

MANAGEMENT'S REPORT

The accompanying consolidated financial statements of Clairvest Group Inc. were prepared by management, which is responsible for the integrity and fairness of the financial information presented. These consolidated financial statements are prepared in accordance with International Financial Reporting Standards. The financial information contained elsewhere in the annual report has been reviewed to ensure consistency with the consolidated financial statements.

Management maintains a system of internal accounting controls designed to provide reasonable assurance that assets are safeguarded, that transactions are properly authorized and that financial records are properly maintained to facilitate the preparation of financial statements in a timely manner. Under the supervision of management, an evaluation of the effectiveness of the Company's internal control over financial reporting was carried out for the year ended March 31, 2020. Based on that evaluation, management concluded that the Company's internal control over financing reporting was effective for the year ended March 31, 2020.

The Board of Directors carries out its responsibility for the consolidated financial statements in this annual report principally through its Audit Committee. The Audit Committee, which comprised three non-management Directors during the year ended March 31, 2020, meets periodically with management and with external auditors to discuss the scope and results with respect to financial reporting of the Company. The Audit Committee has reviewed the consolidated financial statements with management and with the independent auditors. The consolidated financial statements have been approved by the Board of Directors on the recommendation of the Audit Committee.

Ernst & Young LLP, appointed external auditors by the shareholders, have audited the consolidated financial statements and their report is included herewith.



B. Jeffrey Parr
Vice Chairman



Daniel Cheng
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF CLAIRVEST GROUP INC.

OPINION

We have audited the consolidated financial statements of **Clairvest Group Inc.** and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at March 31, 2020 and 2019, and the consolidated statements of comprehensive income, consolidated statements of changes in shareholders' equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at March 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRSs).

BASIS FOR OPINION

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis
- The information, other than the consolidated financial statements and our auditor's report thereon, in the Annual Report

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

INDEPENDENT AUDITOR'S REPORT

accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

INDEPENDENT AUDITOR'S REPORT

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Gary Chin.

Toronto, Canada
June 24, 2020

Ernst + Young LLP

Chartered Professional Accountants
Licensed Public Accountants

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at March 31

\$000s	2020	2019
ASSETS		
Cash and cash equivalents (notes 3 and 14)	\$ 272,938	\$ 288,922
Temporary investments (note 3)	155,918	163,403
Accounts receivable and other assets (note 10(f))	33,695	19,869
Loans receivable (note 10(e))	20,063	9,727
Derivative instrument (note 15)	85	—
Income taxes recoverable	8,000	—
Deferred income tax asset (note 11)	417	—
Carried interest from Clairvest Equity Partners III and IV (note 7)	44,409	56,484
Corporate investments (note 5)	400,291	366,279
Fixed assets (notes 8 and 16(f))	9,062	6,569
	\$ 944,878	\$ 911,253
LIABILITIES AND SHAREHOLDERS' EQUITY		
Liabilities		
Accounts payable and accrued liabilities (note 10(h))	\$ 11,861	\$ 10,586
Income taxes payable	1,998	22,331
Accrued compensation expense (notes 13 and 16(b))	8,317	13,001
Share-based compensation (note 13)	39,039	40,265
Management participation from Clairvest Equity Partners III and IV (note 7)	34,115	42,599
Deferred income tax liability (note 11)	12,133	3,779
	\$ 107,463	\$ 132,561
Contingencies, commitments and guarantees (note 16)		
Shareholders' equity		
Share capital (note 12)	\$ 80,917	\$ 81,245
Retained earnings	756,498	697,447
	837,415	778,692
	\$ 944,878	\$ 911,253

See accompanying notes

On behalf of the Board:



MICHAEL BREGMAN
Director



JOSEPH J. HEFFERNAN
Director

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended March 31

\$000s (except per share information)	2020	2019
REVENUE		
Net investment gain (loss) (notes 4 and 5)	\$ 21,576	\$ (123,152)
Distributions and interest income (notes 5, 6 and 10)	80,397	275,975
Carried interest from Clairvest Equity Partners III and IV (note 7)	22,615	47,691
Dividend income (note 10(g))	1,212	1,094
Management fees (note 6)	2,025	1,259
Advisory and other fees (note 10(g))	1,473	1,340
	129,298	204,207
EXPENSES		
Employee compensation and benefits (notes 13 and 16(b))	22,056	12,200
Share-based compensation expenses (note 13)	4,161	11,332
Administration and other expenses	5,338	8,515
Finance and foreign exchange expenses	489	809
Management participation from Clairvest Equity Partners III and IV (note 7)	17,970	33,473
	50,014	66,329
Income before income taxes	79,284	137,878
Income tax expense (note 11)	9,786	18,636
Net income and comprehensive income for the year	\$ 69,498	\$ 119,242
Basic and fully diluted net income and comprehensive income per share (note 12)	\$ 4.60	\$ 7.87

See accompanying notes

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the years ended March 31

\$000s	Share capital	Retained earnings	Total shareholders' equity
As at April 1, 2019	\$ 81,245	\$ 697,447	\$ 778,692
Changes in shareholders' equity			
Net income and comprehensive income for the year		69,498	69,498
Dividends declared (\$0.5144 per share)		(7,786)	(7,786)
Purchase and cancellation of shares (note 12)	(328)	(2,661)	(2,989)
As at March 31, 2020	\$ 80,917	\$ 756,498	\$ 837,415
As at April 1, 2018	\$ 81,388	\$ 585,933	\$ 667,321
Changes in shareholders' equity			
Net income and comprehensive income for the year		119,242	119,242
Dividends declared (\$0.4401 per share)		(6,671)	(6,671)
Purchase and cancellation of shares (note 12)	(143)	(1,057)	(1,200)
As at March 31, 2019	\$ 81,245	\$ 697,447	\$ 778,692

See accompanying notes

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the years ended March 31

\$000s	2020	2019
OPERATING ACTIVITIES		
Net income and comprehensive income for the year	\$ 69,498	\$ 119,242
Add (deduct) items not involving a current cash outlay:		
Amortization and impairment of fixed assets	1,216	867
Share-based compensation	6,034	13,105
Deferred income tax expense (recovery)	7,937	(20,165)
Net investment (gain) loss	(21,576)	123,152
Carried interest and management participation from Clairvest Equity Partners III and IV	3,591	22,748
Non-cash items relating to foreign exchange forward contracts	883	8
Non-cash items relating to corporate investments	21,101	(965)
	88,684	257,992
Adjustments for:		
Net proceeds on sale (cost of acquisition) of temporary investments	7,485	(126,821)
Net loans repaid by (advanced to) acquisition entities or the CEP Funds (note 10(e))	(10,336)	3,874
Cost of settlement of realized foreign exchange forward contracts	(968)	(8)
Decrease in restricted cash	—	15,750
Investments made in investee companies or acquisition entities	(57,524)	(15,104)
Proceeds on sale of investee companies	154	—
Distribution or return of capital from investee companies or acquisition entities	23,833	41,810
Settlement of share-based compensation liability	(7,260)	(4,166)
	(44,616)	(84,665)
Net change in non-cash working capital balances related to operations (note 14)	(49,709)	33,814
Cash provided by (used in) operating activities	(5,641)	207,141
INVESTING ACTIVITIES		
Sale (purchase) of fixed assets	432	(5,940)
Cash provided by (used in) investing activities	432	(5,940)
FINANCING ACTIVITIES		
Cash dividends paid	(7,786)	(6,671)
Purchase and cancellation of shares (note 12)	(2,989)	(1,200)
Cash used in financing activities	(10,775)	(7,871)
Net increase (decrease) in cash during the year	(15,984)	193,330
Cash and cash equivalents, beginning of year (note 14)	288,922	95,592
Cash and cash equivalents, end of year	\$ 272,938	\$ 288,922
SUPPLEMENTAL CASH FLOW INFORMATION		
Interest received	\$ 10,652	\$ 10,260
Distributions received (notes 5 and 10)	\$ 106,321	\$ 356,625
Income taxes paid	\$ 29,902	\$ 20,569
Interest paid	\$ 700	\$ 698

See accompanying notes

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2020 and 2019 (tabular dollar amounts in thousands, except per share information)

1. NATURE OF ACTIVITIES

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 the symbol CVG. The Company, which operates in only one business segment, actively seeks to form mutually beneficial investments with entrepreneurial businesses. As at March 31, 2020, Clairvest invests its own capital, and that of third parties, through 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") and Clairvest Equity Partners VI-B Limited Partnership ("CEP VI-B") (together, the "CEP Funds"). 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 and CEP VI-B are herein referred to as Clairvest Equity Partners V and VI.

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 consolidated financial statements of Clairvest are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Effective April 1, 2019, the Company adopted IFRS 16, Leases on a modified retrospective basis. The Company has identified that it has approximately \$4.2 million in right of use assets and \$4.2 million in lease liabilities which were identified from adoption of IFRS 16, and in accordance with transitional provisions, has chosen to not restate its comparative information. Accordingly, the comparative information continues to be presented in accordance with the Company's previous accounting policy. The Company recognized right-of-use assets and their corresponding lease liabilities for all significant lease contracts. In applying IFRS 16, the Company has used the following practical expedients as permitted by the standard: 1) Operating leases with a remaining lease term of less than 12 months as at April 1, 2019 were treated as short-term leases under IFRS 16; and 2) Payments associated with leases of low-value assets are recognized on a straight-line basis as an expense in the consolidated statements of comprehensive income.

Other than noted above, the Company has consistently applied the same accounting policies throughout all periods presented in these consolidated financial statements, as if these policies had always been in effect.

These consolidated financial statements and related notes of Clairvest for the years ended March 31, 2020 and 2019 ("consolidated financial statements") were authorized for issuance by the Board of Directors on June 24, 2020.

The consolidated financial statements have been presented on a historical cost basis, except for certain financial instruments that have been measured at fair value. The 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. All values are rounded to the nearest thousand dollars (\$000s), except where otherwise indicated.

Basis of consolidation

The 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.

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

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2020 and 2019 (tabular dollar amounts in thousands, except per share information)

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 an entity. Subsidiaries are fully consolidated from the date on which control is obtained by the Company 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 GP III")
- Clairvest General Partner IV Limited Partnership ("Clairvest GP IV")

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.

On November 22, 2019, the Company determined that Clairvest General Partner V Limited Partnership ("Clairvest GP V") met the definition of an investment entity, as defined in IFRS 10. This change in status resulted from an amendment to the business purpose of Clairvest GP V for it to invest directly in CEP V Co-Investment Limited Partnership.

