they have not commenced their investment programs.

## 8. CARRIED INTEREST AND MANAGEMENT PARTICIPATION

As governed by the respective CEP Fund Limited Partnership Agreements, certain Clairvest consolidated subsidiaries are entitled to participate in distributions equal to 20% of all net gains (“carried interest”), which is subject to the respective investors of each CEP Fund achieving a minimum net return on their investment. On Clairvest Equity Partners VI and Clairvest Equity Partners VII, the carried interest increases from 20% to 25% once their investors achieve a net return of two times their aggregate capital contributions.

For each CEP Fund, Clairvest and Clairvest management are entitled to a carried interest through their limited partnership interests in the various MIP Partnerships. Clairvest management is also entitled to a carried interest from the various CEP Co-Invest Partnerships as governed by the respective Limited Partnership Agreements. The amount of which is entitled by Clairvest and Clairvest management are described below.

As described in *note 2(e)*, Clairvest records the carried interest from Clairvest Equity Partners III and IV and records an expense and a liability on that portion of the carried interest which is payable to Clairvest management.

Carried interest from Clairvest Equity Partners III and IV for the quarters and six months ended September 30, 2023 and 2022 comprised the following:

\$000's	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022
Net change in unrealized carried interest	<b>1,212</b>	5,588	<b>1,803</b>	5,003
	<b>1,212</b>	5,588	<b>1,803</b>	5,003

The following tables detail the carried interest received from Clairvest Equity Partners III and IV and management participation paid for the quarters ended September 30, 2023 and 2022 and the corresponding receivable and payable balances as at the respective balance sheet dates:

\$000's	Realized carried interest received during		Unrealized carried interest, as at	
	Quarter ended September 30		September 30	March 31
	2023	2022	2023	2023
CEP	—	—	—	254
CEP III	—	—	<b>6,032</b>	6,402
CEP IV and related entities	—	—	<b>39,665</b>	37,587
CEP IV-A	—	—	<b>5,420</b>	5,071
	—	—	<b>51,117</b>	49,314

\$000's	Management participation paid during		Management participation payable, as at	
	Quarter ended September 30		September 30	March 31
	2023	2022	2023	2023
CEP III	—	—	<b>3,016</b>	3,201
CEP IV and related entities	—	—	<b>20,676</b>	19,533
CEP IV-A	—	—	<b>2,800</b>	2,608
CEP III Co-Invest	—	—	<b>2,466</b>	2,609
CEP IV Co-Invest	—	—	<b>11,246</b>	10,414
	—	—	<b>40,204</b>	38,365

In accordance with IFRS 10, the carried interest from Clairvest Equity Partners V, VI and VII and the corresponding management participation has been included in net investment loss as described in *note 5*. Carried interest from Clairvest Equity Partners V, VI and VII for the quarters and six months ended September 30, 2023 and 2022 comprised the following:

\$000's	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022
Realized carried interest	—	33,576	—	33,576
Net change in unrealized carried interest	<b>(8,559)</b>	(12,511)	<b>(775)</b>	(10,889)
	<b>(8,559)</b>	21,065	<b>(775)</b>	22,687



The following table details the carried interest receivable from Clairvest Equity Partners V, VI and VII and management participation paid for the quarters ended September 30, 2023 and 2022 and the corresponding receivable and payable balances as at the respective balance sheet dates, which have been included in corporate investments:

\$000's	Realized carried interest received during		Unrealized carried interest, as at	
	Quarter ended September 30		September 30	March 31
	2023	2022	2023	2023
CEP V and CEP V India	—	—	99,842	111,696
CEP V-A	—	—	20,927	23,972
CEP VI	—	—	8,721	4,478
CEP VI-A	—	—	12,790	6,736
CEP VI-B	—	—	8,106	4,279
	—	—	150,386	151,161

  

\$000's	Management participation paid during		Management participation payable, as at	
	Quarter ended September 30		September 30	March 31
	2023	2022	2023	2023
CEP V and CEP V India	—	—	50,175	56,694
CEP V-A	—	—	10,556	12,231
CEP VI	—	—	4,796	2,463
CEP VI-A	—	—	7,035	3,705
CEP VI-B	—	—	4,458	2,353
CEP V Co-Invest	—	—	25,942	31,758
CEP VI Co-Invest	—	—	5,773	3,076
	—	—	108,735	112,280

As at September 30, 2023, CEP VII, CEP VII-A and CEP VII-B have not commenced their investment programs and as such, have not generated any carried interest for Clairvest.

## 9. FIXED ASSETS

The composition of Clairvest's fixed assets was as follows:

\$000's	Aircraft <sup>(1)</sup>	IT equipment	Furniture, fixtures and equipment	Leasehold improvements	Right-of-use asset <sup>(2)</sup>	Total
<b>As at September 30, 2023</b>						
Cost	7,254	16	320	1,212	4,175	12,977
Accumulated amortization	(3,218)	(16)	(301)	(690)	(2,042)	(6,267)
<b>Net book amount</b>	<b>4,036</b>	<b>—</b>	<b>19</b>	<b>522</b>	<b>2,133</b>	<b>6,710</b>
<b>As at March 31, 2023</b>						
Cost	6,880	16	311	836	4,175	12,218
Accumulated amortization	(2,849)	(16)	(299)	(686)	(1,791)	(5,641)
<b>Net book amount</b>	<b>4,031</b>	<b>—</b>	<b>12</b>	<b>150</b>	<b>2,384</b>	<b>6,577</b>

<sup>(1)</sup> A corresponding payable equal to 50% of the net book value of the aircraft had been recorded to reflect the ownership interest of the related parties

<sup>(2)</sup> As a result of adopting *IFRS 16: Leases*, Clairvest included an accrued liability resulting from future minimum annual lease payments for the use of office space. \$0.6 million is due within one year and \$1.7 million due after one year but no more than five years. Refer to *note 15(e)* for further details.

## 10. SHARE CAPITAL

The Company has a normal course issuer bid ("NCIB") outstanding enabling it to make purchases of up to 760,135 common shares in the 12-month period ending March 7, 2024. No shares were purchased and cancelled under the current NCIB during the second quarter of fiscal 2024.

