Condensed Consolidated Interim Financial Statements
(In U.S. dollars)

CONSTELLATION SOFTWARE INC.

For the three and nine months ended September 30, 2019 and 2018
Unaudited

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Financial Position

(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Unaudited

	September 30, 2019	December 31, 2018*	September 30, 2018*
Assets			
Current assets:			
Cash	$ 235	$ 589	$ 456
Accounts receivable	390	362	330
Unbilled revenue	106	80	89
Inventories	43	34	32
Other assets (note 5)	182	143	158
	956	1,207	1,066
Non-current assets:			
Property and equipment	70	67	58
Right of use assets (note 22)	220	-	-
Deferred income taxes	38	47	47
Other assets (note 5)	71	64	59
Intangible assets (note 6)	1,882	1,549	1,506
	2,281	1,728	1,671
Total assets	$ 3,237	$ 2,935	$ 2,737
Liabilities and Shareholders' Equity			
Current liabilities:			
CSI facility (note 7)	$ 21	$ -	$ -
Debt without recourse to Constellation Software Inc. (note 8)	99	51	63
TSS membership liability (note 9)	84	67	61
Accounts payable and accrued liabilities	454	464	385
Dividends payable (note 13)	21	21	21
Deferred revenue	790	657	681
Provisions (note 11)	14	7	5
Acquisition holdback payables	77	47	57
Lease obligations (note 22)	57	-	-
Income taxes payable	30	30	35
	1,646	1,344	1,309
Non-current liabilities:			
Debt without recourse to Constellation Software Inc. (note 8)	115	102	108
TSS membership liability (note 9)	110	117	107
Debentures (note 10)	219	215	227
Deferred income taxes	241	192	179
Acquisition holdback payables	22	25	15
Lease obligations (note 22)	179	-	-
Other liabilities (note 5)	93	74	77
	978	725	715
Total liabilities	2,624	2,069	2,024
Shareholders' equity (note 13):			
Capital stock	99	99	99
Accumulated other comprehensive income (loss)	(44)	(37)	(32)
Retained earnings	558	804	645
	613	866	713
Subsequent events (notes 13 and 20)			
Total liabilities and shareholders' equity	$ 3,237	$ 2,935	$ 2,737

See accompanying notes to the condensed consolidated interim financial statements.

* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is not restated. See note 22.

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Income

(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Three and nine months ended September 30, 2019 and 2018

Unaudited

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018*	2019	2018*
Revenue				
License	$ 51	$ 49	$ 165	$ 141
Professional services	164	148	485	443
Hardware and other	45	40	122	116
Maintenance and other recurring	609	521	1,762	1,529
	870	759	2,534	2,230
Expenses				
Staff	434	384	1,316	1,163
Hardware	25	22	68	64
Third party license, maintenance and professional services	75	66	218	194
Occupancy (note 22)	9	19	26	58
Travel, telecommunications, supplies, software and equipment	50	44	143	131
Professional fees	12	9	34	28
Other, net	18	11	53	40
Depreciation (note 22)	23	7	65	20
Amortization of intangible assets	84	70	234	209
	730	633	2,158	1,908
Foreign exchange loss (gain)	6	8	20	3
TSS membership liability revaluation charge (note 9)	12	17	30	38
Finance and other expense (income) (note 14)	1	(3)	(2)	(13)
Bargain purchase (gain) (note 4)	(7)	(1)	(36)	(1)
Finance costs (notes 14, 22)	11	8	29	18
	22	30	41	45
Income before income taxes	117	97	335	277
Current income tax expense (recovery)	44	32	121	93
Deferred income tax expense (recovery)	(8)	(1)	(28)	(16)
Income tax expense (recovery)	36	31	94	77
Net income	82	66	241	200
Earnings per share				
Basic and diluted (note 15)	$ 3.85	$ 3.10	$ 11.39	$ 9.45

See accompanying notes to the condensed consolidated interim financial statements.

* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is not restated. See note 22.

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Comprehensive Income
(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Three and nine months ended September 30, 2019 and 2018
Unaudited

	Three months ended September 30, 2019	Three months ended September 30, 2018*	Nine months ended September 30, 2019	Nine months ended September 30, 2018*
Net income	$ 82	$ 66	$ 241	$ 200
Items that are or may be reclassified subsequently to net income:				
Foreign currency translation differences from foreign operations	(12)	2	(7)	(5)
Deferred income tax recovery (expense)	-	-	-	-
Other comprehensive (loss) income for the period, net of income tax	(12)	2	(7)	(5)
Total comprehensive income (loss) for the period	$ 70	$ 68	$ 234	$ 195

See accompanying notes to the condensed consolidated interim financial statements.
* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is not restated. See note 22.