As a result of this change in status, the assets and liabilities of Clairvest GP V have been derecognized from the Company's consolidated statement of financial position and the Company's investment in Clairvest GP V has been recognized in corporate investments as at November 22, 2019, with an initial fair value of \$0.1 million. There was no material transition gain or loss on the change. Effective November 22, 2019, Clairvest GP V is considered an acquisition entity of Clairvest and investments made by Clairvest GP V in CEP V Co-Investment Limited Partnership are measured at FVTPL. The change in status of Clairvest GP V has been accounted for prospectively from November 22, 2019, in accordance with IFRS 10.

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. The entities' principal place of business is in Canada.

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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 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 SLP VI Limited Partnership ("Clairvest SLP VI")

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

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 6 and 7*. The Company concluded that its ownership interests 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.

(a) Classification and recognition of financial instruments

In accordance with IFRS 9, *Financial Instruments* ("IFRS 9"), financial instruments classified as FVTPL would include cash and cash equivalents, temporary investments, 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 balance sheet date and are recognised at amortised cost in accordance with IFRS 9.

(b) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

(c) Temporary investments and corporate investments

The Company carries its temporary investments 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 closing traded 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 takes into account 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.

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Differences could arise as the value at which significant ownership positions are sold is often different from 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 transaction 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.

(d) Foreign currency translation

Income and expenses denominated in foreign currencies are translated into Canadian dollars at exchange rates prevailing at the transaction date. Monetary assets and liabilities are translated into Canadian dollars using exchange rates in effect as at the consolidated statement of financial position dates. Non-monetary assets and liabilities that are measured at historical cost are translated into Canadian dollars using the exchange rate at the date of transaction. Non-monetary assets and liabilities that are carried at fair value are translated into Canadian dollars using exchange rates at the date the fair value was determined. Exchange gains and losses are included in income in the period in which they occur. Foreign currency transaction gains and losses on financial instruments classified as FVTPL are included in the consolidated statements of comprehensive income as part of net investment gain (loss).

(e) Derivative instruments

The Company and its acquisition entities enter into foreign exchange forward contracts to hedge their exposure to exchange rate fluctuations on their foreign currency-denominated investments and loans. These foreign exchange forward contracts and their underlying investments and loans are valued at exchange rates in effect as at the consolidated statement of financial position dates.

Foreign exchange forward contracts entered into by the Company are included in the consolidated statements of financial position as derivative instruments and are valued at fair value representing the estimated amount that the Company would have been required to pay, or received, had the Company settled the outstanding contracts as at the consolidated statement of financial position dates. Any unrealized gains or losses are included in finance and foreign exchange expense in the consolidated statements of comprehensive income.

Foreign exchange forward contracts entered into by the Company's acquisition entities are included in the fair value determination of these acquisition entities.

(f) 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 (loss) in the consolidated statements of comprehensive income. 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 as at the consolidated statement of financial position date. Carried interest is accrued only in the event that it is highly probable that there will not be a significant reversal in future financial periods.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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(g) Income taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company and its acquisition entities operate and generate taxable income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

The Company records deferred income tax expense or recovery using the asset and liability method. Under this method, deferred income taxes reflect the expected deferred tax consequences of temporary differences between the carrying amounts of assets and liabilities and their respective income tax bases, as well as certain carryforward items. Deferred income tax assets and liabilities are determined for each temporary difference based on the income tax rates that are expected to be in effect when the asset or liability is settled. Deferred income tax assets are only recognized to the extent that, in the opinion of management, it is probable that the deferred income tax asset will be realized.

(h) Stock-based compensation plans

The Company's stock option plans allow for a 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 as at the consolidated statement 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.

(i) Deferred share unit plans

Directors of the Company may elect annually to receive all or a portion of their compensation in deferred share units ("DSUs") based on the closing price of a Clairvest common share on the date directors' fees are payable. Upon redemption of DSUs, the Company pays to the participant a lump sum cash payment equal to the number of DSUs to be redeemed multiplied by the closing price of a Clairvest common share on the redemption date. A participant may redeem his or her DSUs only following termination of board service. Under the Company's DSU plan, a change to the fair value of the DSUs is charged to share-based compensation expense and recorded as a liability.

Certain directors were also granted appreciation deferred share units ("ADSUs"). Upon redemption of the ADSUs, the Company pays to the participant a lump sum cash payment equal to the number of ADSUs to be redeemed multiplied by the difference between the closing price of a Clairvest common share on the redemption date and the closing price of a Clairvest common share on the grant date. A participant may redeem his or her ADSUs only following termination of board service. Under the Company's ADSU plan, a change to the fair value of the ADSUs is charged to share-based compensation expense and recorded as a liability.

Certain employees of the Company may elect annually to receive all or a portion of their annual bonuses in employee deferred share units ("EDSUs"). The number of EDSUs granted to a participant is determined by dividing the amount of the elected bonuses to be received by way of EDSUs by the five-day volume-weighted average closing price of the Clairvest common shares. EDSUs may be redeemed for cash or for common shares of the Company. A participant may redeem his or her EDSUs only following termination of employment. Under the Company's EDSU plan, a change to the fair value of the EDSUs is charged to share-based compensation expense and recorded as a liability.

(j) Book value appreciation rights plan

The Company may elect to issue all or a portion of a participant's stock option grant by way of book value appreciation rights units ("BVARs"). Upon redemption of BVARs, the Company pays to the participant a lump sum cash payment equal to the number of BVARs to be redeemed multiplied by the increase in book value per share between the grant date and the redemption date, and grossed up such that the participant's after-tax proceeds equate to an amount as if

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2020 and 2019 (tabular dollar amounts in thousands, except per share information)

the proceeds were taxed at the capital gains rate. The BVARs vest over a five-year period and the participant may only redeem his or her BVARs at the earlier of (i) five years from the grant date or (ii) cessation of employment with the Company.

Fair value of the BVARs is calculated based on the latest book value per share published at the time the value is being determined. As the Company's BVAR plan is a cash-settled plan, a change to the fair value of the BVARs is charged to share-based compensation expense and recorded as a liability.

(k) Entitlements of partners of a limited partnership

The Company consolidates subsidiaries which includes various limited partnerships 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 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 and VI are accounted for at FVTPL.

(l) 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 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 IFRS 16, and comprised entirely real estate premises. The right-of-use assets are included within fixed assets in the 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. There was no impact to retained earnings on April 1, 2019 resulting from the adoption of IFRS 16.

(m) Fixed assets

Fixed assets are accounted for at cost less accumulated amortization. Leasehold improvements are amortized on a straight-line basis over the lease term including reasonably assured renewal options. All other fixed assets are amortized on a straight-line basis at the following rates per year:

Aircraft	10%
Computer equipment	30%
Computer software	50%
Furniture, fixtures and equipment	20%
Leasehold improvements	Term of lease
Right-of-use asset	Term of lease

The computer assesses, at each reporting date, whether there is an indication that a fixed asset may be impaired. If any indication exists, the Company estimates the fixed asset's recoverable amount. The recoverable amount is the higher of its fair value less cost of disposal and its value in use. When the carrying amount exceeds its recoverable amount, the fixed asset is considered impaired and is written down to its recoverable amount.

(n) Net income and comprehensive income per share

Basic net income and comprehensive income per share is determined by dividing net income and comprehensive income attributable to common shareholders by the weighted average number of common shares outstanding during the year. Fully diluted net income and comprehensive income per share are determined in accordance with the treasury stock method and is based on the weighted average number of common shares and dilutive common share equivalents outstanding during the year.

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(o) Critical accounting estimates, assumptions and judgments

The preparation of 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 year:

Determination of investment entity

Judgment 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 (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 17.

Recognition of carried interest and corresponding expenses

The determination of the Company's carried interest is 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.

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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 may differ significantly from estimates recorded in deferred tax balances.

Impact on COVID-19 on Significant Estimates

On March 11, 2020, the World Health Organization declared COVID-19 a global pandemic. A number of the Company's investee companies are located in jurisdictions or are in segments of the economy which have been severely impacted by COVID-19, where some have suffered a temporary 100% decline in revenue as a result of a shutdown of all non-essential businesses as mandated by the local or federal government. As a result, the fair value estimates of the Company's corporate investments as at March 31, 2020 were impacted due to cash flow forecasts and risk premiums implied by equity and credit markets. These fair value estimates required significant judgment given the uncertainty regarding the long-term impact of COVID-19 and the ultimate impact of COVID-19 on the Company's investee companies are unknown. If the duration or the spread of the pandemic, the related advisories and restrictions are significantly longer than the Company's estimate, or the impact on the equity or credit markets or the economy in general is significantly worse than the Company's estimate, the fair value of its corporate investments may be materially adversely affected resulting in a material adverse impact to the Company's financial results.

3. CASH EQUIVALENTS AND TEMPORARY INVESTMENTS

Cash equivalents consist of deposits in investment and money market savings accounts which have maturities of less than 90 days from the date of acquisition. As at March 31, 2020, the pre-tax weighted average yield was 0.8% (2019 – 2.2%) per annum.

As at March 31, 2020, temporary investments comprised guaranteed investment certificates, corporate bonds, marketable securities 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 and corporate bonds have maturities greater than 90 days from the date of acquisition and through to December 2021. The pre-tax weighted average yield was 2.6% (2019 – 3.5%) per annum. The composition of Clairvest's temporary investments as at March 31 was as follows:

	March 31, 2020			March 31, 2019
	Due in 1 year or less	Due after 1 year	Total	Total
Guaranteed investment certificates	\$ 123,503	\$ 3,900	\$ 127,403	\$ 126,231
Corporate bonds	3,012	—	3,012	6,003
Marketable securities ⁽¹⁾	—	17,964	17,964	—
Other fixed income securities ⁽²⁾	7,539	—	7,539	31,169
	\$ 134,054	\$ 21,864	\$ 155,918	\$ 163,403

(1) 215,245 common shares of Canadian Imperial Bank of Commerce ("CIBC", TSX:CM), comprised 194,876 common shares received on the sale of Wellington Financial during fiscal 2018, where the sale restriction ended in January 2020, plus dividends received in the form of 20,369 CIBC common shares to March 31, 2020.

(2) The pre-tax weighted average yield on other fixed income securities was 6.8% (2019 – 7.5%).

Additionally, Clairvest's acquisition entities held \$30.1 million (2019 – \$28.3 million) in cash and cash equivalents and \$26.4 million (2019 – \$19.7 million) in temporary investments as described in *note 5*.