As at September 30, 2023, 15,024,001 (March 2023 – 15,024,001) common shares were outstanding.

Subsequent to quarter end, the Company purchased 340,100 common shares from a passive shareholder for a total cost of \$25.2 million. Also subsequent to quarter end, the Company repurchased for cancellation 3,700 shares under the current

NCIB for a total cost of \$0.3 million. As at November 14, 2023, Clairvest had 14,680,201 common shares issued outstanding.

The Board of Directors of the Company had authorized the creation of Non-Voting Series 2 Shares (“Non-Voting Shares”) which have a two times preference over the common shares. The Non-Voting Shares were authorized as part of the stock option program as described in *note 12*. No Non-Voting Shares had been issued as at September 30, 2023.

## 11. RELATED PARTY TRANSACTIONS

- (a) CEP III Co-Invest, an investment vehicle established in fiscal 2007, has committed to co-invest alongside CEP III in all investments undertaken by CEP III. CEP III Co-Invest may only sell all or a portion of a corporate investment that is a joint investment with CEP III if it concurrently sells a proportionate number of securities of that corporate investment held by CEP III.

CEP III Co-Invest’s co-investment commitment is \$75.0 million, all of which was funded as at September 30, 2023. CEP III Co-Invest is capitalized by four limited partners, Clairvest, 2141788 Ontario, MIP III, and Clairvest CEP Holdings. In accordance with the co-investment agreement, the proportion of the commitment amongst its four limited partners is at their own discretion. As at September 30, 2023, MIP III had invested \$1.1 million in CEP III Co-Invest. Clairvest, as the general partner of MIP III, is entitled to participate in distributions equal to the realizable value on the \$1.1 million invested by MIP III in CEP III Co-Invest. No distribution was made from MIP III to Clairvest during the second quarter of fiscal 2024. As at September 30, 2023, \$2.5 million (March 2023 – \$2.5 million) had been received by Clairvest.

- (b) CEP IV Co-Invest, an investment vehicle established in fiscal 2010, has committed to co-invest alongside CEP IV and CEP IV-A in all investments undertaken by CEP IV and CEP IV-A. CEP IV Co-Invest may only sell all or a portion of a corporate investment that is a joint investment with CEP IV and CEP IV-A if it concurrently sells a proportionate number of securities of that corporate investment held by CEP IV and CEP IV-A.

CEP IV Co-Invest’s co-investment commitment is \$125.0 million, \$10.3 million (March 2023 – \$10.3 million) of which remained unfunded as at September 30, 2023. CEP IV Co-Invest is capitalized by three limited partners, Clairvest, MIP IV, and Clairvest CEP Holdings. In accordance with the co-investment agreement, the proportion of the commitment amongst its three limited partners is at their own discretion. As at September 30, 2023, MIP IV had invested \$1.6 million in CEP IV Co-Invest. Clairvest, as the general partner of MIP IV, is entitled to participate in distributions equal to the realizable value on the \$1.6 million invested by MIP IV in CEP IV Co-Invest. No distribution was made from MIP IV to Clairvest during the second quarter of fiscal 2024. As at September 30, 2023, \$6.4 million (March 2023 – \$6.4 million) had been received by Clairvest.

- (c) CEP V Co-Invest, an investment vehicle established in fiscal 2015, has committed to co-invest alongside CEP V, CEP V India and CEP V-A in all investments undertaken by CEP V, CEP V India and CEP V-A. CEP V Co-Invest may only sell all or a portion of a corporate investment that is a joint investment with CEP V, CEP V India and CEP V-A if it concurrently sells a proportionate number of securities of that corporate investment held by CEP V, CEP V India and CEP V-A.

CEP V Co-Invest’s co-investment commitment is \$180.0 million, \$35.8 million (March 2023 – \$35.8 million) of which remained unfunded as at September 30, 2023. CEP V Co-Invest is capitalized by five limited partners, Clairvest, 2141788 Ontario, Clairvest GP V, MIP V, and Clairvest CEP Holdings. In accordance with the co-investment agreement, the proportion of the commitment amongst its five limited partners is at their own discretion. As at September 30, 2023, MIP V had invested \$2.4 million in CEP V Co-Invest. Clairvest, as the general partner of MIP V, is entitled to participate in distributions equal to the realizable value on the \$2.4 million invested by MIP V in CEP V Co-Invest. No distribution was made from MIP V to Clairvest during the second quarter of fiscal 2024. As at September 30, 2023, \$2.3 million (March 2023 – \$2.3 million) had been received by Clairvest.

- (d) CEP VI Co-Invest, an investment vehicle established in fiscal 2020, has committed to co-invest alongside CEP VI, CEP VI-A and CEP VI-B in all investments undertaken by CEP VI, CEP VI-A and CEP VI-B. CEP VI Co-Invest may only sell all or a portion of a corporate investment that is a joint investment with CEP VI, CEP VI-A and CEP VI-B if it concurrently sells a proportionate number of securities of that corporate investment held by CEP VI, CEP VI-A, and CEP VI-B.

CEP VI Co-Invest's co-investment commitment is US\$230.0 million (C\$311.0 million), US\$90.2 million (C\$122.0 million) (March 2023 – US\$106.7 million (C\$144.4 million)) of which remained unfunded as at September 30, 2023. CEP VI Co-Invest is capitalized by three limited partners, Clairvest, Clairvest SLP VI and MIP VI. In accordance with the co-investment agreement, the proportion of the commitment amongst its three limited partners is at their own discretion. As at September 30, 2023, MIP VI had invested US\$2.6 million in CEP VI Co-Invest. Clairvest, as the general partner of MIP VI, is entitled to participate in distributions equal to the realizable value on the US\$2.6 million to be invested by MIP VI in CEP VI Co-Invest. During the second quarter of fiscal 2024 and as at September 30, 2023, capital distributions totalling US\$0.5 million (C\$0.7 million) were made by MIP VI to Clairvest.

- (e) CEP VII Co-Invest, an investment vehicle established in fiscal 2024, has committed to co-invest alongside CEP VII, CEP VII-A and CEP VII-B in all investments undertaken by CEP VII, CEP VII-A and CEP VII-B. CEP VII Co-Invest may only sell all or a portion of a corporate investment that is a joint investment with CEP VII, CEP VII-A and CEP VII-B if it concurrently sells a proportionate number of securities of that corporate investment held by CEP VII, CEP VII-A, and CEP VII-B.