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Changes in Equity
(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Unaudited

Nine months ended September 30, 2019	Capital stock	Accumulated other comprehensive income/(loss)	Retained earnings	Total*
		Cumulative translation account		
Balance at January 1, 2019	**$ 99**	**$ (37)**	**$ 804**	**$ 866**
Total comprehensive income for the period:				
Net income	-	-	241	241
Other comprehensive income (loss)				
Foreign currency translation differences from foreign operations	-	(7)	-	(7)
Total other comprehensive income (loss) for the period	**-**	**(7)**	**-**	**(7)**
Total comprehensive income (loss) for the period	**-**	**(7)**	**241**	**234**
Transactions with owners, recorded directly in equity				
Dividends to shareholders of the Company (note 13)	-	-	(487)	(487)
Balance at September 30, 2019	**$ 99**	**$ (44)**	**$ 558**	**$ 613**

See accompanying notes to the condensed consolidated interim financial statements.
* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is no restated. See note 22.

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Changes in Equity
(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Unaudited
Nine months ended September 30, 2018

	Capital stock	Accumulated other comprehensive income/(loss) Cumulative translation account	Retained earnings	Total*
Balance at January 1, 2018	**$ 99**	**$ (27)**	**$ 532**	**$ 604**
Impact of change in accounting policy	-	-	(23)	(23)
Total comprehensive income for the period:				
Net income	-	-	200	200
Other comprehensive income (loss)				
Foreign currency translation differences from foreign operations	-	(5)	-	(5)
Total other comprehensive income for the period	**-**	**(5)**	**-**	**(5)**
Total comprehensive income for the period	**-**	**(5)**	**200**	**195**
Transactions with owners, recorded directly in equity				
Dividends to shareholders of the Company (note 13)	-	-	(64)	(64)
Balance at September 30, 2018	**$ 99**	**$ (32)**	**$ 645**	**$ 713**

See accompanying notes to the condensed consolidated interim financial statements.

* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is not restated. See note 22.

CONSTELLATION SOFTWARE INC.

Condensed Consolidated Interim Statements of Cash Flows

(In millions of U.S. dollars, except per share amounts. Due to rounding, numbers presented may not foot.)

Three and nine months ended September 30, 2019 and 2018

Unaudited

	Three months ended September 30, 2019	Three months ended September 30, 2018*	Nine months ended September 30, 2019	Nine months ended September 30, 2018*
Cash flows from operating activities:				
Net income	$ 82	$ 66	$ 241	$ 200
Adjustments for:				
Depreciation	23	7	65	20
Amortization of intangible assets	84	70	234	209
TSS membership liability revaluation charge	12	17	30	38
Finance and other expense (income)	1	(3)	(2)	(13)
Bargain purchase (gain)	(7)	(1)	(36)	(1)
Finance costs	11	8	29	18
Income tax expense (recovery)	36	31	94	77
Foreign exchange loss (gain)	6	8	20	3
Change in non-cash operating assets and liabilities exclusive of effects of business combinations (note 19)	(37)	(27)	(44)	19
Income taxes paid	(32)	(34)	(119)	(116)
Net cash flows from operating activities	177	143	512	454
Cash flows from (used in) financing activities:				
Interest paid on lease obligations (note 22)	(2)	-	(5)	-
Interest paid on other facilities	(8)	(7)	(23)	(17)
Increase (decrease) in CSI facility	22	-	22	-
Increase (decrease) in revolving credit under debt facilities without recourse to CSI	89	-	49	(35)
Proceeds from issuance of term debt under facilities without recourse to CSI	11	110	11	110
Repayments of term debt under facilities without recourse to CSI	(0)	(0)	(2)	(0)
Credit facility transaction costs	(0)	(3)	(0)	(3)
Repayments of lease obligations (note 22)	(12)	-	(35)	-
Distribution to TSS minority owners (note 9)	-	-	(11)	-
Dividends paid	(21)	(21)	(487)	(64)
Net cash flows from (used in) in financing activities	79	80	(481)	(8)
Cash flows from (used in) investing activities:				
Acquisition of businesses (note 4)	(278)	(92)	(408)	(454)
Cash obtained with acquired businesses (note 4)	68	8	103	48
Post-acquisition settlement payments, net of receipts	(8)	(21)	(45)	(53)
Purchases of other investments	(4)	-	(9)	-
Interest, dividends and other proceeds received	2	2	5	3
Property and equipment purchased	(9)	(6)	(24)	(18)
Net cash flows from (used in) investing activities	(228)	(110)	(378)	(475)
Effect of foreign currency on cash and cash equivalents	(7)	(1)	(6)	(4)
Increase (decrease) in cash	21	112	(354)	(33)
Cash, beginning of period	214	344	589	489
Cash, end of period	$ 235	$ 456	$ 235	$ 456

See accompanying notes to the condensed consolidated interim financial statements.

* The Company retrospectively applied IFRS 16 "Leases" using the modified retrospective method. Under this method, the comparative information is not restated. See note 22.