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4. NET INVESTMENT GAIN (LOSS)

Net investment gain (loss) for the year ended March 31, 2020 and 2019 comprised the following:

\$000's	2020	2019
Net investment gain on investee companies (note 5)	\$ 58,412	\$ 119,114
Net investment loss on the fair value revaluation of acquisition entities	(40,396)	(242,266)
Net change in unrealized gain (loss) on corporate investments	18,016	(123,152)
Carried interest from Clairvest Equity Partners V and VI (note 7)	14,453	—
Management participation from Clairvest Equity Partners V and VI (note 7)	(10,893)	—
	\$ 21,576	\$ (123,152)

5. 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:

	March 31, 2020			March 31, 2019		
	Investee companies	Acquisition entities net assets (liabilities)	Total	Investee companies	Acquisition entities net assets (liabilities)	Total
Held directly by Clairvest Group Inc.	\$ 3,787	\$ —	\$ 3,787	\$ 25,077	\$ —	\$ 25,077
Held through the following acquisition entities:						
2141788 Ontario	51,197	38,684	89,881	59,664	29,519	89,183
2486303 Ontario	2,186	(3,113)	(927)	6,263	(8,357)	(2,094)
CEP III Co-Invest	13,843	4,531	18,374	22,929	2,960	25,889
MIP III	554	(10)	544	918	(17)	901
CEP IV Co-Invest	107,392	(711)	106,681	108,563	(1,013)	107,550
MIP IV	1,627	(6)	1,621	1,645	(7)	1,638
CEP V Co-Invest	166,954	(10,190)	156,764	111,031	3,721	114,752
Clairvest GP V	12,056	7,190	19,246	—	—	—
MIP V	3,737	(80)	3,657	3,458	(75)	3,383
CEP VI Co-Invest	2,839	(7,226)	(4,387)	—	—	—
MIP VI	1,420	3,630	5,050	—	—	—
Total	\$ 367,592	\$ 32,699	\$ 400,291	\$ 339,548	\$ 26,731	\$ 366,279

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, which together with Clairvest holds a 100% interest in Clairvest Equity Partners Limited Partnership ("CEP"). CEP was an investment fund held by third-party investors until December 2015. 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 are described in *notes 10(a), 10(b), 10(c) and 10(d)*.

During the year ended March 31, 2020, Clairvest made an additional investment of \$5.0 million in 2486303 Ontario. Also during the year ended March 31, 2020, Clairvest made net investment of \$27.1 million in CEP V Co-Invest.

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2141788 Ontario and Clairvest GP V also made net investment of \$2.6 million and \$7.5 million, respectively, in CEP V Co-Invest during fiscal 2020.

During fiscal 2020, CEP IV Co-Invest received total cash proceeds of \$62.7 million primarily as a result of the realizations of County Waste of Virginia and Impero Waste. Accordingly, during fiscal 2020, CEP IV Co-Invest declared distributions totalling \$62.2 million, \$56.2 million of which were paid to Clairvest, \$0.9 million of which were paid to an acquisition entity of Clairvest and \$5.1 million of which were paid as management participation. During fiscal 2020, CEP V Co-Invest received total cash proceeds of \$15.5 million as a result of the realization of GTA Gaming, the proceeds of which were retained by CEP V Co-Invest and used to fund other investments made by CEP V Co-Invest.

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:

	March 31, 2020	March 31, 2019
Assets		
Cash and cash equivalents	\$ 30,070	\$ 28,275
Temporary investments	26,362	19,662
Accounts receivable and other assets	1,326	435
Derivative instruments	—	1,619
Income taxes recoverable	491	128
Carried interest from Clairvest Equity Partners V and VI	14,453	—
Loans receivable	540	—
Deferred income tax asset	1,286	640
	\$ 74,528	\$ 50,759
Liabilities		
Accounts payable and accrued liabilities	\$ 5,915	\$ 1,805
Derivative instruments	11,407	3,240
Income taxes payable	82	648
Management participation from Clairvest Equity Partners V and VI	10,893	—
Loans payable	8,209	8,759
Deferred income tax liability	5,323	9,576
	\$ 41,829	\$ 24,028
Net assets	\$ 32,699	\$ 26,731

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

	March 31, 2020			March 31, 2019		
	Fair value	Cost	Difference	Fair value	Cost	Difference
Dental services	\$ 16,636	\$ 15,902	\$ 734	\$ —	\$ —	\$ —
Equipment rental	7,102	13,591	(6,489)	—	—	—
Financial services	3,009	—	3,009	22,634	154	22,480
Gaming	186,484	120,688	65,796	177,319	117,565	59,754
Information technology	8,602	6,732	1,870	7,016	6,732	284
Marketing services	7,471	995	6,476	10,055	995	9,060
Renewable energy	18,523	16,185	2,338	12,463	11,621	842
Residential services	6,375	6,375	—	6,375	6,375	—
Specialty aviation and defence services	81,016	60,304	20,712	56,687	59,100	(2,413)
Waste management	27,117	21,951	5,166	43,390	28,486	14,904
Other investments	5,257	2,346	2,911	3,609	2,651	958
	\$ 367,592	\$ 265,069	\$ 102,523	\$ 339,548	\$ 233,679	\$ 105,869

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During fiscal 2020, the aggregate fair value of Clairvest's investee companies increased by \$28.0 million, comprised \$59.5 million in new and follow-on investments, \$31.0 million in net changes in unrealized gains in investee companies, \$1.4 million in interest accrued on debt investments and dividends accrued, \$0.5 million of gains in foreign exchange revaluation, net of investment realizations which had an aggregate fair value of \$41.2 million as at March 31, 2019 and \$23.2 million in corporate investments reclassified as temporary investments.

The fair value of each investee company reflected valuation methodologies as described in *note 18*. The cost and fair value of investee companies do not reflect foreign exchange gains or losses on the foreign exchange forward contracts entered into as economic hedges against these investments (*note 15*). For those investments which are 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 each investee company are described below.

(a) Investments made by CEP III Co-Invest alongside CEP III

As at March 31, 2020 and 2019, CEP III Co-Invest had one investment remaining in Chilean Gaming Holdings, which has a 50% ownership interest in each of Casino Marina del Sol in Concepcion, Chile and Casino Chillan in Chillán, Chile, and a 73.8% ownership interest in each of Casino Osorno in Osorno, Chile, and Casino Sol Calama in Calama, Chile. As at March 31, 2020 and 2019, CEP III Co-Invest held 30,446,299 limited partnership units of Chilean Gaming Holdings, representing a 36.8% equity interest.

During fiscal 2020, CEP III Co-Invest earned dividends totalling \$6.4 million (2019 – \$1.4 million) through its investment in Chilean Gaming Holdings, bringing dividends earned to March 31, 2020 to \$21.8 million (2019 – \$15.4 million).

(b) Investments made by CEP IV Co-Invest alongside CEP IV

As at March 31, 2020, CEP IV Co-Invest had four (2019 – seven) investments remaining. Significant activities of CEP IV Co-Invest portfolio companies were as follows:

Gaming

New Meadowlands Racetrack

New Meadowlands Racetrack (the "Meadowlands") operates a standardbred horse racing track located in East Rutherford, New Jersey. As at March 31, 2020 and 2019, CEP IV Co-Invest had invested US\$5.4 million (C\$5.6 million) in the Meadowlands in the form of secured convertible debentures. CEP IV Co-Invest also holds warrants which entitle it to invest in equity securities of the Meadowlands subject to certain conditions. CEP IV Co-Invest also invested US\$0.7 million (C\$0.9 million) in the Meadowlands in the form of preferred debt, which is junior to the Meadowlands Debentures.

Centaur Gaming

Centaur Gaming was the owner and operator of Hoosier Park Racing & Casino in Anderson, Indiana, and Indiana Grand Casino and Indiana Downs Racetrack in Shelbyville, Indiana. During fiscal 2019, CEP IV Co-Invest realized its interest in Centaur Gaming for aggregate proceeds of US\$166.8 million (C\$219.4 million) and is entitled to deferred consideration of US\$8.4 million through to July 2021. There was no change to the entitlement of the deferred consideration during fiscal 2020 and as such, remained outstanding as at March 31, 2020.

Specialty aviation and defence services

Northco / Top Aces

Northco is a specialty aviation services company operating across Canada and in selected locations internationally. As at March 31, 2020 and 2019, CEP IV Co-Invest held \$22.9 million in Northco debentures and 3,867 common shares of Northco at a cost of \$0.4 million which represented 38.7% ownership interest on a fully diluted basis. During fiscal 2020, CEP IV Co-

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Invest received payments on the Northco debentures totalling \$1.1 million. Subsequent to year end, the interest rate on the Northco debentures were amended from 10% per annum to 2% per annum.

Top Aces is a supplier of advanced adversary services across three continents. As at March 31, 2019, CEP IV Co-Invest held 667.9553 common shares of Top Aces at a cost of \$32.1 million, representing a 23.9% ownership interest on a fully diluted basis. During fiscal 2020, Top Aces completed an equity financing of \$100.0 million which comprised \$20 million from existing shareholders and \$80 million from a new investor. CEP IV Co-Invest made a \$2.1 million investment for 17.8271 common shares of Top Aces in support of this equity financing. As at March 31, 2020, CEP IV Co-Invest held 685.7824 common shares of Top Aces, representing a 18.7% ownership interest on a fully diluted basis.

Subsequent to year end, Top Aces completed an additional \$60 million equity financing, where CEP IV Co-Invest acquired an additional 37.1895 common shares of Top Aces for \$4.3 million, increasing total shares held to 722.9719 shares which represented a 17.3% ownership interest on a fully diluted basis.

Momentum Solutions

Momentum Solutions is an inter-connected global network of leading strategic support companies which was spun out of MAG Aerospace following its realization in fiscal 2018. As at March 31, 2020 and 2019, CEP IV Co-Invest had a 4.4% ownership interest of Momentum Solution.

Waste management

Impero Waste

Impero Waste was originally called Winters Bros. Waste Systems of CT, a regional solid waste collection, recycling and disposal company based in Danbury, Connecticut, an investment made by CEP IV Co-Invest during fiscal 2014. During fiscal 2018, the investment was partially realized and renamed as Impero Waste. As at March 31, 2019, CEP IV Co-Invest held 4,817.86 Class A units of Impero Waste, representing a 6.0% ownership interest on a fully diluted basis. During fiscal 2020, CEP IV Co-Invest realized on its interest in Impero Waste for US\$2.3 million (C\$3.0 million).

County Waste of Virginia

County Waste of Virginia ("County Waste") is a regional solid waste collection company servicing customers in the states of Virginia and Pennsylvania. As at March 31, 2019, CEP IV Co-Invest held 7,374.67 Class B units of County Waste and 174.3 units of Spare Lots, LLC ("Spare Lots"), a company affiliated with County Waste, collectively representing a 13.0% ownership interest on a fully diluted basis. In addition, CEP IV Co-Invest also held a US\$1.7 million 12% per annum promissory note and a US\$2.7 million 15% convertible promissory note, which can be redeemed at two times of the cost upon a sale or change of control, from County Waste.

During fiscal 2020, CEP IV Co-Invest realized its investment in County Waste and received total cash proceeds of US\$45.6 million (C\$59.3 million) on the equity interest and the promissory notes. Subsequent to year end, an additional US\$0.6 million (C\$0.8 million) in sale proceeds was received from the sale. CEP IV Co-Invest is also entitled to a deferred payment which is contingent on achieving certain corporate milestones, the probability of which is currently unknown.