CEP VII Co-Invest's co-investment commitment is US\$300.0 million (C\$405.6 million), none of which was funded as at September 30, 2023. CEP VII Co-Invest is capitalized by four limited partners, Clairvest, 2141788 Ontario, Clairvest SLP VII and MIP VII. In accordance with the co-investment agreement, the proportion of the commitment amongst its four limited partners is at their own discretion. Clairvest, as the general partner of MIP VII, is entitled to participate in distributions equal to the realizable value on the US\$5.6 million to be invested by MIP VII in CEP VII Co-Invest. As at September 30, 2023, MIP VII had not invested in CEP VII Co-Invest. No distributions had been made by MIP VII to Clairvest as at September 30, 2023.

- (f) Changes to loans receivable for the quarter ended September 30, 2023 were as follows:

\$000's	July 1 2023	Net Loans advanced (repaid)	September 30 2023
CEP V <sup>(1)</sup>	4,185	(3,115)	1,070
CEP VI <sup>(1)</sup>	14,876	(13,420)	1,456
CEP VI-A <sup>(1)</sup>	20,816	(18,779)	2,037
CEP VI-B <sup>(1)</sup>	13,237	(11,941)	1,296
CEP IV Co-Invest <sup>(2)</sup>	7,100	(600)	6,500
CEP V Co-Invest <sup>(2)</sup>	6,909	(1,557)	5,352
CEP VI Co-Invest <sup>(2)</sup>	18,151	1,195	19,346
	<b>85,274</b>	<b>(48,217)</b>	<b>37,057</b>

(1) Loans advanced bear interest at the Reference Rate in accordance with the Limited Partnership Agreement. Interest of \$0.4 million (2023 – \$0.5 million) was earned from loans advanced to these counterparties during the second quarter of fiscal 2024.

(2) Loans advanced to these acquisition entities are non-interest bearing.

- (g) Accounts receivable and other assets comprised the following:

\$000's	September 30	March 31
	2023	2023
Clairvest's investee companies	3,687	2,605
CEP III	133	36
CEP IV	27	14
CEP IV-A	6	1
CEP V	2,830	1,369
CEP V India	1,259	905
CEP V-A	118	368
CEP VI <sup>(1)</sup>	2,686	14,214
CEP VI-A <sup>(1)</sup>	3,680	18,288
CEP VI-B <sup>(1)</sup>	2,275	11,623
CEP VII <sup>(1)</sup>	422	—
CEP VII-A <sup>(1)</sup>	415	—
CEP VII-B <sup>(1)</sup>	555	—
	<b>18,093</b>	49,423
Other accounts receivable and prepaid expenses	8,739	9,238
Share purchase loans	5,646	7,066
	<b>32,478</b>	65,727

(1) U.S Dollar denominated loans converted at the prevailing rate.

Share purchase loans to employees of the Company totalling \$5.6 million (March 2023 – \$7.1 million) bear interest which is paid annually, have full recourse, and are collateralized by the common shares of the Company purchased by employees with a market value of \$9.2 million (March 2023 – \$10.6 million). None of these loans were made to key management. Interest of \$34 thousand (2023 – \$20 thousand) was earned on the loans during the second quarter of fiscal 2024.

- (h) During the second quarter of fiscal 2024, Clairvest earned \$0.9 million (2023 – \$0.4 million) in distributions and interest income, \$1.5 million (2023 – \$0.6 million) in advisory and other fees from its investee companies. Additionally, acquisition entities which were not consolidated by the Company as described in *note 6* earned \$3.9 million (2023 – \$3.0 million) in distributions and interest income.
- (i) Clairvest and a related party of Clairvest, through a limited partnership, owns an aircraft that is available for use by both parties. Clairvest and the related party each hold a 50% limited partnership interest. As Clairvest, through a wholly-owned subsidiary, is the general partner of the limited partnership, Clairvest had recognized 100% of the net book value of the aircraft and a liability for the 50% ownership held by the related party. The cost of the aircraft has been included in fixed assets and the liability in accounts payable and accrued liabilities.

## 12. SHARE-BASED COMPENSATION AND OTHER COMPENSATION PLANS

Options granted under the Non-Voting Option Plan are exercisable for Non-Voting Shares as described in *note 10*. The Non-Voting Option Plan has a cash settlement feature. Options granted under this plan vest at a rate of one-fifth of the grant at the end of each year over a five-year period. 38,520 options were exercised in the first quarter of fiscal 2024, resulting in a \$3.3 million cash payment on these exercises which were paid during the quarter ended September 30, 2023. No options were forfeited during the second quarter of fiscal 2024.

As at September 30, 2023, 639,079 options were outstanding, 242,995 options of which had vested. Clairvest recognizes stock-based compensation expense based upon the fair value of the outstanding stock options as at September 30, 2023 using the Black-Scholes option pricing model with the following assumptions:

As at September 30, 2023

Fiscal year granted	2024	2023	2022	2021	2020
# of options granted	74,123	165,753	254,640	78,400	106,667
# of options exercised	—	—	1,930	1,576	4,208
# of options forfeited	—	958	16,502	7,056	8,274
# of options outstanding	74,123	164,795	236,208	69,768	94,185
# of options vested	—	32,950	92,844	41,856	75,345
Option price <sup>(1)</sup>	162.80	153.87	127.75	75.96	81.32
<b>Black-Scholes assumptions used</b>					
Expected volatility	10 %	10 %	10 %	10 %	10 %
Expected forfeiture rate	5 %	5 %	5 %	5 %	5 %
Expected dividend yield	0.15 %	0.15 %	0.15 %	0.15 %	0.15 %
Risk-free interest rate	5.16 %	5.25 %	5.41 %	5.62 %	5.68 %
Expected life (years)	4.75	3.75	2.75	1.75	0.75
<b>Liability using Black-Scholes (\$'000s)<sup>(2)</sup></b>	<b>6,555</b>	<b>5,218</b>	<b>7,091</b>	<b>2,592</b>	<b>223</b>

<sup>(1)</sup> Based on two times the 5-day weighted average closing price of Clairvest common shares at date of grant and is adjusted for special dividends paid by the Company.