Notes to the condensed consolidated interim financial statements

1. Reporting entity

Constellation Software Inc. ("Constellation") is a company domiciled in Canada. The address of Constellation's registered office is 20 Adelaide Street East, Suite 1200, Toronto, Ontario, Canada. The condensed consolidated interim financial statements of Constellation as at and for the period ended September 30, 2019 comprise Constellation and its subsidiaries (together referred to as the "Company") and the Company's interest in associates. The Company is engaged principally in the development, installation and customization of software relating to the markets listed below, and in the provision of related professional services and support.

Public Sector:

Public transit operators	Asset management	Municipal systems
Para transit operators	Fleet and facility management	School administration
School transportation	District attorney	Public safety
Non-emergency medical	Taxi dispatch	Healthcare
Ride share	Benefits administration	Rental
Local government	Insurance	Electric utilities
Agri-business	Collections management	Court
Marine asset management	Water utilities	School and special library
Communications	Credit unions	Drink distribution
Education	Financial services	Notaries
Fashion retail	Pharmacies	Long-term care
Home and community care	County systems	Research management
Retail management and distribution	Public housing authorities	Not-for-profit organizations
Automotive	Accountancy	Catering
Small and medium sized businesses	Property management	Food services
Creative agencies	Commercial printing	Horticulture
Event management	Distillery	Hospitality
Manufacturing plant performance	Advertising and marketing	Project management
Quality management	Real estate brokers and agents	Compliance
Human resources and payroll		

Private Sector:

Private clubs and daily fee golf courses	Lease management	Window manufacturers
Construction	Winery management	Cabinet manufacturers
Food services	Buy here pay here dealers	Made-to-order manufacturers
Health clubs	RV and marine dealers	Window and other dealers
Moving and storage	Pulp and paper manufacturers	Multi-carrier shipping
Metal service centers	Agriculture equipment dealers	Supply chain optimization
Attractions	Outdoor equipment dealers	Multi-channel distribution
Leisure centers	Education	Wholesale distribution
Retail management and distribution	Healthcare electronic medical records	Homebuilders
Radiology and laboratory information systems	Pharmaceutical and biotech manufacturers	Third party logistics warehouse management systems
Product licensing	Event management	Financial services
Tire distribution	Salons and spas	Association management
Housing finance agencies	Municipal treasury and debt systems	Public housing authorities
Tour operators	Auto clubs	Real estate brokers and agents
Long-term care	Textiles and apparel	Home and community care
Hospitality	Mining	Ombudsman
Aerospace	Design and welding	Manufacturing plant performance
Oil and gas	Publishing	Marinas
Small and medium sized businesses	Healthcare	Automotive
Local government	Legal	Grocery
Advertising and marketing		

2. Basis of presentation

(a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting (“IAS 34”) as issued by the International Accounting Standards Board (“IASB”) and using the accounting policies disclosed in Note 3 of the Company’s 2018 annual consolidated financial statements except as disclosed herein.

The policies applied in these condensed consolidated interim financial statements are based on International Financial Reporting Standards (IFRS), issued and outstanding as of October 31, 2019, the date the Board of Directors approved the condensed consolidated interim financial statements.

These condensed consolidated interim financial statements should be read in conjunction with the Company’s 2018 annual consolidated financial statements.

(b) Basis of measurement

The condensed consolidated interim financial statements have been prepared on the historical cost basis except for certain assets and liabilities initially recognized in connection with business combinations, derivative financial instruments and contingent consideration related to business acquisitions, which are measured at their estimated fair value.

(c) Functional and presentation of currency

The condensed consolidated interim financial statements are presented in U.S. dollars, which is Constellation's functional currency.

(d) Use of estimates and judgements

The preparation of the condensed consolidated interim financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses, consistent with those disclosed in the 2018 annual consolidated financial statements and described in these condensed consolidated interim financial statements. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Estimates are based on historical experience and other assumptions that are considered reasonable in the circumstances. The actual amount or values may vary in certain instances from the assumptions and estimates made. Changes will be recorded, with corresponding effect in profit or loss, when, and if, better information is obtained.

3. Significant accounting policies

Except for the adoption of IFRS 16 *Leases* (“IFRS 16”), the significant accounting policies used in preparing these condensed consolidated interim financial statements are unchanged from those disclosed in the Company’s 2018 annual consolidated financial statements and have been applied consistently to all periods presented in these condensed consolidated interim financial statements.

The accounting policies have been applied consistently by Constellation’s subsidiaries.

New standards and interpretations adopted

IFRS 16 Leases

The Company has adopted IFRS 16 with an initial adoption date of January 1, 2019. The Company utilized the modified retrospective method to adopt the new standard and therefore, the comparative information has not been restated and continues to be reported under IAS 17, Leases and related interpretations.