Other investments

As at March 31, 2020 and 2019, CEP IV Co-Invest has an investment of \$1.6 million in Davenport Land Developments which hold real estate surrounding a casino development in Davenport, Iowa.

Additionally, CEP IV Co-Invest had advanced US\$0.6 million in the form of a promissory note from a partner to help fund its 50% ownership in Davenport North.

(c) Investments made by CEP V Co-Invest alongside CEP V

As at March 31, 2020, CEP V Co-Invest had eleven (2019 – eight) investments. Significant activities of CEP V Co-Invest portfolio companies were as follows:

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Dental services

ChildSmiles Group, a new investment made during fiscal 2020, is a multi-specialty dental practice with various offices across New Jersey providing families with accessible oral health care. The investment was made in the form of 11,836,165 Class B preferred units for US\$11.8 million (C\$15.9 million) representing a 15.0% ownership interest on a fully diluted basis. The Class B preferred units are entitled to a liquidity preference over all other equity of ChildSmiles Group.

Equipment rental

Durante Rentals, a new investment made during fiscal 2020, is a construction equipment rental provider in the New York Metropolitan area. The investment in Durante Rentals was made in the form of 217,721.20 LLC units for US\$10.4 million (C\$13.6 million) representing a 21.5% ownership interest on a fully diluted basis.

Gaming

Accel Entertainment

Accel Entertainment is a licensed video gaming terminal operator in Illinois. As at March 31, 2019, CEP V Co-Invest held 283,478 Class D preferred shares of Accel Entertainment at a cost of \$16.0 million, representing a 7.6% ownership interest on a fully diluted basis. The Class D preferred shares are entitled to a liquidity preference over all other equity of Accel Entertainment.

During fiscal 2020, Accel Entertainment completed a business combination with TPG Pace Holdings Corp. In support of the transaction, CEP V Co-invest rolled 100% of its equity interest in Accel Entertainment into the new combined entity ("Accel") and received 4,872,570 Class A-1 shares, 367,011 Class A-2 Shares and 299,052 private warrants of Accel. The Class A-1 shares held by CEP V Co-Invest are publicly listed on the NYSE under symbol ACEL. CEP V Co-Invest is subject to a hold period on the Class A-1 shares which expires subsequent to year end and have customary registration rights. The Class A-2 shares converts into Class A-1 shares subject to certain criteria based on share price or earnings. The private warrants have a strike price of US\$11.50 per share and expire in five years. As at March 31, 2020, 122,337 of the Class A-2 shares held by CEP V Co-Invest were converted to 122,337 Class A-1 shares such that as at March 31, 2020, CEP V Co-Invest held 4,994,907 Class A-1 shares, 244,674 Class A-2 shares and 299,052 private warrants of Accel Entertainment, together representing a 6.4% ownership interest on a fully diluted basis.

FSB Technology

During fiscal 2020, CEP V Co-Invest invested £7.4 million (C\$12.1 million) in FSB Technology, a Business-to-Business sports and internet gaming technology supplier based in London, United Kingdom. The investment was made in the form of 6,935,287 Class A common shares and 420,804 Class B convertible preferred shares for a 24.5% ownership interest on a fully diluted basis. The Class B convertible preferred shares are entitled to a liquidity preference over the Class A common shares.

Head Digital Works

Head Digital Works is an internet-based technology and gaming company with ownership interests in Ace2Three, a leading platform for online rummy, FanFight, a growing platform for Daily Fantasy Sports, and Cricket.com, a leading site for cricket analytics, and WittyGames, delivering a mobile social gaming experience.

As at March 31, 2020 and 2019, CEP V Co-Invest had investments totalling \$46.8 million in Head Digital Works. The investment comprised INR₹657.9 million (C\$13.7 million) in the form of compulsory convertible debentures ("CCD") which are denominated in INR and bear interest at a rate of 16.0% per annum, and INR₹1.6 billion (C\$33.1 million) in 39,412,175 common shares representing a 32.7% ownership interest on a fully diluted basis.

Subsequent to year end, the CCD was repaid in full.

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GTA Gaming

CEP V Co-Invest's investment in GTA Gaming comprised investments in two limited partnerships which operates various gaming assets in the Province of Ontario. As at March 31, 2019, CEP V Co-Invest had a \$9.0 million investment in GTA Gaming. During fiscal 2020, CEP V Co-Invest realized on its investment in GTA Gaming and received cash proceeds totalling \$15.5 million. CEP V Co-Invest also received distributions totalling \$1.6 million from GTA Gaming during its hold period.

Information technology

Meriplex Communications, an investment made during fiscal 2019, is a company based in Houston, Texas that designs, installs and manages complex networking solutions for businesses. As at March 31, 2020 and 2019, CEP V Co-Invest held 5,250 common shares of Meriplex Communications representing an 17.8% ownership interest on a fully diluted basis at a cost of \$6.7 million.

Marketing services

Digital Media Solutions, an investment made during fiscal 2016, operates as a lead generation engine for companies in a variety of different industries. As at March 31, 2020 and 2019, CEP V Co-Invest held 6,150,000 Class B units of Digital Media Solutions, representing a 13.8% ownership interest on a fully diluted basis.

During fiscal 2020, Digital Media Solutions completed a dividend recapitalization and made a distribution to its owners. CEP V Co-Invest received US\$2.3 million (C\$3.0 million) (2019 – US\$9.4 million (C\$12.3 million)) which was recorded as a distribution and a corresponding reduction to fair value. Also during fiscal 2020, CEP V Co-Invest earned quarterly distributions totalling \$0.3 million (2019 – \$1.2 million) from Digital Media Solutions, bringing total cash proceeds to March 31, 2020 to \$18.3 million (2019 – \$15.0 million).

Subsequent to year end, Digital Media Solutions entered into an agreement for a business combination with Leo Holdings Corp. ("Leo"), a publicly traded special purpose acquisition company. Clairvest's obligation to consummate the transaction is subject to, among other things, the delivery by Leo of a minimum cash amount.

Renewable energy

Also Energy, an investment made during fiscal 2017, is a provider of software and hardware solutions that enable the monitoring and control of power production and plant operations for commercial, industrial, and utility-scale solar plants in the United States and around the world.

As at March 31, 2019, CEP V Co-Invest had invested US\$5.0 million (C\$6.4 million) for various equity shares of Also Energy, representing a 10.0% ownership interest on a fully diluted basis.

During fiscal 2020, CEP V Co-invest invested an additional US\$0.4 million (C\$0.5 million) in Also Energy. As at March 31, 2020, CEP V Co-Invest held various equity shares together representing a 11.9% ownership interest on a fully diluted basis.

In addition, CEP V Co-Invest has also advanced US\$4.1 million (C\$5.2 million) to Also Energy in the form of a promissory note which accrues interest at 10% per annum. The promissory note had an initial maturity date of April 20, 2020 and was extended to December 31, 2020 subsequent to year end. During fiscal 2020, CEP V Co-Invest earned interest totalling US\$0.4 million (C\$0.6 million) on the promissory note.

Subsequent to year end, CEP V Co-Invest made a US\$3.6 million (C\$4.9 million) follow-on investment to acquire 532 Class A common shares of Also Energy from a minority investor. Following the transaction, CEP V Co-Invest's ownership interest increased to 18.0%.

Residential services

Right Time Heating and Air Conditioning ("Right Time HVAC"), an investment made during fiscal 2018, is a Canadian independent heating, ventilation and air-conditioning contractor operating out of seven locations in Ontario and Manitoba and focused on the residential replacement market. As at March 31, 2020 and 2019, CEP V Co-Invest held 6,375,000 Class A

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preferred shares which are convertible into a 15.0% ownership interest in Right Time HVAC on a fully diluted basis for \$6.4 million.

Waste management

DTG Recycle

During fiscal 2020, CEP V Co-Invest invested US\$8.7 million (C\$11.3 million) in DTG Recycle, a waste hauling and recycling company with operations concentrated in the greater Seattle-Tacoma area of Washington State. The investment was made in the form of 8,657,622 Class A convertible preferred shares of DTG Recycle representing a 14.6% ownership interest on a fully diluted basis.

Winters Bros. Waste Systems of Long Island

Winters Bros. Waste Systems of Long Island (“Winters Bros. of LI”) is a regional solid waste collection, recycling and disposal company servicing customers in Long Island, New York. As at March 31, 2020 and 2019, CEP V Co-Invest held a 14.0% ownership in on a fully diluted basis in Winters Bros. of LI and its various affiliates.

(d) Investments made by CEP VI Co-Invest alongside CEP VI

Renewable energy

As at March 31, 2020, CEP VI Co-Investment has one (2019 – nil) investment, SunSystem Technology, a solar operations and maintenance company serving both the commercial and residential sector in the United States. The investment was made in the form of 3,030,588 Class A preferred stock for US\$3.0 million (C\$4.0 million) for a 18.2% ownership interest on a fully diluted basis.

(e) Investments directly held

Financial services

As at March 31, 2020, the Company has a residual interest in Wellington Financial, which was realized during fiscal 2018 and currently comprise the residual warrants portfolio which is being liquidated over time.

During fiscal 2018, Clairvest received a full return of capital on its investment of \$17.3 million in Wellington Financial and 194,876 CIBC common shares as a result of CIBC acquiring the loan portfolio of Wellington Fund V and certain assets of the general partner of Wellington Fund V. The CIBC common shares were restricted for sale subject to certain conditions until January 7, 2020. In conjunction with the lifting of the sales restriction in January 2020, the CIBC common shares were reclassified as marketable securities and included as temporary investments on the Consolidated Statement of Financial Position.

During fiscal 2020, Clairvest received distributions totalling \$2.1 million (2019 – \$0.1 million) from Wellington Financial. As at March 31, 2020, Clairvest had received distributions totalling \$57.9 million (2019 – \$55.8 million) from Wellington Financial.

Gaming

As at March 31, 2020 and 2019, the Company has an investment in Grey Eagle Casino, which is located on the Tsuu T’ina First Nation reserve lands, southwest of the City of Calgary, Alberta. As at March 31, 2020 and 2019, Clairvest held units of a limited partnership which operates Grey Eagle Casino, entitling Clairvest to between 2.8% and 9.6% of the earnings of the casino until December 18, 2022. Additionally, CEP is entitled to between 8.5% and 28.7% of the earnings of the Grey Eagle Casino until December 18, 2022. As described previously, 2486303 Ontario and Clairvest collectively hold a 100% interest in CEP.

During fiscal 2020, Clairvest earned \$31 thousand (2019 – \$0.5 million) and CEP earned \$0.1 million (2019 – \$1.6 million) in equity distributions from Grey Eagle Casino.