<sup>(2)</sup> Share price for a Clairvest common share as at September 30, 2023 was \$77.40 (TSX: CVG).

As at September 30, 2023, \$21.7 million (March 2023 – \$22.9 million) had been accrued and included in share-based compensation liability under the Company’s Non-Voting Option Plan.

The Company has an Employee Deferred Share Units (“EDSU”) plan which provides, among other things, that participants may elect annually to receive all or a portion of their annual bonus amounts that would otherwise be payable in cash in the form of EDSUs. EDSUs may be redeemed for cash or for common shares of the Company in accordance with the terms of the plan. Clairvest is required to reserve one common share for each EDSU issued under the EDSU Plan. The maximum number of Clairvest common shares reserved for the EDSU Plan was 350,000 common shares, which represented approximately 2.3% of the outstanding number of common shares. During the quarter, 18,727 (2022 – 30,125) EDSUs were issued under the plan. As at September 30, 2023, 213,478 EDSUs (March 2023 – 195,749 EDSUs) were outstanding. Accordingly, an accrual of \$16.6 million (March 2023 – \$15.7 million) had been included in share-based compensation liability. During the second quarter of fiscal 2024, Clairvest recognized an expense recovery of \$0.9 million (2023 – expense of \$1.7 million) with respect to EDSUs.

As at September 30, 2023, a total of 199,562 (March 2023 – 214,192) Book Value Appreciation Rights Units (“BVARs”) were held by an employee of Clairvest, the accrual in respect of which was \$3.1 million (March 2023 – \$5.5 million) and had been included in share-based compensation liability, and a further \$3.0 million (March 2023 – \$4.5 million) not accrued as those BVARs had not vested.

### Compensation paid and payable to key management

In addition to the directors, key management at Clairvest are the Chief Executive Officer (“CEO”), the Vice Chairman and the President. The CEO and the President are entitled to annual discretionary cash bonuses of up to 175% of their individual annual salary based on individual performance. The Vice Chairman is entitled to an annual discretionary cash bonus of up to 100% of annual salary based on individual performance. There is also an annual objective cash bonus which is based on Clairvest’s Incentive Bonus Program as described in *note 15(b)*, the Non-Voting Option Plan, the BVAR plan and the EDSU plan. Aggregate compensation paid to the CEO, the Vice Chairman, and the President for the quarters and six months ended September 30, 2023 and 2022 were as follows:

\$000’s	Quarter ended September 30		Six months ended September 30	
	2023	2022	2023	2022 <sup>(1)</sup>
<b>Paid:</b>				
Salaries	268	268	536	536
Annual incentive plans	1,451	882	1,662	1,093
Stock options	959	1,738	959	1,738
Book value appreciation rights	2,240	7,420	2,240	7,420
	<b>4,918</b>	<b>10,308</b>	<b>5,397</b>	<b>10,787</b>

Compensation payable to the CEO, the Vice-Chairman, and the President at the statement of financial position dates were as follows:

<b>\$000's</b>	<b>September 30</b>	March 31
	<b>2023</b>	2023
<b>Payable:</b>		
Annual incentive plans	3,821	5,242
Non-voting stock options	3,755	4,359
Book value appreciation rights	2,583	3,289
Employee deferred share units	4,785	4,484
	<b>14,944</b>	17,374

During the second quarter of fiscal 2024, the Company granted 952 DSUs to its directors such that as at September 30, 2023, a total of 253,335 (March 2023 – 248,457) DSUs were held by directors of the Company, the accrual in respect of which was \$21.8 million (March 2023 – \$21.6 million) and has been included in share-based compensation liability. For the quarter ended September 30, 2023, Clairvest recognized an expense recovery of \$1.5 million (2023 – expense of \$2.0 million) with respect to DSUs.

During the second quarter of fiscal 2024, 15,000 ADSUs were granted to a new director such that as at September 30, 2023, a total of 165,000 (March 2023 – 150,000) ADSUs were held by directors of the Company, the accrual in respect of which was \$8.5 million (March 2023 – \$8.6 million) and has been included in share-based compensation liability. For the quarter ended September 30, 2023, Clairvest recognized an expense recovery of \$0.9 million (2023 – expense of \$1.2 million) with respect to ADSUs.

As at September 30, 2023, compensation payable to the directors of Clairvest included \$0.5 million (March 2023 – \$0.4 million) under the Non-Voting Option Plan.

### 13. CONSOLIDATED STATEMENTS OF CASH FLOWS

Net change in non-cash working capital balances related to operations for the quarters ended September 30 are detailed as follows:

<b>\$000's</b>	<b>2023</b>	2022
Accounts receivable and other assets	42,044	8,800
Income taxes recoverable	(5,793)	204
Accounts payable and accrued liabilities, excluding lease liability recognized	3,997	5,571
Income taxes payable	—	8,402
Accrued compensation expense	(5,516)	(2,882)
	<b>34,732</b>	20,095

Cash and cash equivalents at the statement of financial position dates comprised the following:

<b>\$000's</b>	<b>September 30</b>	March 31
	<b>2023</b>	2023
Cash	170,875	216,194
Cash equivalents	2,348	1,676
	<b>173,223</b>	217,870

### 14. DERIVATIVE INSTRUMENTS

The Company and its acquisition entities enter into foreign exchange forward contracts as economic hedges against the fair value of its foreign-denominated investments and loans in accordance with its foreign exchange hedging policy.

As at September 30, 2023, Clairvest had entered into foreign exchange forward contracts as hedges against its foreign-denominated investments and loans as follows:

Foreign exchange forward contracts to sell US\$212.2 million (March 2023 – US\$205.4 million) at an average rate of Canadian \$1.3285 per U.S. Dollar (March 2023 – average rate of C\$1.3171) through to July 2026 and to sell GBP£4.1

million (March 2023 – GBP£2.7 million) at an average rate of Canadian \$1.6453 per British Pound (March 2023 – average rate of C\$1.6309) through to February 2024. The fair value of the forward contracts as at September 30, 2023 was a loss of \$4.2 million (March 2023 – \$7.1 million).