IFRS 16 specifies how leases will be recognized, measured, presented and disclosed and it provides a single lessee model, requiring lessees to recognize right-of-use assets and lease liabilities for all major leases. The impact of the transition to IFRS 16 is shown in Note 22. The Company’s accounting policy under IFRS 16 is as follows:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease based on whether the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured based on the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The assets are depreciated to the earlier of the end of the useful life of the right-of-use asset or the lease term using the straight-line method as this most closely reflects the expected pattern of consumption of the future economic benefits. The lease term includes periods covered by an option to extend if the Company is reasonably certain to exercise that option. In addition, the right-of-use asset can be periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero. The Company has elected to apply the practical expedient not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low value assets. The lease payments associated with these leases is recognized as an expense on a straight-line basis over the lease term.

4. Business acquisitions

(a) During the nine-month period ended September 30, 2019, the Company completed a number of acquisitions for aggregate cash consideration of $408 plus cash holdbacks of $79 and contingent consideration with an estimated fair value of $38 resulting in total consideration of $524. The contingent consideration is payable on the achievement of certain financial targets in the post-acquisition periods. The obligation for contingent consideration for acquisitions during the nine-month period ended September 30, 2019 has been recorded at its estimated fair value at the various acquisition dates. The estimated fair value of the applicable contingent consideration is calculated using the estimated financial outcome and resulting expected contingent consideration to be paid and inclusion of a discount rate as appropriate. For these arrangements, which include both maximum, or capped, and unlimited contingent consideration amounts, the estimated increase to the initial consideration is not expected to exceed a maximum of $76. Aggregate contingent consideration of $61 (December 31, 2018 - $19) has been reported in the condensed consolidated interim statement of financial position at its estimated fair value relating to applicable acquisitions completed in the current and prior periods. Changes made to the estimated fair value of contingent consideration are included in other, net in the condensed consolidated interim statements of income. An expense of $2 and $8 has been recorded for the three and nine months ended September 30, 2019, as a result of such changes (expense of $0 and $1 for the three and nine months ended September 30, 2018).

There were no acquisitions during the nine-month period that were deemed to be individually significant. Just over half of the total businesses acquired during the nine-month period were acquisitions of shares and the remainder were asset acquisitions. The cash holdbacks are generally payable over a two-year period and are adjusted, as necessary, for such items as working capital or net tangible asset assessments, as defined in the agreements, and claims under the respective representations and warranties of the purchase and sale agreements.

The acquisitions during the nine month period ended September 30, 2019 include software companies catering to the following markets: communications, event management, automotive, public housing, local government, manufacturing plant performance, transit, distillery, healthcare, asset management, real estate brokers and agents, attractions, small and medium sized businesses, court, homebuilders, retail management and distribution, advertising and marketing, hospitality, financial services, public safety, construction, legal, project management, grocery, quality management, mining, accountancy, salons and spas, education, compliance, human resources and payroll, and oil and gas all of which are software businesses similar to existing businesses operated by the Company. The acquisitions have been accounted for using the acquisition method with the results of operations included in these consolidated financial statements from the date of each acquisition.

The goodwill recognized in connection with these acquisitions is primarily attributable to the application of Constellation's best practices to improve the operations of the companies acquired, synergies with existing businesses of Constellation, and other intangibles that do not qualify for separate recognition including assembled workforce. Goodwill in the amount of $1 is expected to be deductible for income tax purposes.

The gross contractual amounts of acquired receivables was $65; however, the Company has recorded an allowance of $3 as part of the acquisition accounting to reflect contractual cash flows that are not expected to be collected.

Due to the complexity and timing of certain acquisitions made, the Company is in the process of determining and finalizing the estimated fair value of the net assets acquired as part of the acquisitions closed during the last quarter of 2018 and first three quarters of 2019. The amounts determined on a provisional basis generally relate to net asset assessments and measurement of the assumed liabilities, including acquired contract liabilities. The cash consideration associated with these provisional estimates totals $477.

$24 of the total bargain purchase gain recorded during the period relates to an acquisition where the seller will continue as a minority partner in the business. The seller contributed $17 into the partnership.

The aggregate impact of acquisition accounting applied in connection with business acquisitions in the nine-month period ended September 30, 2019 is as follows:

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

	Public Sector	Private Sector	Consolidated
Assets acquired:			
Cash	$ 96	$ 7	$ 103
Accounts receivable	50	12	62
Other current assets	22	3	25
Property and equipment	8	1	9
Other non-current assets	27	4	30
Deferred income taxes	1	(1)	(0)
Technology assets	238	67	305
Customer assets	193	44	237
	634	137	772
Liabilities assumed:			
Current liabilities	60	13	73
Deferred revenue	70	16	86
Deferred income taxes	86	8	95
Other non-current liabilities	24	5	29
	241	42	283
Goodwill	56	4	60
Bargain purchase gain	(24)	-	(24)
Total consideration	**$ 426**	**$ 99**	**$ 524**

(b) The 2019 business acquisitions did not have a material impact to either the consolidated revenue or the consolidated net income for the nine months ended September 30, 2019. The materiality threshold is reviewed on a regular basis taking into account the quantitative (contribution to revenue and net income) and qualitative (size and comparability with other Constellation businesses) factors of current period acquisitions on both an individual and aggregate basis.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