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The following tables summarize, by industry concentration, the net investment gain or loss on investee companies for the years ended March 31, 2020 and 2019. The net investment gain or loss is inclusive of the impact on the foreign exchange hedging activities related to these investments.

Net investment gain (loss), by industry concentration

Year ended March 31, 2020 (\$000's)	Net realized gains (losses)	Net unrealized gains (losses)	Foreign exchange gain (loss) ⁽¹⁾	Total
Dental services	—	—	(26)	(26)
Equipment rental	—	(6,974)	(564)	(7,538)
Financial services	—	2,871	—	2,871
Gaming	6,812	9,419	(9,639)	6,592
Information Technology	—	1,223	(41)	1,182
Marketing Services	—	(2,987)	(12)	(2,999)
Renewable energy	—	—	(106)	(106)
Specialty aviation and defence services	551	23,279	—	23,830
Waste management	30,837	2,579	(412)	33,004
Other investments	—	1,628	(26)	1,602
Net investment gain (loss) on investee companies	\$ 38,200	31,038	(10,826)	58,412

⁽¹⁾ Inclusive of foreign exchange hedging activities

Year ended March 31, 2019 (\$000's)	Net realized gains (losses)	Net unrealized gains (losses)	Foreign exchange gain (loss) ⁽¹⁾	Total
Financial services	—	(2,418)	—	(2,418)
Gaming	49,859	29,602	(3,811)	75,650
Information Technology	—	—	(19)	(19)
Marketing Services	—	7,914	71	7,985
Renewable energy	—	—	(64)	(64)
Specialty aviation and defence services	21,097	11,725	154	32,976
Waste management	434	5,282	(672)	5,044
Other investments	—	—	(40)	(40)
Net investment gain (loss) on investee companies	\$ 71,390	\$ 52,105	\$ (4,381)	\$ 119,114

⁽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 as approved by the Board of Directors. During fiscal 2020, the net impact of foreign exchange on the investee companies included a \$5.9 million loss (2019 – \$2.4 million) on Chilean Pesos denominated investment, a \$3.2 million loss (2019 – \$0.7 million gain) on U.S. Dollar denominated investments, a \$1.5 million loss (2019 – \$2.7 million) on Indian Rupee denominated investment, and a \$0.2 million loss (2019 – nil) on British Pound denominated investment.

6. GENERAL PARTNER PRIORITY DISTRIBUTIONS AND MANAGEMENT FEES

Clairvest derives revenue from its investment management services for 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

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from corporate investments of the CEP Funds and other amounts as provided in the respective Limited Partnership Agreements.

During fiscal 2020, Clairvest completed the fundraising of Clairvest Equity Partners VI, a new private equity investment pool which comprised a US\$230.0 million co-investment commitment from Clairvest through CEP VI Co-Invest (see *note 10(d)*), and US\$620.0 million of commitments from third-party investors through CEP VI, CEP VI-A and CEP VI-B. Clairvest Equity Partners VI is the successor fund to Clairvest Equity Partners V. The General Partner of CEP V delivered a notice to CEP V pursuant to its Limited Partnership Agreement which terminated the Commitment Period of CEP V effective February 28, 2020. Accordingly, general partner priority distributions and management fees on Clairvest Equity Partners VI commenced March 1, 2020.

For the year ended March 31, 2020 and 2019, general partner priority distributions and management fees from the CEP Funds were as follows:

Priority Distributions

\$000's	2020	2019
CEP III	\$ 370	\$ 525
CEP IV	1,235	1,776
CEP V	4,957	5,223
CEP V India	629	640
CEP VI	400	—
	\$ 7,591	\$ 8,164

Management Fees

\$000's	2020	2019
CEP IV-A	\$ 195	\$ 291
CEP V-A	914	968
CEP VI-A	560	—
CEP VI-B	356	—
	\$ 2,025	\$ 1,259

7. CARRIED INTEREST AND MANAGEMENT PARTICIPATION

As governed by the respective CEP Fund Limited Partnership Agreements, certain Clairvest consolidated subsidiaries and acquisition entities 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, the carried interest increases from 20% to 25% once their investors achieve a net return of two times their aggregate capital contributions.

Clairvest is entitled to 50% of the carried interest realized in each CEP Fund and Clairvest management is entitled to the other 50% of the carried interest through their limited partnership interests in the various MIP partnerships. Clairvest management is also entitled to an 8.25% carried interest from the various CEP Co-Invest partnerships as governed by their respective Limited Partnership Agreements. Clairvest management is required to purchase limited partnership units of the various MIP partnerships at fair market value.

As described in *note 2(k)*, 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. In accordance with IFRS 10, the carried interest from Clairvest Equity Partners V and VI and the corresponding management participation has been included in net investment gain as described in *note 4*.

Carried interest from Clairvest Equity Partners III and IV for fiscal 2020 and 2019 comprised the following:

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\$000's	2020	2019
Realized carried interest	\$ 34,690	\$ 119,107
Net change in unrealized carried interest	(12,075)	(71,416)
	\$ 22,615	\$ 47,691

The following tables detail the carried interest received from Clairvest Equity Partners III and IV and management participation paid for fiscal 2020 and 2019 and the corresponding receivable and payable balances as at the respective balance sheet dates:

\$000's	Realized carried interest		Unrealized carried interest	
	Received during fiscal		As at March 31	
	2020	2019	2020	2019
CEP	\$ 24	\$ 350	\$ 515	\$ 1,333
CEP III	960	—	7,971	11,969
CEP IV	28,950	94,731	30,927	37,112
CEP IV-A	4,756	17,093	4,996	6,070
Co-Investors	—	6,933	—	—
	\$ 34,690	\$ 119,107	\$ 44,409	\$ 56,484

\$000's	Management participation		Management Participation	
	Paid during fiscal		Payable as at March 31	
	2020	2019	2020	2019
CEP III	480	—	3,986	5,985
CEP IV	14,475	47,366	15,463	18,556
CEP IV-A	2,378	8,547	2,498	3,035
CEP III Co-Invest	470	—	3,233	4,889
CEP IV Co-Invest	5,128	22,630	8,935	9,008
CEP V Co-Invest ⁽¹⁾	—	—	—	1,126
Co-Investors	—	3,600	—	—
	\$ 22,931	\$ 82,143	\$ 34,115	\$ 42,599

⁽¹⁾ Effective November 22, 2019, management participation from CEP V Co-Invest were accounted for in accordance with note 2(k).

During fiscal 2020, no carried interest was received from Clairvest Equity Partners V and VI and no management participation payments were made by Clairvest related to Clairvest Equity Partners V and VI. The following tables detail the carried interest receivable from Clairvest Equity Partners V and VI and management participation payable balances, as at the respective balance sheet dates, which have been included in corporate investments:

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Unrealized Carried Interest \$000's	As at March 31	
	2020	2019
CEP V and CEP V India	\$ 11,090	\$ —
CEP V-A	3,363	—
	\$ 14,453	\$ —

Management Participation \$000's	As at March 31	
	2020	2019
CEP V and CEP V India	\$ 5,546	\$ —
CEP V-A	1,681	—
CEP V Co-Invest ⁽¹⁾	3,666	—
	\$ 10,893	\$ —

⁽¹⁾ Prior to November 22, 2019, management participation from CEP V Co-Invest were accounted for in accordance with note 2(k).

8. FIXED ASSETS

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

	Aircrafts ⁽¹⁾	IT equipment	Furniture, fixtures and equipment	Leasehold improvements	Right-of-use asset ⁽²⁾	Total
At cost						
Balance as at April 1, 2019	\$ 9,528	\$ 16	\$ 295	\$ 708	\$ 4,175	\$ 14,722
Additions	66	—	1	—	—	67
Disposals	(3,603)	—	—	—	—	(3,603)
Balance as at March 31, 2020	\$ 5,991	\$ 16	\$ 296	\$ 708	\$ 4,175	\$ 11,186
Accumulated amortization						
Balance as at April 1, 2019	\$ 3,367	\$ 15	\$ 230	\$ 366	\$ —	\$ 3,978
Amortization expense	594	1	25	182	414	1,216
Disposals	(3,070)	—	—	—	—	(3,070)
Balance as at March 31, 2020	\$ 891	\$ 16	\$ 255	\$ 548	\$ 414	\$ 2,124
Carrying amount as at March 31, 2020	\$ 5,100	\$ —	\$ 41	\$ 160	\$ 3,761	\$ 9,062
At cost						
Balance as at April 1, 2018	\$ 3,603	\$ 16	\$ 280	\$ 708	\$ —	\$ 4,607
Additions	5,925	—	15	—	—	5,940
Balance as at March 31, 2019	\$ 9,528	\$ 16	\$ 295	\$ 708	\$ —	\$ 10,547
Accumulated amortization						
Balance as at April 1, 2018	\$ 2,715	\$ 11	\$ 203	\$ 182	\$ —	\$ 3,111
Amortization expense	652	4	27	184	—	867
Balance as at March 31, 2019	\$ 3,367	\$ 15	\$ 230	\$ 366	\$ —	\$ 3,978
Carrying amount as at March 31, 2019	\$ 6,161	\$ 1	\$ 65	\$ 342	\$ —	\$ 6,569

(1) A corresponding payable equal to 50% of the net book value of the aircrafts had been recorded to reflect the ownership interest of the related parties.

(2) 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, \$2.5 million due after one year but no more than five years, and \$1.4 million due after five years. Refer to *note 16(f)* for further details.

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9. CREDIT FACILITIES

As at March 31, 2020 and 2019, 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 a current expiry of December 2024 (2019 – December 2023) and is eligible for a one-year extension on each anniversary date, bears interest at the prime rate plus 1.25% per annum on drawn amounts and a standby fee of 0.70% per annum on undrawn amounts. The prime rate as at March 31, 2020 was 2.45% (2019 – 3.95%) per annum. The amount available under the credit facility as at March 31, 2020 and 2019 was \$100.0 million. No amounts had been drawn on the facility during fiscal 2020 and 2019 and as at March 31, 2020 and 2019.

10. RELATED PARTY DISCLOSURES

Investments in acquisition entities and investment-related transactions with acquisition entities are further described in note 5.