The fair value of foreign exchange forward contracts entered into by the Company's acquisition entities to hedge against foreign-denominated investee companies had been included in the fair value of Clairvest's investment in these acquisition entities on the consolidated statements of financial position. The net impact of foreign exchange on the investee companies are described in *note 6 and 16* under *Currency Risk*.

No collateral was funded to the counterparties for Clairvest's foreign exchange forward contracts and those of its acquisition entities as at September 30, 2023 and March 31, 2023.

## 15. CONTINGENCIES, COMMITMENTS AND GUARANTEES

In addition to the co-investment commitments described in *note 11*, the Company had the following contingencies, commitments, and guarantees:

- (a) Clairvest has committed a total of \$55.5 million (March 2023 – \$55.5 million) in the Wellington Funds, all of which was unfunded as at September 30, 2023 and March 31, 2023. As a result of the sale of Wellington Financial to CIBC in January 2018, the Wellington Funds are in the process of being wound up and may no longer invest in new investments.
- (b) Under Clairvest's Bonus Program, a bonus of 10% of after-tax cash income and realizations on certain of Clairvest's corporate investments would be paid to management annually as applicable (the "Realized Amount"). As at September 30, 2023, the Realized Amount under the Bonus Program was \$0.2 million (March 2023 – \$2.7 million) and had been accrued under accrued compensation expense liability.

Clairvest had recorded a liability equal to a bonus of 10% of the after-tax cash income and realizations which are applicable but which have yet to be realized as at March 31, 2022. The Incentive Bonus Program does not apply to the income generated from investments made by Clairvest through CEP III Co-Invest, CEP IV Co-Invest, CEP V Co-Invest, CEP VI Co-Invest and CEP VII Co-Invest and any amounts after March 31, 2022. Accordingly, the remaining accrued compensation expense liability as at September 30, 2023 which would only be payable to management when the corresponding realization events have occurred was \$9.5 million (March 2023 – \$9.7 million).

- (c) Clairvest has agreed to guarantee up to \$5.0 million to support a credit facility provided to Brunswick Bierworks by its bank. Clairvest would assume the lender's security position that supports the loans provided by the lender should the loans be called and intends to allocate any amounts called under this guarantee to CEP VI Co-Invest, CEP VI, CEP VI-A and CEP VI-B on a pro-rata basis in accordance with their respective capital commitments in the CEP VI Fund.
- (d) Clairvest, together with CEP VI, CEP VI-A and CEP VI-B, in support of the credit facility provided by various banks to New Hampshire Gaming, has guaranteed to fund any and all cost overruns during the construction of a new gaming facility being built by New Hampshire Gaming, as well as operating deficiencies of the new gaming facility for a specified period of time and up to US\$15.0 million. Additionally, Clairvest, together with CEP VI, CEP VI-A and CEP VI-B had entered an agreement with the other investor of New Hampshire Gaming to indemnify 50% of any guarantees funded. Clairvest intends to allocate any amounts called under these guarantees to CEP VI Co-Invest, CEP VI, CEP VI-A and CEP VI-B on a pro-rata basis in accordance with their respective capital commitments in the CEP VI Fund.
- (e) As at June 30, 2023, CEP VI Co-Invest, CEP VI, CEP VI-A and CEP VI-B had entered an agreement to invest in NextTech. During the second quarter of fiscal 2024, the investment had been completed as described in *note 6*.
- (f) During the second quarter of fiscal 2024, Clairvest completed the fundraising of Clairvest Equity Partners VII (the "CEP VII Fund"), a new private equity investment pool with commitments of approximately US\$1.2 billion, comprising of a co-investment commitment from Clairvest of US\$0.3 billion through CEP VII Co-Investment Limited Partnership ("CEP VII Co-Invest") and commitments totalling US\$0.9 billion from third-party investors through Clairvest Equity Partners VII Limited Partnership ("CEP VII"), Clairvest Equity Partners VII-A Limited

Partnership (“CEP VII-A”) and Clairvest Equity Partners VII-B Limited Partnership (“CEP VII-B”). Clairvest Equity Partners VII will be the successor fund to Clairvest Equity Partners VI. The revenue Clairvest will derive from the CEP VII Fund is described in *notes 7 and 8*. Subsequent to the final closing of the CEP VII Fund, Clairvest paid \$16.1 million in bonuses to management.

- (g) As at September 30, 2023, the Company had an accrued liability resulting from future minimum annual lease payments for the use of office space. The detail of the lease liability recognized from April 1, 2023 is as follows:

**\$000’s**

Lease liability, April 1, 2023	2,384
Payments applied during the period	<u>(251)</u>
Lease liability, September 30, 2023	<u>2,133</u>

(1) As at September 30, 2023, the incremental borrowing rate was prime plus 1.25% per annum.

- (h) In connection with its normal business operations, the Company and its investee companies may, from time to time be involved in legal proceedings, including regulatory investigations, in which claims for monetary damages may be asserted. The Company may accrue a liability if, in the opinion of management, it is both probable that costs will be incurred to resolve the matter, and an estimate can be made of the amount of the obligation. While there is inherent difficulty in predicting the outcome of these matters, based on our current knowledge, we do not expect these matters, individually or in aggregate, to have a material adverse effect on our financial statements.

## 16. RISK MANAGEMENT

The private equity investment business involves accepting risk for potential return and is therefore affected by a number of risk factors.

### *Fair Value Risk*

Fair value risk includes exposure to fluctuations in the fair market value of the Company’s investments as described in *note 17*.