5. Other assets and other non-current liabilities

(a) Other assets

		September 30, 2019		December 31, 2018
Prepaid and other current assets	$	99	$	74
Investment tax credits recoverable		27		26
Sales tax receivable		13		10
Equity securities held for trading		8		-
Other receivables		35		32
Total other current assets	$	182	$	143
Investment tax credits recoverable	$	17	$	11
Costs to obtain a contract		34		34
Non-current trade and other receivables and other assets		18		17
Equity accounted investees		2		3
Total other non-current assets	$	71	$	64

(b) Other non-current liabilities

		September 30, 2019		December 31, 2018
Contingent consideration	$	40	$	13
Deferred revenue		39		43
Other non-current liabilities		13		19
Total other non-current liabilities	$	93	$	74

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

6. Intangible Assets

	Technology Assets	Customer Assets	Backlog	Non-compete agreements	Trademarks	Goodwill	Total
Cost							
Balance at January 1, 2018	$ 1,450	$ 732	$ 16	$ 3	$ 8	$ 259	$ 2,467
Acquisitions through business combinations	383	261	-	-	-	54	698
Effect of movements in foreign exchange	(39)	(29)	-	-	(0)	(11)	(80)
Balance at December 31, 2018	$ 1,793	$ 964	$ 16	$ 3	$ 7	$ 302	$ 3,085
Balance at January 1, 2019	$ 1,793	$ 964	$ 16	$ 3	$ 7	$ 302	$ 3,085
Acquisitions through business combinations	303	237	0	-	-	59	599
Effect of movements in foreign exchange	(27)	(22)	(0)	0	(0)	(6)	(55)
Balance at September 30, 2019	$ 2,069	$ 1,179	$ 16	$ 3	$ 7	$ 355	$ 3,629
Accumulated amortization and impairment losses							
Balance at January 1, 2018	$ 945	$ 320	$ 16	$ 3	$ 2	$ -	$ 1,286
Amortization for the period	200	79	-	-	0	-	279
Effect of movements in foreign exchange	(21)	(8)	-	-	-	-	(29)
Balance at December 31, 2018	$ 1,124	$ 391	$ 16	$ 3	$ 2	$ -	$ 1,536
Balance at January 1, 2019	$ 1,124	$ 391	$ 16	$ 3	$ 2	$ -	$ 1,536
Amortization for the period	159	75	0	(0)	0	-	234
Effect of movements in foreign exchange	(16)	(7)	(0)	0	-	-	(23)
Balance at September 30, 2019	$ 1,267	$ 459	$ 16	$ 3	$ 2	$ -	$ 1,747
Carrying amounts							
At January 1, 2018	$ 505	$ 412	$ -	$ -	$ 6	$ 259	$ 1,181
At December 31, 2018	$ 669	$ 573	$ -	$ -	$ 6	$ 302	$ 1,549
At January 1, 2019	$ 669	$ 573	$ -	$ -	$ 6	$ 302	$ 1,549
At September 30, 2019	$ 802	$ 720	$ (0)	$ 0	$ 5	$ 355	$ 1,882

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

7. CSI Facility

On December 19, 2018, Constellation completed an amendment and restatement of its revolving credit facility agreement (the "CSI Facility"), with a syndicate of Canadian chartered banks, U.S. banks, and a Japanese bank in the amount of $700, extending its maturity date to December 2023. The CSI Facility bears a variable interest rate with no fixed repayments required over the term to maturity. Interest rates are calculated at standard U.S. and Canadian reference rates plus interest rate spreads based on a leverage table. The CSI Facility is currently collateralized by the majority of the Company's assets including the assets of certain material subsidiaries. The CSI Facility contains standard events of default which if not remedied within a cure period would trigger the repayment of any outstanding balance. As at September 30, 2019, $22 (December 31, 2018 – $nil) had been drawn from this credit facility, and letters of credit totaling $10 (December 31, 2018 - $21) were issued, which limits the borrowing capacity on a dollar-for-dollar basis. Transaction costs associated with the CSI Facility are included in the carrying value of the CSI Facility in the condensed consolidated interim statement of financial position as at September 30, 2019 and are being amortized through profit or loss using the effective interest rate method. As at September 30, 2019 the carrying amount of such costs is $1 (December 31, 2018 - $2, included in other assets).

8. Debt without recourse to CSI

Certain of CSI's subsidiaries have entered into term debt facilities and revolving credit facilities with various financial institutions. CSI does not guarantee the debt of its subsidiaries, nor are there any cross-guarantees between subsidiaries. The credit facilities are collateralized by substantially all of the assets of the borrowing entity and its subsidiaries. The credit facilities typically bear interest at a rate calculated using an interest rate index plus a margin. The financing arrangements for each subsidiary typically contain certain restrictive covenants, which may include limitations or prohibitions on additional indebtedness, payment of cash dividends, redemption of capital, capital spending, making of acquisitions and sales of assets In addition, certain financial covenants must be met by those subsidiaries that have outstanding debt.