- (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, \$15.2 million (March 2019 – \$15.2 million) of which remained unfunded as at March 31, 2020. CEP III Co-Invest is capitalized by three limited partners, Clairvest, 2141788 Ontario and MIP III. In accordance with the co-investment agreement, the proportion of the commitment amongst its three limited partners is at their own discretion. As at March 31, 2020, 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. During fiscal 2020, MIP III distributed \$78 thousand (2019 – nil) to Clairvest. As at March 31, 2020, \$2.4 million (2019 – \$2.3 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 proportionately 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, \$11.7 million (2019 – \$12.7 million) of which remained unfunded as at March 31, 2020. CEP IV Co-Invest is capitalized by two limited partners, Clairvest and MIP IV. In accordance with the co-investment agreement, the proportion of the commitment amongst its two limited partners is at their own discretion. As at March 31, 2020, 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. During fiscal 2020, MIP IV distributed \$0.8 million (2019 – \$5.4 million) to Clairvest. As at March 31, 2020, \$6.2 million (2020 – \$5.4 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 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 proportionately 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, \$45.0 million (2019 – \$85.7 million) of which remained unfunded as at March 31, 2020. CEP V Co-Invest is capitalized by four limited partners, Clairvest, 2141788 Ontario, Clairvest GP V and MIP V. 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 Clairvest GP V and MIP V, is entitled to participate in distributions equal to the realizable value on the amounts invested by Clairvest GP V and MIP V in CEP V Co-Invest. As at March 31, 2020, Clairvest GP V and MIP V had invested \$7.5 million and 2.4 million, respectively, in CEP V Co-Invest. No distribution was made from Clairvest GP V and MIP V to Clairvest

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during fiscal 2020. As at March 31, 2020, Clairvest had received no distributions from Clairvest GP V and \$9 thousand (2019 – \$9 thousand) from MIP V.

- (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 proportionately 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\$323.3 million), all of which remained unfunded as at March 31, 2020. 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. Clairvest, as the general partner of Clairvest SLP VI and MIP VI, is entitled to participate in distributions equal to the realizable value on the amounts invested by MIP VI in CEP VI Co-Invest. As at March 31, 2020, no investments had been made by Clairvest, Clairvest SLP VI and MIP VI into CEP VI Co-Invest.

- (e) Changes in loans receivable for the years ended March 31, 2020 and 2019 were as follows:

	April 1, 2019	Net loan advanced (repaid)	March 31, 2020
CEP V ⁽¹⁾	\$ 658	\$ (285)	\$ 373
CEP V-A ⁽¹⁾	125	(125)	—
CEP VI ⁽¹⁾	—	3,491	3,491
CEP VI-A ⁽¹⁾	—	4,885	4,885
CEP VI-B ⁽¹⁾	—	3,106	3,106
CEP V Co-Invest ⁽²⁾	—	190	190
CEP VI Co-Invest ⁽²⁾	—	4,259	4,259
2486303 Ontario ⁽³⁾	8,759	(5,000)	3,759
	9,542	10,521	20,063
Other	185	(185)	—
	\$ 9,727	\$ 10,336	\$ 20,063

	April 1, 2018	Net loan advanced (repaid)	March 31, 2019
CEP V ⁽¹⁾	\$ 794	\$ (136)	\$ 658
CEP V-A ⁽¹⁾	151	(26)	125
CEP IV Co-Invest ⁽²⁾	2,700	(2,700)	—
CEP V Co-Invest ⁽²⁾	405	(405)	—
2486303 Ontario ⁽³⁾	9,551	(792)	8,759
	13,601	(4,059)	9,542
Other	—	185	185
	\$ 13,601	\$ (3,874)	\$ 9,727

(1) Loans advanced to CEP IV, CEP IV-A, CEP V, CEP V India, CEP V-A, CEP VI, CEP VI-A and CEP VI-B bear interest at the reference rate in accordance with the respective Limited Partnership Agreements. Interest of \$0.8 million (2019 – \$0.5 million) was earned from loans advanced to these counterparties during fiscal 2020.

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

(3) Loans advanced to 2486303 Ontario bear interest at 10.0% per annum. Interest of \$0.6 million (2019 – \$0.9 million) was earned from these loans during fiscal 2020.

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(f) Accounts receivable and other assets comprised the following:

	March 31, 2020	March 31, 2019
Clairvest's investee companies	\$ 2,948	\$ 1,213
CEP III	275	430
CEP IV	37	86
CEP IV-A	27	39
CEP V	3,680	6,315
CEP V India	1,563	839
CEP V-A	4,574	4,591
CEP VI	3,509	—
CEP VI-A	4,832	—
CEP VI-B	3,073	—
	24,518	13,513
Other accounts receivable and prepaid expenses	6,494	3,052
Share purchase loans	2,683	3,304
	\$ 33,695	\$ 19,869

Included in accounts receivable and other assets as at March 31, 2020 were share purchase loans made to certain employees of the Company totalling \$2.7 million (2019 – \$3.3 million). The share purchase loans bear interest which is paid annually, have full recourse and are collateralized by the common shares of the Company purchased by the employees with a market value of \$3.3 million (2019 – \$6.4 million) as at March 31, 2020. None of these loans were made to key management. Interest of \$63 thousand (2019 – \$66 thousand) was earned on these loans during the year.

Additionally, acquisition entities of the Company which were not consolidated by the Company as described in *note 5* held receivables from CEP V-A totalling \$1.3 million (2019 – \$5 thousand). As at March 31, 2019, these acquisition entities held receivable from CEP IV totalling \$31 thousand, from CEP V totalling \$25 thousand and from Clairvest's investee companies totalling \$0.4 million, all of which were repaid during fiscal 2020.

- (g) During fiscal 2020, Clairvest earned \$2.1 million (2019 – \$1.0 million) in distributions and interest income, \$1.2 million (2019 – \$1.1 million) in dividend income and \$1.5 million (2019 – \$1.3 million) in advisory and other fees from its investee companies. Additionally, acquisition entities of the Company which were not consolidated by the Company as described in *note 5* earned \$8.8 million (2019 – \$18.9 million) in distributions and interest income and \$6.4 million (2019 – \$1.4 million) in dividend income. These acquisition entities did not receive any advisory or other fees from its investee companies (2019 – \$0.6 million).
- (h) 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 had been included in fixed assets and the liability in accounts payable and accrued liabilities.

11. INCOME TAXES

Income tax expense for the years ended March 31, 2020 and 2019 comprised the following:

	2020	2019
Current income tax expense	\$ 1,849	\$ 38,801
Deferred income tax expense (recovery)	7,937	(20,165)
	\$ 9,786	\$ 18,636

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A reconciliation of the income tax expense for the years ended March 31, 2020 and 2019 based on the Federal and Ontario statutory rate and the effective rate was as follows:

	2020		2019	
	\$	%	\$	%
Income before income taxes	79,284		137,878	
Statutory Federal and Ontario income tax rate		26.50		26.50
Statutory Federal and Ontario income taxes	21,010	26.50	36,538	26.50
Non-taxable portion of net investment gains and distributions	(7,482)	(9.44)	(13,214)	(9.58)
Non-taxable portion of carried interest net of management participation	(2,255)	(2.84)	(7,098)	(5.15)
Non-deductible portion of other expenses	(600)	(0.76)	898	0.65
Foreign income tax rate differences	(154)	(0.19)	220	0.16
Tax recoveries and loss carryforwards	(792)	(1.00)	126	0.09
Other	59	0.07	1,166	0.85
	9,786	12.34	18,636	13.52

In addition to the income tax expense recorded by Clairvest, acquisition entities of Clairvest recorded an income tax expense recovery of \$4.3 million (2019 – expense of \$3.6 million) during fiscal 2020, which had been included in the fair value determination of these acquisition entities.

Net deferred income tax liabilities relate to temporary differences on corporate and temporary investments, derivative instruments, accounts payable and accrued liabilities, income, and unrealized carried interest income. The composition was as follows:

	March 31, 2020	March 31, 2019
Temporary differences on corporate and temporary investments	\$ 17,417	\$ 6,690
Temporary differences on derivative instruments	11	—
Temporary differences on accrued compensation and share-based compensation	(8,931)	(7,905)
Temporary differences on income	(1,427)	489
Temporary differences on unrealized carried interest net of management participation	2,096	2,085
Other	2,550	2,420
	\$ 11,716	\$ 3,779

All deferred income tax expenses (recoveries) were recognized in net income during fiscal 2020 and 2019.

12. SHARE CAPITAL

Authorized

Unlimited number of preference shares issuable in series, with the designation, rights, privileges, restrictions, and conditions to be determined by the Board of Directors prior to the issue of the first shares of a series.

Unlimited number of common shares

10,000,000 non-voting shares (Series 1)

1,000,000 non-voting shares (Series 2)

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Issued and outstanding	March 31, 2020		March 31, 2019	
	Shares	Amount	Shares	Amount
Common shares, beginning of year	15,136,495	\$ 81,245	15,162,995	\$ 81,388
Purchased and cancelled under normal course issuer bid	(61,194)	(328)	(26,500)	(143)
Common shares, end of year	15,075,301	\$ 80,917	15,136,495	\$ 81,245

In March 2020, the Company filed a normal course issuer bid enabling it to make market purchases of up to 759,984 (2019 – 760,747) of its common shares in the 12-month period ending March 6, 2021. During fiscal 2020, the Company purchased and cancelled 16,900 common shares under the current normal course issuer bid and purchased and cancelled 44,294 common shares under a previous normal course issuer bid for an aggregate cost of \$3.0 million.

Common shares of 15,075,301 (2019 – 15,136,495) were outstanding as at March 31, 2020. The weighted average number of common shares outstanding during fiscal 2020 was 15,110,507 (2019 – 15,151,018).

The basic and fully diluted net income per share computations for 2020 and 2019 were as follows:

	2020			2019		
	Net income and comprehensive income (000s)	Weighted average number of shares	Per share amount	Net income and comprehensive income (000s)	Weighted average number of shares	Per share amount
Basic and fully diluted	\$ 69,498	15,110,507	4.60	\$ 119,242	15,151,018	7.87

No Series 1 or Series 2 Shares had been issued as at March 31, 2020 and 2019.

13. SHARE-BASED COMPENSATION

The Company has a stock option plan (the "Legacy Option Plan") in place which had no options outstanding as at March 31, 2020 and 2019. As at March 31, 2020 and 2019, 558,856 options under the Legacy Option Plan are available for future grants and 558,856 common shares of the Company have been made available for issuance to eligible participants.

Options granted under the stock option plan (the "Non-Voting Option Plan") are exercisable for Series 2 Shares, which are non-voting and have a two times preference over the common shares. 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. During fiscal 2020, Clairvest granted 106,667 (2019 – 49,487) options under the Non-Voting Option Plan. None of the options were exercised or forfeited during fiscal 2020 and 2019. As at March 31, 2020, 518,758 (2019 – 412,091) options were outstanding, 193,685 (2019 – 111,269) of which had vested.