The Company’s corporate investment portfolio was diversified across 25 investee companies in 12 industries as at September 30, 2023. Concentration risk by industry and by jurisdiction, was as follows:

	September 30, 2023				March 31, 2023			
	Canada	United States	International <sup>(1)</sup>	Total	Canada	United States	International <sup>(1)</sup>	Total
<b>\$'000s</b>								
Aerospace, defense and government services	130,946	7,831	—	138,777	123,280	—	—	123,280
Co-packing	9,411	—	—	9,411	8,146	—	—	8,146
Equipment rental	—	9,699	—	9,699	—	6,987	—	6,987
Financial services	640	—	—	640	4,563	—	—	4,563
Gaming	2,296	164,900	183,194	350,390	1,111	138,115	259,576	398,802
Insurance services	33,753	—	—	33,753	27,059	—	—	27,059
Life science services	—	9,191	—	9,191	—	9,200	—	9,200
Medical practice management	—	48,176	—	48,176	—	40,357	—	40,357
Renewable energy	—	61,005	—	61,005	—	66,171	—	66,171
Technology services	9,785	19,938	—	29,723	10,969	27,007	—	37,976
Waste management	—	66,269	—	66,269	—	63,766	—	63,766
Other investments	1	4,970	—	4,971	1	4,975	—	4,976
<b>Total</b>	<b>186,832</b>	<b>391,979</b>	<b>183,194</b>	<b>762,005</b>	<b>175,129</b>	<b>356,578</b>	<b>259,576</b>	<b>791,283</b>

<sup>(1)</sup> Includes investment in India, Chile and the UK

Additionally, the Company has fair value risk on its temporary investments as it holds marketable securities in its treasury portfolio. The Company has considered current economic events and indicators in the valuation of its investee companies and its temporary investments.

### *Interest Rate Risk*

Fluctuations in interest rates affect the Company’s income derived from its treasury funds. For financial instruments which yield a floating interest rate, the income received is directly impacted by the prevailing interest rate. The fair value of financial instruments which yield a fixed interest rate would change when there is a change in the prevailing market



interest rate. The Company manages interest rate risk on its treasury funds by conducting activities in accordance with the fixed income securities policy that is approved by the Audit Committee. Management's application of these policies is regularly monitored by the Audit Committee.

As at September 30, 2023, \$169.1 million (March 2023 – \$217.2 million) of the Company's treasury funds are held in accounts which pay interest commensurate with prime rate, and \$46.6 million (March 2023 – \$73.9 million) of the Company's treasury funds are in guaranteed investment certificates with an average remaining duration of 0.5 years (March 2023 – 0.4 years). If interest rates were higher or lower by 1% per annum, and assuming the renewal rates of these guaranteed investment certificates were commensurate with prime rate at time of renewal, the potential effect would have been an increase or a decrease of \$0.5 million per annum to distributions and interest income on a pre-tax basis.

Certain of the Company's corporate investments are also held in the form of debentures and loans. Significant fluctuations in market interest rates can have a significant impact on the carrying value of these investments as described in *note 17*.

Clairvest's investee companies are subject to interest rate risk. Significant changes in interest rates can materially increase the borrowing cost of these investee companies and in turn cause a negative impact to the profitability of these companies, which could have a material impact to the Company's fair value of these corporate investments. The Company manages this risk through oversight responsibilities with existing investee companies and may suggest these investee companies enter swap derivatives with their banking counterparties to hedge against this risk.

### ***Currency Risk***

The Company has implemented a hedging strategy because it has, directly and indirectly, several investments outside of Canada, currently in the United States, India, Chile and the United Kingdom. The Company may also advance loans to investee companies which are denominated in foreign currency. The general partner priority distributions and management fees for Clairvest Equity Partners VI and Clairvest Equity Partners VII are denominated in United States Dollars whereas the Company's overhead costs are in Canadian Dollars. In order to limit its exposure to changes in the value of foreign denominated currencies relative to the Canadian dollar, Clairvest and its acquisition entities, subject to certain exceptions, entered into hedging positions against these foreign-denominated currencies. As at September 30, 2023, the Company's material exposure to foreign-denominated currencies comprised of its Chilean peso-denominated and Indian rupee-denominated balances as they are unhedged. In addition, there is a timing difference between the interim condensed consolidated statement of financial position date and the investment valuation date given the timing of which information is available to make this determination could result in a delay in the implementation of the Company's hedging strategy. Accordingly, significant depreciation in value of these currencies could result in a material impact to the performance of Clairvest, its investment portfolio and the carried interest it could earn from the CEP Funds.

A number of investee companies are subject to foreign exchange risk. A significant change in foreign exchange rates can have a significant impact on the profitability of these companies and in turn the Company's fair value of these corporate investments. The Company manages this risk through oversight responsibilities with existing investee companies and by reviewing the financial condition of investee companies regularly.

### ***Credit risk***

Credit risk is the risk of a financial loss occurring as a result of default of a counterparty on its obligations to the Company. For the quarter ended September 30, 2023, there were no material income effects on changes of credit risk on financial assets. The carrying values of financial assets subject to credit exposure as at September 30 and March 31, 2023, net of any allowances for losses, were as follows:

\$'000s	September 30, 2023			March 31, 2023		
	Clairvest	Acquisition entities	Total	Clairvest	Acquisition entities	Total
<b>Financial Assets</b>						
Cash and cash equivalents	173,223	39,328	212,551	217,870	48,114	265,984
Temporary investments	114,688	51,341	166,029	111,301	54,142	165,443
Accounts receivable <sup>(1)</sup>	25,925	10,495	36,420	57,694	2,734	60,428
Loans receivable <sup>(2)</sup>	5,859	6,724	12,583	11,263	154	11,417
Derivative instruments	—	306	306	—	161	161
Corporate investments <sup>(3)</sup>	—	32,357	32,357	—	23,713	23,713
	<b>319,695</b>	<b>140,551</b>	<b>460,246</b>	<b>398,128</b>	<b>129,018</b>	<b>527,146</b>

<sup>(1)</sup> Excludes prepaid expenses and receivables from acquisition entities

<sup>(2)</sup> Excludes loans receivable from acquisition entities

<sup>(3)</sup> Excludes net assets (liabilities) from acquisition entities

The Company manages credit risk on corporate investments through thoughtful planning, strict investment criteria, significant due diligence of investment opportunities and oversight responsibilities with existing investee companies and by conducting activities in accordance with investment policies that are approved by the Board of Directors. Management's application of these policies is regularly monitored by the Board of Directors. Management and the Board of Directors review the financial condition of investee companies regularly.

The Company is also subject to credit risk on its accounts receivables and loan receivables, a significant portion of which are with its investee companies and its CEP Funds. The Company manages this risk through its oversight responsibilities with existing investee companies, by reviewing the financial condition of investee companies regularly, and through its fiduciary duty as Manager of the CEP Funds and by maintaining sufficient uncalled capital for the CEP Funds to settle obligations as they come due.