Debt without recourse to CSI comprises the following:

	Revolving Credit Facilities	Term Debt Facilities	Total
Principal outstanding at September 30, 2019 (and equal to fair value)	$ 98	$ 119	$ 217
Deduct: Carrying value of transaction costs included in debt	(1)	(2)	(3)
Carrying value at September 30, 2019	97	117	214
Current portion	97	2	99
Non-current portion	-	115	115

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

The annual minimum repayment requirements for the term facilities without recourse to CSI is as follows:

Year	Term Debt Facilities
2019	1
2020	2
2021	2
2022	2
2023	105
2024	1
2025	6
	119

9. TSS Membership Liability

On December 23, 2014, in accordance with the terms of the purchase and sale agreement for the TSS acquisition, and on the basis of the term sheets attached thereto, Constellation and the sellers of TSS along with members of TSS' executive management team (collectively, the "minority owners") entered into a Members Agreement pursuant to which the minority owners acquired 33.29% of the voting interests in CNH. Total proceeds from this transaction was €39 ($49).

Commencing any time after December 31, 2014, each of the minority owners may exercise a put option to sell all or a portion of their interests in CNH back to Constellation for an amount calculated in accordance with a valuation methodology described within the Members Agreement. Accordingly, the Company classified the proceeds from the Members Agreement as a liability. The main valuation driver in such calculation is the maintenance and other recurring revenue of CNH. Upon the exercise of a put option, Constellation would be obligated to redeem up to 33.33% of the minority owners' interests put, no later than 30 business days from the date notice is received, and up to 33.33% on each of the first and second anniversary of the date the first redemption payment is made. In determining the valuation of the liability at each reporting period, the Company assumes the minority owners exercised their put option on the last day of the current reporting period, and redeemed 33.33% of their interests on exercise (which is classified as a current liability), and will redeem 33.33% on each of the first and second anniversary dates. Maintenance and recurring revenue of CNH for the trailing twelve months determined at the end of the current reporting period was used as the basis for valuing the interests at each redemption date. Any increase or decrease in the value of the membership liability is recorded as an expense or income in the consolidated statements of income for the period.

The seller of TSS also has an option available to it to sell approximately 68% of its interests in CNH, for an amount calculated in accordance with a valuation methodology described within the Members Agreement, in the event that Robin Van Poelje, TSS' CEO, is no longer employed by TSS. The remaining interest of approximately 32% can be sold via the put option described above.

In the event of a change of control in Constellation, the minority owners would have the option to sell 100% of their interests in CNH for an amount calculated in accordance with a valuation methodology described within the Members Agreement. Constellation would be obligated to remit payment in respect thereof no later than 30 business days from the date notice is given.

Commencing at any time after December 31, 2023, Constellation may exercise a call option to purchase all of the minority owners' interests in CNH, for an amount calculated in accordance with a valuation methodology described within the Members Agreement. Upon exercise of the call option, the full purchase price will be paid within 30 business days of the notice date, following which the minority owners' membership in CNH will be terminated.

If any of TSS' executive management team that participate in the Members Agreement are terminated for urgent cause as defined in Section 7:678 of the Dutch Civil Code, Constellation shall have the right to purchase all of the interests beneficially owned by the terminated executive for an amount calculated in accordance with a valuation methodology described with the Members Agreement. The full purchase price will be paid within 30 business days from the date notice is given, following which the terminated executive's membership in CNH will be terminated. An option does exist for the terminated executive to elect to be paid in annual installments of 33.33% of his interests in CNH over a 3-year period. The valuation of the interests being purchased will be calculated at each reporting period. During the periods ended September 30, 2019 and December 31, 2018, no options were exercised.

10. Debentures

On October 1, 2014 and November 19, 2014, the Company issued debentures with a total principal value of C$96 for total proceeds of C$91. On September 30, 2015, the Company issued another tranche of debentures (collectively with the 2014 issuances called the "Debentures") with a total principal value of C$186 for total proceeds of C$214.