Clairvest recognized stock-based compensation expense based upon the fair value of the outstanding stock options as at March 31, 2020 using the Black-Scholes option pricing model with the following assumptions:

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As at March 31, 2020

Year of grant	2019	2018	2017	2016
Number of options granted	106,667	49,487	168,829	193,775
Price (\$) ⁽¹⁾	95.95	92.51	70.39	54.97
Black-Scholes assumptions used				
Expected volatility	20%	20%	20%	20%
Expected forfeiture rate	5%	5%	5%	5%
Expected dividend yield	1.00%	1.00%	1.00%	1.00%
Risk-free interest rate	2.00%	1.93%	1.92%	1.94%
Expected life (years)	4.25	3.25	2.25	1.25
Value using Black-Scholes (000s)⁽²⁾	\$ 348	\$ 261	\$ 2,287	\$ 4,996

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

(2) Share price for a Clairvest common share as at March 31, 2020 was \$43.00 (TSX: CVG).

During fiscal 2020, Clairvest recognized a share-based compensation expense recovery of \$1.0 million (2019 – expense of \$3.4 million) with respect to the Non-Voting Option Plan, as the price of a Clairvest common share decreased during fiscal 2020.

The Company has an 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 is 200,000, which represented approximately 1.3% of the outstanding number of common shares as at March 31, 2020. During fiscal 2020, 29,047 (2019 – 27,893) EDSUs were issued based on the terms and conditions of the EDSU Plan. As at March 31, 2020, a total of 107,496 (2019 – 78,449) EDSUs were outstanding, the accrual in respect of which was \$4.5 million (2019 – \$3.7 million) had been included in share-based compensation liability. During fiscal 2020, Clairvest recognized an expense recovery of \$0.6 million (2019 – expense of \$0.1 million) with respect to EDSUs, as the price of a Clairvest common share decreased during fiscal 2020.

As at March 31, 2020, a total of 422,584 (2019 – 595,948) BVARs were outstanding, the accrual in respect of which was \$11.5 million (2019 – \$11.4 million) and had been included in share-based compensation liability, and an additional \$5.6 million (2019 – \$7.2 million) not accrued as those BVARs had not vested. During fiscal 2020, 4,082 (2019 – 32,012) BVARs were granted and 177,446 (2019 – 120,984) BVARs were exercised. For the year ended March 31, 2020, Clairvest recognized an expense of \$7.4 million (2019 – \$6.8 million) with respect to BVARs.

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 annual discretionary cash bonuses 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 16(b)*, the stock option plans, the BVAR Plan and the EDSU Plan. Aggregate compensation paid for the years ended March 31 to the CEO, the Vice Chairman, and the President was as follows:

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	2020	2019
Paid		
Salaries	\$ 912	\$ 836
Annual incentive plans ⁽¹⁾	4,422	1,417
Book value appreciation rights	2,923	1,821
	\$ 8,257	\$ 4,074

(1) Included an aggregate bonus of \$2.9 million paid upon the final closing of the fundraising of CEP VI ("CEP VI bonus"). The total CEP VI bonus paid by the Company to management was \$7.4 million.

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

	March 31, 2020	March 31, 2019
Payable		
Annual incentive plans	\$ 2,464	\$ 5,095
Stock options	2,621	3,028
Book value appreciation rights	7,957	6,193
Employee deferred share units	1,204	1,069
	\$ 14,246	\$ 15,385

As at March 31, 2020, 266,673 (2019 – 257,573) DSUs were held by directors of the Company, the accrual in respect of which was \$12.0 million (2019 – \$12.7 million) and had been included in share-based compensation liability. During fiscal 2020, 9,100 (2019 – 9,766) DSUs were granted. For the year ended March 31, 2020, Clairvest recognized an expense recovery of \$0.7 million (2019 – expense of \$1.1 million) with respect to DSUs, as the price of a Clairvest common share decreased during fiscal 2020.

As at March 31, 2020 and 2019, 120,000 ADSUs were held by directors of the Company, the accrual in respect of which is \$3.1 million (2019 – \$3.6 million) and had been included in share-based compensation liability. For the year ended March 31, 2020, Clairvest recognized an expense recovery of \$0.5 million (2019 – expense of \$0.3 million) with respect to ADSUs, as the price of a Clairvest common share decreased during fiscal 2020.

During fiscal 2020, no compensation was paid to directors under the BVAR, DSU or ADSU plans (2019 – nil). In addition to the DSU and ADSU plans previously discussed, compensation payable to the directors of Clairvest included \$0.8 million (2019 – \$0.9 million) under the Non-Voting Option Plan.

14. CONSOLIDATED STATEMENTS OF CASH FLOWS

The net change in non-cash working capital balances related to operations was as follows:

	2020	2019
Accounts receivable and other assets	\$ (13,826)	\$ 8,533
Income taxes recoverable	(8,000)	394
Accounts payable and accrued liabilities	(2,866)	6,878
Income taxes payable	(20,333)	16,651
Accrued compensation expense	(4,684)	1,358
	\$ (49,709)	\$ 33,814

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Cash and cash equivalents as at March 31, 2020 and 2019 comprised the following:

	March 31, 2020	March 31, 2019
Cash	\$ 246,621	\$ 262,286
Cash equivalents	26,317	26,636
	\$ 272,938	\$ 288,922

15. DERIVATIVE INSTRUMENTS

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 fiscal 2020, the Company paid \$1.0 million (2019 – \$8 thousand) on the settlement of realized foreign exchange forward contracts.

As at March 31, 2020, the Company had an unexpired foreign exchange forward contract to sell US\$11.2 million (2019 – nil) at an average rate of C\$1.4141 per U.S. dollar (2019 – nil) through to April 2020. The fair value of the forward contract as at March 31, 2020 was a gain of \$0.1 million (2019 – nil).

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 5 and 17* 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 March 31, 2020 and 2019.

16. CONTINGENCIES, COMMITMENTS AND GUARANTEES

(a) Clairvest has committed a total of \$55.5 million (2019 – \$55.5 million) in the Wellington Funds, all of which was unfunded as at March 31, 2020 and 2019. 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 March 31, 2020, the Realized Amount under the Bonus Program was \$2.3 million (2019 – \$7.0 million) and had been accrued under accrued compensation expense liability.

In accordance with IFRS, Clairvest is also required to record 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. Accordingly, Clairvest recorded a \$2.3 million (2019 – \$2.8 million) accrued compensation expense liability that would only be payable to management when the corresponding realization events have occurred. The 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 and CEP VI Co-Invest.

(c) In conjunction with the sale of Casino New Brunswick, Clairvest provided a guarantee which as at March 31, 2020 was \$1.6 million (2019 – \$1.8 million) to fund any valid claims made by the purchaser under the indemnity provisions of the sale for a specified period of time. Any funding pursuant to the guarantee will be allocated 25% to CEP III Co-Invest and 75% to CEP III. As at March 31, 2020 and 2019, no amounts with respect to this guarantee have been funded.

(d) As part of the holding structure of Chilean Gaming Holdings, acquisition entities of CEP III Co-Invest had loans totalling \$39.5 million as at March 31, 2019 from an unrelated financial institution, while another acquisition entity of CEP III Co-Invest held term deposits totalling \$39.5 million as at March 31, 2019 with the same financial institution as security for these loans. During fiscal 2020, the deposits were redeemed and used to repay the loan in full.

(e) Clairvest has agreed to guarantee up to US\$2.5 million to support SunSystem Technology's credit facility with its bank. The guarantee is callable by the lender under certain circumstances and should it be called, Clairvest will assume the lender's security position that supports the loans provided by the lender. Clairvest 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

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their respective capital commitments in the CEP VI Fund. As at March 31, 2020, the total contingent exposure under this guarantee is US\$2.0 million, US\$0.5 million of which would be assumed by CEP VI Co-Invest if called. Any additional guarantee is subject to Clairvest's consent at its sole discretion.

- (f) As at March 31, 2020, 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, 2019 is as follows:

\$000's

Operating lease commitment disclosed as at March 31, 2019	\$	5,144
Discount of future lease payments		(969)
Lease liability recognized as at April 1, 2019		4,175
Payments applied from April 1, 2019 to March 31, 2020		(414)
Lease liability as at March 31, 2020	\$	3,761

⁽¹⁾ As at March 31, 2020, the incremental borrowing rate was prime plus 1.25% per annum (April 1, 2019 - Prime plus 1.25%)

- (g) In connection with its normal business operations, the Company is from time to time named as a defendant in actions for damages and costs allegedly sustained by plaintiffs. While it is not possible to estimate the outcome of the various proceedings at this time, the Company does not believe that it will incur any material loss in connection with such actions.

17. 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 18.

The Company's corporate investment portfolio was diversified across 17 investee companies in 10 industries and 5 countries as at March 31, 2020. Concentration risk by industry and by country as at March 31, 2020 and 2019 was as follows:

	March 31, 2020				March 31, 2019			
	Canada	United States	International ⁽¹⁾	Total	Canada	United States	International ⁽¹⁾	Total
Dental services	\$ —	\$ 16,636	\$ —	\$ 16,636	\$ —	\$ —	\$ —	\$ —
Equipment rental	—	7,102	—	7,102	—	—	—	—
Financial services	3,009	—	—	3,009	22,634	—	—	22,634
Gaming	2,914	72,594	110,976	186,484	17,323	54,591	105,405	177,319
Information technology	—	8,602	—	8,602	—	7,016	—	7,016
Marketing services	—	7,471	—	7,471	—	10,055	—	10,055
Renewable energy	—	18,523	—	18,523	—	12,463	—	12,463
Residential services	6,375	—	—	6,375	6,375	—	—	6,375
Specialty aviation and defence services	81,016	—	—	81,016	56,687	—	—	56,687
Waste management	—	27,117	—	27,117	—	43,390	—	43,390
Other investments	50	5,207	—	5,257	355	3,254	—	3,609
Total	\$ 93,364	\$ 163,252	\$ 110,976	\$ 367,592	\$ 103,374	\$ 130,769	\$ 105,405	\$ 339,548

⁽¹⁾ Includes investments in Chile, India and the UK

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The Company has considered current economic events and indicators, including an estimate on the impact of COVID-19, in the valuation of its investee companies.

Interest rate risk

Fluctuations in interest rates affect the Company's income derived from its cash, cash equivalents and temporary investments ("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 March 31, 2020, \$270.9 million (2019 - \$285.9 million) of the Company's treasury funds are held in accounts which pay interest commensurate with prime rate changes, and \$127.4 million (2019 - \$126.2 million) of the Company's treasury funds are in guaranteed investment certificates with an average remaining duration of 0.6 years (2019 – 0.7 years). If interest rates were higher or lower by 1% per annum, and assuming the renewal rates of these guaranteed investment certificates commensurate with prime rate changes, the potential effect would have been an increase of \$4.0 million (2019 – \$4.4 million) per annum or decrease of \$4.0 million (2019 – \$4.3 million) per annum to distributions and interest income on a pre-tax basis.

Certain of the Company's investments in the investee companies 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 18*.