The Company manages counterparty credit risk on derivative instruments by only contracting with counterparties which are Schedule 1 Canadian chartered banks. As at September 30, 2023, the Company and the Company's acquisition entities held derivative instruments which had net mark-to-market loss of \$0.5 million (March 2023 – \$3.5 million). The Company believes the counterparty risk with respect to its and its acquisition entities' derivative instruments is minimal.

The Company manages credit risk on treasury funds by conducting activities in accordance with the fixed income securities policy which is approved by the Audit Committee. The Company also manages credit risk by contracting with counterparties which are Schedule 1 Canadian chartered banks or through investment firms where Clairvest's funds are segregated and held in trust for Clairvest's benefit. Management's application of these policies is regularly monitored by the Audit Committee. Management and the Audit Committee review credit quality of cash equivalents and temporary investments regularly.

The credit ratings of the Company's treasury funds, including those of its acquisition entities, based on the Dominion Bond Rating Services rating scale, with the exception of corporate bonds and loans which are based on the Standard and Poor's rating scale, were as follows:

\$'000s	September 30, 2023			March 31, 2023		
	Clairvest	Acquisition entities	Total	Clairvest	Acquisition entities	Total
<b>Cash and restricted cash</b>	170,875	39,327	210,202	216,194	48,114	264,308
<b>Money market savings accounts</b>						
AA	804	—	804	164	—	164
AA-	1,544	—	1,544	1,512	—	1,512
<b>Guaranteed investment certificates and investment savings accounts</b>						
AA+	842	—	842	18,868	—	18,868
AA	40,924	23,203	64,127	46,670	22,590	69,260
AA-	4,178	5,972	10,150	2,039	5,073	7,112
A	102	104	206	100	103	203
A-	—	—	—	5,238	—	5,238
Not rated	574	316	890	980	514	1,494
<b>Limited recourse capital notes</b>						
A	5,550	—	5,550	5,552	—	5,552
A-	1,880	1,874	3,754	1,885	1,879	3,764
BBB+	1,851	925	2,776	1,854	927	2,781
BBB-	781	781	1,562	792	792	1,584
<b>Term loans</b>						
Not rated	27,040	—	27,040	—	—	—
<b>Other fixed income securities</b>						
Not rated <sup>(1)</sup>	30,966	18,166	49,132	27,323	22,264	49,587
<b>Total cash, cash equivalents, restricted cash and fixed income securities</b>	<b>287,911</b>	<b>90,668</b>	<b>378,579</b>	<b>329,171</b>	<b>102,256</b>	<b>431,427</b>

(1) Comprised other fixed income securities as permitted by the Company's treasury policy, which in aggregate may not exceed the lesser of 10% of book value or 20% of treasury funds and with no single issue greater than 1.5% of book value.

### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. Financial obligations arising from off statement of financial position arrangements are described in *note 14*. Accounts payable, loans payable, and derivative instruments have maturities of less than one year. Management participation liability, share-based compensation liability, and amounts accrued under the Incentive Bonus Program are only due upon cash realization or completion of the respective vesting periods. Total unfunded commitments to co-invest alongside the CEP Funds, as described in *note 15* were \$573.7 million as at September 30, 2023 (March 2023 – \$190.6 million). The timing of any amounts to be funded under these commitments is dependent upon the timing of investment acquisitions, which are made at the sole discretion of the Company.

The Company manages liquidity risk by maintaining a conservative liquidity position that exceeds all liabilities payable on demand. The Company invests its treasury funds in liquid assets such that they are available to cover any potential funding commitments and guarantees. In addition, the Company maintains a \$100.0 million credit facility which was undrawn as at September 30, 2023.

As at September 30, 2023, Clairvest had treasury funds, inclusive of those held at acquisition entities, of \$440.8 million (March 2023 – \$493.1 million) and access to \$100.0 million (March 2023 – \$100.0 million) in credit to support its current and anticipated corporate investments. Clairvest also had access to \$1.6 billion (March 2023 – \$0.5 billion) in uncalled committed third-party capital through the CEP Funds as at September 30, 2023 to invest along with Clairvest's capital.

## 17. FAIR VALUE OF FINANCIAL INSTRUMENTS

Cash, cash equivalents, temporary investments, corporate investments, and derivative instruments are carried at fair value in accordance with the Company's accounting policy as described in *note 2*. All other financial instruments, including receivables and payables, were short-term in nature.

### (a) Fair value hierarchy

The Company classifies financial instruments measured at FVTPL according to the following hierarchy, based on the lowest level of significant input used in measuring fair value.

Level	Fair value input description	Financial instruments
Level 1	Quoted prices (unadjusted) from active markets	Quoted equity instruments Quoted corporate bonds Money market and investment savings accounts
Level 2	Inputs other than quoted prices included in Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices)	Quoted equity instruments which are not actively traded (i.e. significant ownership positions) Guaranteed investment certificates Quoted corporate bonds or loans which are not actively traded
Level 3	Inputs that are not based on observable market data	Unquoted equity instruments or partnership units Corporate bonds, debentures or loans not traded

The following table details the financial instruments measured at fair value classified by the fair value hierarchy:

\$'000s	September 30, 2023				March 31, 2023
	Fair value measurements using			Assets / liabilities at fair value	Assets / liabilities at fair value
	Level 1	Level 2	Level 3		
<b>Financial assets</b>					
Cash equivalents					
Investment savings accounts	2,348	—	—	2,348	1,676
	<b>2,348</b>	<b>—</b>	<b>—</b>	<b>2,348</b>	<b>1,676</b>
Temporary investments					
Guaranteed investment certificates	—	46,620	—	46,620	73,895
Corporate bonds	—	27,040	—	27,040	—
Marketable securities	62,189	—	—	62,189	61,661
Limited recourse capital notes	—	10,062	—	10,062	10,083
Other fixed income securities	—	—	30,966	30,966	27,323
	<b>62,189</b>	<b>83,722</b>	<b>30,966</b>	<b>176,877</b>	<b>172,962</b>
Corporate investments	79,182	—	782,967	862,149	891,709
	<b>143,719</b>	<b>83,722</b>	<b>813,933</b>	<b>1,041,374</b>	<b>1,066,347</b>

For financial instruments which are recognized at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization based on the lowest level input that is significant to the fair value measurement as a whole at the end of each reporting period. Transfers between levels of fair value hierarchy are deemed to have occurred at the date of event.