The Debentures have a maturity date of March 31, 2040 (the "Maturity Date"). From and including the date of issue to but excluding March 31, 2015, the Debentures bore interest at a rate of 7.4% per annum, paid quarterly in arrears. The rate from March 31, 2015 to March 30, 2016 was 8.5% per annum. The rate from March 31, 2016 to March 30, 2017 was 7.6%. The rate from and including March 31, 2017 to but excluding March 31, 2018 is 7.9%. The rate from and including March 31, 2018 to but excluding March 31, 2019 is 8.1%. The rate from and including March 31, 2019 to but excluding March 31, 2020 is 8.8%. From and including March 31, 2020 to but excluding the Maturity Date, the interest rate applicable to the Debentures will be reset on an annual basis on March 31 of each year, at a rate equal to the annual average percentage change in the All-items Consumer Price Index during the 12-month period ending on December 31 in the prior year (which amount may be positive or negative) plus 6.5%. Notwithstanding the foregoing, the interest rate applicable to the debentures will not be less than 0%. The Company may, subject to certain approvals, elect the Payment in Kind election ("PIK Election"), in lieu of paying interest in cash, to satisfy all or any portion of its interest obligation payable on an interest payment date by issuing to each Debenture holder PIK Debentures equal to the amount of the interest obligation to be satisfied. The PIK Debentures will have the same terms and conditions as the Debentures and will form part of the principal amount of the Debentures. If, on any interest payment date, the Company fails to pay the amount of interest owing on the Debentures in full in cash, the Company will not (A) declare or pay dividends of any kind on the Common Shares, nor (B) participate in any share buyback or redemption involving the Common Shares, until the date on which the Company pays such interest (or the unpaid portion thereof) in cash to holders of the Debentures; however, where the Company has issued PIK Debentures in respect of all or a portion of the amount of interest owing on the Debentures on an interest payment date, the Company may resume declaring or paying dividends of any kind on the Common Shares and participating in any share buyback or redemption involving the Common Shares beginning on the next earlier of (i) the interest payment date of which the Company pays the amount of interest owing on the Debentures in full in cash and (ii) the date on which the Company repays all amounts owing under the PIK Debenture. All payments in respect of the Debentures will be subordinated in right of payment to the prior payment in full of all senior indebtedness of the Company.

The Debentures will be redeemable in certain circumstances at the option of the Company or the holder. During the period beginning on March 16 and ending on March 31 of each year, the Company will have the right, at its option, to give notice to holders of Debentures of its intention to redeem the Debentures, in whole or in part, on March 31 in the year that is five years following the year in which notice is given, at a price equal to the principal amount thereof plus accrued and unpaid interest up to but excluding the date fixed for redemption. During the period beginning on March 1 and ending on March 15 of each year, holders of Debentures will also have the right, at their option, to give notice to the Company of their intention to require the Company to repurchase (or to "put") the Debentures, in whole or in part, on March 31 in the year that is five years following the year in which notice is given, at a price equal to the principal amount thereof plus accrued and unpaid interest up to but excluding the date fixed for repurchase.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

During the periods ended September 30, 2019 and December 31, 2018, no notices for redemption of the Debentures were received or given by the Company.

The fair value of the debentures as at September 30, 2019 was $275 (December 31, 2018 - $251).

11. Provisions

At January 1, 2019	$	9
Reversal		(4)
Provisions recorded during the period		26
Provisions used during the period		(15)
Effect of movements in foreign exchange and other		0
At September 30, 2019	$	16
Provisions classified as current liabilities		14
Provisions classified as other non-current liabilities		2

The provisions balance is comprised of various individual provisions for onerous contracts and other estimated liabilities of the Company of uncertain timing or amount.

12. Income taxes

Income tax expense is recognized based on management's best estimate of the actual income tax rate for the interim period applied to the pre-tax income of the interim period for each entity in the consolidated group. As a result of foreign exchange fluctuations, acquisitions and ongoing changes due to intercompany transactions amongst entities operating in different jurisdictions, the Company has determined that a reasonable estimate of a weighted average annual tax rate cannot be determined on a consolidated basis. The Company's consolidated effective tax rate in respect of continuing operations for the three and nine months ended September 30, 2019 was 30% and 28% (32% and 28% for the three and nine months ended September 30, 2018).

Constellation is subject to tax audits in the countries in which the Company does business globally. These tax audits could result in additional tax expense in future periods relating to historical filings. Reviews by tax authorities generally focus on, but are not limited to, the validity of the Company's inter-company transactions, including financing and transfer pricing policies which generally involve subjective areas of taxation and a significant degree of judgment. If any of these tax authorities are successful with their challenges, the Company's income tax expense may be adversely affected and Constellation could also be subject to interest and penalty charges.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

13. Capital and other components of equity

	Common Shares	
	Number	Amount
September 30, 2019	21,191,530	$ 99
December 31, 2018	21,191,530	$ 99

Dividends and other distributions to shareholders

During the three months ended March 31, 2019, the Company declared a $1.00 per share dividend and a $20.00 per share special dividend to all common shareholders of record at close of business on March 16, 2019. The dividends declared in the quarter ended March 31, 2019 representing $445 were paid and settled on April 5, 2019. During the three months ended June 30, 2019, the Company declared a $1.00 per share dividend to all common shareholders of record at close of business on June 14, 2019. The dividends declared in the quarter ended June 30, 2019 representing $21 were paid and settled on July 8, 2019. During the three months ended September 30, 2019, the Company declared a $1.00 per share dividend to all common shareholders of record at close of business on September 16, 2019. The dividends declared in the quarter ended September 30, 2019 representing $21 were paid and settled on October 7, 2019.