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. 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 March 31, 2020, the Company foreign exchange exposure with respect to the CLP and with respect to its equity investment in India are unhedged. Significant depreciation in value in these currencies could result in a material impact to the performance of Clairvest's investment portfolio and potentially 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 entities and in turn the Company's carrying value of these investee companies. 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 years ended March 31, 2020 and 2019, 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 March 31, 2020 and 2019, net of any allowances for losses, were as follows:

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	March 31, 2020			March 31, 2019		
	Clairvest	Acquisition entities	Total	Clairvest	Acquisition entities	Total
Financial assets						
Cash and cash equivalents	\$ 272,938	30,070	303,008	\$ 288,922	28,275	317,197
Temporary investments	137,954	26,362	164,316	163,403	19,662	183,065
Accounts receivable ⁽¹⁾	27,863	1,326	29,189	18,264	435	18,699
Loans receivable ⁽²⁾	11,855	540	12,395	968	–	968
Derivative instruments	85	–	85	–	1,619	1,619
Corporate investments ⁽³⁾	–	32,803	32,803	–	38,380	38,380
	\$ 450,695	91,101	541,796	\$ 471,557	88,371	559,928

(1) Account receivable from investee companies or the CEP Funds. Excludes prepaid expenses and other assets.

(2) Loans receivable from investee companies or the CEP Funds.

(3) Comprised debt investments made in investee companies.

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 its investee companies regularly.

The Company is also subject to credit risk on its accounts receivable and loans receivable, 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 their financial conditions 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 March 31, 2020, the Company held derivative instruments which had a net mark-to-market gain of \$0.1 million (2019 – nil). Additionally, the Company's acquisition entities held derivative instruments which had a net mark-to-market loss of \$11.4 million (2019 – \$1.6 million). The Company believes the counterparty risk with respect to its acquisition entities' derivative instruments is nominal.

The Company manages credit risk on its 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. With respect to the other fixed income securities under temporary investments, the Company reviews the credit quality of the counterparties through underwriting information provided by agents or brokers which are specialized in brokering these investments and in each case the Company's investment in these counterparties represents the most senior security in the counterparty's capital structure. 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.

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The credit ratings, based on the Dominion Bond Rating Services rating scale, with the exception of corporate bonds and loans which are based on Standard & Poor's rating scale, were as follows:

	March 31, 2020			March 31, 2019		
	Clairvest	Acquisition entities	Total	Clairvest	Acquisition entities	Total
Cash	\$ 270,984	29,769	300,753	\$ 287,610	28,115	315,725
Money market savings accounts						
R1-High	389	279	668	283	154	437
R1-Low	235	—	235	—	—	—
Guaranteed investment certificates and investment savings accounts						
AA	122,093	16,195	138,288	107,618	10,465	118,083
A+	—	—	—	102	—	102
A	5,909	—	5,909	18,110	5,790	23,900
A-(¹)	311	—	311	513	406	919
BB+(¹)	—	—	—	102	—	102
BB-(¹)	105	—	105	102	—	102
BBB-(¹)	210	102	312	306	—	306
Not rated(¹)	105	306	411	407	—	407
Corporate bonds						
A+	3,012	—	3,012	2,997	—	2,997
A	—	—	—	3,006	—	3,006
Other fixed income securities						
Not rated(³)	7,539	9,781	17,320	31,169	3,007	34,176
Total cash, cash equivalents and fixed income securities	\$ 410,892	56,432	467,324	\$ 452,325	47,937	500,262

(1) Principal protected by the Canada Deposit Insurance Corporation.

(2) Comprised 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.

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 have been previously discussed. 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 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 were \$404.6 million (2019 – \$122.0 million) as at March 31, 2020. 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 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 (2019 – \$100.0 million) credit facility which was undrawn as at March 31, 2020.

As at March 31, 2020, Clairvest had treasury funds of \$410.9 million (2019 – \$452.3 million) and access to \$100.0 million (2019 – \$100.0 million) in credit to support its obligations and current and anticipated corporate investments. Clairvest also had access to \$56.4 million (2019 – \$47.9 million) in treasury funds held by its acquisition entities and \$1.0 billion (2019 – \$286.2 million) in uncalled committed third-party capital through the CEP Funds as at March 31, 2020 to invest along with Clairvest's capital.

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18. FAIR VALUE OF FINANCIAL INSTRUMENTS

Cash, cash equivalents, temporary investments, loans receivable, corporate investments, and derivative instruments are carried at fair value in accordance with the Company's accounting policy as described in *note 2(c)* to the consolidated financial statements. All other financial instruments, including receivables and payables, are 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 presents the financial instruments measured at fair value classified by the fair value hierarchy:

March 31, 2020				
	Fair value measurements using			Assets/liabilities at fair value
	Level 1	Level 2	Level 3	
Financial assets				
Cash equivalents				
Money market savings accounts	\$ 423	\$ —	\$ —	\$ 423
Investment savings accounts	25,894	—	—	25,894
	26,317	—	—	26,317
Temporary investments				
Guaranteed investment certificates	—	127,403	—	127,403
Corporate bonds	—	3,012	—	3,012
Marketable securities	17,964	—	—	17,964
Other fixed income securities	—	—	7,539	7,539
	17,964	130,415	7,539	155,918
Derivative instruments	—	85	—	85
Corporate investments	—	50,619	349,672	400,291
	\$ 44,281	\$ 181,119	\$ 357,211	\$ 582,611

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March 31, 2019				
	Fair value measurements using			Assets/liabilities at fair value
	Level 1	Level 2	Level 3	
Financial assets				
Cash equivalents				
Money market savings accounts	\$ 283	\$ —	\$ —	\$ 283
Investment savings accounts	26,354	—	—	26,354
	26,637	—	—	26,637
Temporary investments				
Guaranteed investment certificates	—	126,231	—	126,231
Corporate bonds	—	6,003	—	6,003
Other fixed income securities	—	—	31,169	31,169
	—	132,234	31,169	163,403
Corporate investments	—	19,679	346,600	366,279
	\$ 26,637	\$ 151,913	\$ 377,769	\$ 556,319

For financial instruments that are recognized at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing 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.

During fiscal 2020, the Company transferred the fair value pertaining to its investment in CIBC common shares to level 1 from level 2 of the fair value hierarchy as the sale restriction expired. Also during fiscal 2020, the Company transferred the fair value pertaining to its investment in Accel Entertainment to level 2 from level 3 of the fair value hierarchy upon completion of the business combination described in *note 5*.

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

The following table presents the changes in fair value measurements for instruments included in Level 3 of the fair value hierarchy set out in IFRS 13, *Fair Value Measurement*:

	Fair value April 1, 2019	Transfer to (from) level 3	Amount included in earnings	Purchases of assets / issuances of liabilities	Sales of assets / settlements of liabilities	Fair value March 31, 2020
Financial assets						
Other fixed income securities	\$ 31,169	\$ —	\$ (2)	\$ —	\$ (23,628)	\$ 7,539
Corporate investments	346,600	(50,619)	20,154	57,524	(23,987)	349,672
	\$ 377,769	\$ (50,619)	\$ 20,152	\$ 57,524	\$ (47,615)	\$ 357,211

	Fair value April 1, 2018	Transfer to (from) level 3	Amount included in earnings	Purchases of assets / issuances of liabilities	Sales of assets / settlements of liabilities	Fair value March 31, 2019
Financial assets						
Other fixed income securities	\$ 17,305	\$ —	\$ 86	\$ 14,575	\$ (797)	\$ 31,169
Corporate investments	494,994	—	(121,688)	15,104	(41,810)	346,600
	\$ 512,299	\$ —	\$ (121,602)	\$ 29,679	\$ (42,607)	\$ 377,769

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(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 reasonably possible 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 (refer to *note 5*) for which the fair values have been estimated based on assumptions that are not supported by observable inputs. The following tables present quantitative information on the primary valuation techniques and unobservable inputs based on the form of investment:

March 31, 2020	Valuation techniques	Significant unobservable input	Range
Unquoted equity instruments (including warrants) or partnership units	Public company comparables	EBITDA and Earnings multiples	3.9x to 9.2x
	Recent transactions	n/a	n/a
Corporate bonds, debentures or loans not traded or other finite set of cash flows	Discounted cash flows	Discount rates	6.0% to 20.0%

March 31, 2019	Valuation techniques	Significant unobservable input	Range
Unquoted equity instruments (including warrants) or partnership units	Public company comparables	EBITDA and Earnings multiples	3.5x to 9.0x
	Recent transactions	n/a	n/a
Corporate bonds, debentures or loans not traded or other finite set of cash flows	Discounted cash flows	Discount rates	6.0% to 20.0%

The most significant unobservable input for fair value measurement are earnings before interest, taxes, depreciation and amortization ("EBITDA") and the earnings multiple which is applied to the 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, including an estimate of the potential impact of COVID-19. As at March 31, 2020, 10 investee companies were valued using the earnings multiple approach. 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 be an increase of \$18.0 million or decrease of \$16.3 million to the carrying value of corporate investments and net change in unrealized gains or losses on corporate investments, on a pre-tax basis for the year ended March 31, 2020 (2019 – increase of \$16.8 million or decrease of \$16.8 million). Earnings multiples used are based on public company valuations as well as private market multiples for comparable companies. 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 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

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representative indication of fair value for a period of up to 12 months. The fair value of corporate bonds, debentures or loans is primarily determined using a 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 further cash flows. For those investments valued based on recent transactions, Clairvest has determined that there are no reasonable alternative assumptions that would change the fair value materially as at March 31, 2020 and 2019.

19. 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 and/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 March 31, 2020 and 2019, Clairvest had no external capital requirements, other than as disclosed in *note 16*.

20. SUBSEQUENT EVENTS

Since the outbreak of COVID-19, emergency measures taken in response to the spread of COVID-19 have resulted in significant disruption to business operations globally, resulting in an economic slowdown. Global equity and capital markets have also experienced significant volatility and weakness. The governments have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. These developments are constantly evolving, and the duration and impact of the COVID-19 pandemic is highly uncertain and cannot be predicted at this time but could have a material impact on the future financial results of the Company. In the face of the current environment of heightened uncertainty, the Company continues to closely monitor its investee companies and its treasury funds.

Subsequent to year end, CEP VI Co-Invest and the CEP VI Fund invested US\$30.2 million to acquire the solar operations and maintenance business of SunPower Corporation. Upon closing the business was renamed as NovaSource Power Services ("NovaSource"). CEP VI Co-Invest invested US\$9.2 million (C\$13.0 million) for a 29.2% ownership interest in NovaSource.

Also subsequent to year end, CEP VI Co-Invest and the CEP VI Fund invested US\$10.0 million in Arrowhead Environmental Partners ("AEP"), a non-hazardous waste-by-rail operator in Northeastern United States markets. CEP VI Co-Invest invested US\$2.7million (C\$3.7M) in AEP in the form of 2,706 Class A preferred units representing a 11.3% ownership interest.