**(b) Level 3: Reconciliation between opening and closing balances**

The following table details the changes in fair value measurements for instruments included in level 3 of the fair value hierarchy set out in IFRS 13:

\$'000s	For the quarter ended September 30, 2023				
	Fair value July 1, 2023	Net investment gain included in earnings	Purchases of assets / issuances of liabilities	Sales of assets / settlements of liabilities	Fair value September 30, 2023
<b>Financial assets</b>					
Other fixed income securities	33,065	58	175	(2,332)	30,966
Corporate investments	834,737	(37,556)	21,800	(36,014)	782,967
	<b>867,802</b>	<b>(37,498)</b>	<b>21,975</b>	<b>(38,346)</b>	<b>813,933</b>

For the six months ended September 30, 2023

\$'000s	Fair value April 1, 2023	Net investment gain (loss) included in earnings	Purchases of assets / issuances of liabilities	Sales of assets / settlements of liabilities	Fair value September 30, 2023
<b>Financial assets</b>					
Other fixed income securities	27,323	163	5,812	(2,332)	30,966
Corporate investments	822,719	(25,538)	21,800	(36,014)	782,967
	<b>850,042</b>	<b>(25,375)</b>	<b>27,612</b>	<b>(38,346)</b>	<b>813,933</b>

**(c) Level 3: Fair value measurement based on reasonably possible alternative assumptions**

While Clairvest considers its fair value measurements to be appropriate, the use of reasonable alternative assumptions could result in different fair values. On a given measurement date, it is possible that other market participants could measure a same financial instrument at a different fair value, with the valuation techniques and inputs used by these market participants still meeting the definition of fair value. The fact that different fair value measurements exist reflects the judgment, estimates and assumptions applied as well as the uncertainty involved in determining the fair value of these financial instruments. Included in corporate investments are investee companies (as described in *note 6*) for which the fair values have been estimated based on assumptions that are not supported by observable inputs. The following tables details quantitative information on the primary valuation techniques and unobservable inputs based on the form of investment:

September 30, 2023	Valuation techniques	Significant unobservable input	Range
Unquoted equity instruments (including warrants) or partnership units	<b>Public company comparables</b>	<b>EBITDA and earnings multiples</b>	<b>3.0x to 15.0x</b>
		<b>Revenue multiples</b>	<b>2.0x to 2.1x</b>
	<b>Recent transactions</b>	<b>n/a</b>	<b>n/a</b>
Debentures or loans not traded or other finite set of cash flows	<b>Discounted cash flows</b>	<b>Discount rates</b>	<b>up to 15.2% per annum</b>

The most significant unobservable input for fair value measurement is either revenue or earnings before interest, taxes, depreciation and amortization (“EBITDA”) and the earnings multiple which is applied to either revenue or EBITDA in valuing each individual investee company. In determining the appropriate multiple, Clairvest considers (i) public company multiples for companies in the same or similar businesses; (ii) where information is known and believed to be reliable, multiples at which recent transactions in the industry occurred; and (iii) multiples at which Clairvest invested directly or indirectly in the company, or for follow-on investments or financings. The resulting multiple is adjusted, if necessary, to take into account differences between the investee company and those the Company selected for comparisons and factors include public versus private company, company size, same versus similar business, as well as with respect to the sustainability of the company’s earnings and current economic environment. If the Company had used an earnings multiple for each investee company that was higher or lower by 0.5 times, the potential effect would have been an increase of \$26.7 million or a decrease of \$26.7 million to the carrying value of corporate investments and net investment gain, on a pre-tax basis, for the quarter ended September 30, 2023 (March 2023 – an increase of \$25.0 million or a decrease of \$25.0 million). For the two investee companies that were valued using the revenue multiple approach, if the Company had used a revenue multiple for each investee company that was higher or lower by 0.5 times, the potential effect would be an increase of \$30.4 million or a decrease of \$30.4 million to the carrying value of corporate investments and net investment gains, on a pre-tax basis, for the quarter ended September 30, 2023 (March 2023 – an increase of \$30.9 million or a decrease of \$30.9 million). Revenue or earnings multiples used are based on public company valuations as well as private market multiples for comparable companies. Revenues are based on current run-rates adjusted for non-recurring items. Earnings are based on the last twelve-month EBITDA and if necessary, adjusted for any non-recurring items such as, restructuring expenses and annualized pro-forma adjustments from recently completed acquisitions. Adjustments to revenue or EBITDA may also consider forecasted impacts arising from the current economic environment or recent developments of the investee company.

Clairvest may also use information about recent transactions carried out in the market for valuations of private equity investments. When fair value is determined based on recent transaction information, this value is the most representative indication of fair value. The fair value of corporate bonds, debentures or loans is primarily determined using discounted cash flow technique. This technique uses observable and unobservable inputs such as discount rates that take into account

the risk associated with the investment as well as future cash flows. For those investments valued based on recent transactions or discounted cash flows, Clairvest has determined that there are no reasonable alternative assumptions that would change the fair value materially as at September 30, 2023 and March 31, 2023.

## **18. CAPITAL DISCLOSURES**

Clairvest considers the capital it manages to be shareholders' equity. Clairvest also manages capital held in acquisition entities, the third-party capital committed or invested in the CEP Funds and co-investments made by other investors.

Clairvest's objectives in managing capital are to:

- Preserve a financially strong company with substantial liquidity to pursue new acquisitions and growth opportunities as well as to support its operations and the growth of its existing investee companies;
- Achieve an appropriate risk adjusted return on capital;
- Build long-term value in its investee companies to generate superior returns; and
- Have appropriate levels of committed third-party capital available to invest alongside Clairvest's capital. The management of third-party capital also provides management fees or priority distributions to Clairvest and the ability to enhance Clairvest's returns by offsetting a portion of its operating costs and by earning a carried interest.

As at September 30, 2023, Clairvest had no external capital requirements, other than as disclosed in *note 15*.