A dividend of $1.00 per share representing $21 were accrued as at December 31, 2018 and subsequently paid and settled on January 4, 2019.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

14. Finance and other expense (income) and finance costs

	Three months ended September 30, 2019	Three months ended September 30, 2018	Nine months ended September 30, 2019	Nine months ended September 30, 2018
Interest income on cash	$ (0)	$ (2)	$ (3)	$ (3)
(Increase) decrease in the fair value of equity securities held for trading	1	-	1	-
Share in net (income) loss of equity investee	0	(1)	0	(1)
Finance and other income	(0)	(1)	(1)	(9)
Finance and other expense (income)	$ 1	$ (3)	$ (2)	$ (13)
Interest expense on debt and debentures	$ 8	$ 7	$ 23	$ 18
Interest expense on lease obligations	2	-	5	-
Amortization of debt related transaction costs	0	0	1	1
Amortization of debenture discount (premium) and associated rights offering, net	(1)	(1)	(3)	(3)
Other finance costs	2	1	3	2
Finance costs	$ 11	$ 8	$ 29	$ 18

15. Earnings per share

Basic and diluted earnings per share

	Three months ended September 30, 2019	Three months ended September 30, 2018	Nine months ended September 30, 2019	Nine months ended September 30, 2018
Numerator:				
Net income	$ 82	$ 66	$ 241	$ 200
Denominator:				
Basic and diluted shares outstanding	21,191,530	21,191,530	21,191,530	21,191,530
Earnings per share				
Basic and diluted	$ 3.85	$ 3.10	$ 11.39	$ 9.45

16. Financial instruments

Fair values versus carrying amounts

The carrying values of cash, accounts receivable, accounts payable, accrued liabilities, dividends payable, income taxes payable, and the majority of acquisition holdbacks, approximate their fair values due to the short-term nature of these instruments. Bank debt, the CSI Facility and debt without recourse to CSI is subject to market interest rates.

Fair value hierarchy

The table below analyzes financial instruments carried at fair value, by valuation method.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

- level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- level 2 inputs are inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly (i.e. prices) or indirectly (i.e. derived from prices); and
- level 3 inputs are inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

In the table below, the Company has segregated all financial assets and liabilities that are measured at fair value into the most appropriate level within the fair value hierarchy based on the inputs used to determine the fair value at the measurement date.

Financial assets and financial liabilities measured at fair value as at September 30, 2019 and December 31, 2018 in the condensed consolidated interim financial statements are summarized below. The Company has no additional financial liabilities measured at fair value after initial recognition other than those recognized in connection with business combinations.

	September 30, 2019				December 31, 2018			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Assets:								
Equity securities held for trading	$ 8	$ -	$ -	$ 8	$ -	$ -	$ -	$ -
	8	**-**	**-**	**8**	**-**	**-**	**-**	**-**
Liabilities:								
Contingent consideration	$ -	$ -	$ 61	$ 61	$ -	$ -	$ 19	$ 19
	-	**-**	**61**	**61**	**-**	**-**	**19**	**19**

There were no transfers of fair value measurement between level 1, 2 and 3 of the fair value hierarchy in the periods ended September 30, 2019 and December 31, 2018.

The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in level 3 of the fair value hierarchy.

Balance at January 1, 2019	$ 19
Increase from business acquisitions	38
Cash recoveries (payments)	(4)
Charges through profit or loss	9
Foreign exchange and other movements	(1)
Balance at September 30, 2019	61
Contingent consideration classified as current liabilities	20
Contingent consideration classified as other non-current liabilities	40

Estimates of the fair value of contingent consideration are performed by the Company on a quarterly basis. Key unobservable inputs include revenue/profitability growth rates and the discount rates applied (8% to 11%). The estimated fair value increases as the annual revenue/profitability growth rate increases and as the discount rate decreases and vice versa.

17. Operating segments

Segment information is presented in respect of the Company's business. The accounting policies of the segments are the same as those described in the significant accounting policies section of these condensed consolidated interim financial statements.

Reportable segments

The Company has six operating segments, referred to as Operating Groups by the Company, being Volaris, Harris, TSS, Jonas, Perseus, and Vela. The operating segments are aggregated into two reportable segments in accordance with IFRS 8 Operating Segments. The Company's Public Sector segment develops and distributes software solutions primarily to government and government-related customers. The Company's Private Sector segment develops and distributes software solutions primarily to commercial customers.

The Operating Groups exhibit similar economic characteristics (such as gross and earnings before income tax and amortization ("EBITA") margins) and are substantially similar in relation to the nature of products and services, the nature of production processes, and the methods used to distribute product; however, the determination that the Company has two reportable segments is based primarily on the assessment that differences in economic cycles and procedures for securing contracts between our governmental clients and commercial, or private sector clients, are significant, thus warranting distinct segmented disclosures. Volaris, Harris and TSS have been aggregated into the Public Sector segment. Jonas, Perseus and Vela have been aggregated into the Private Sector segment.

Intercompany expenses (income) primarily represent Constellation head office management fees and intercompany interest charged on related borrowings to the reportable segments.

CONSTELLATION SOFTWARE INC.

Notes to Condensed Consolidated Interim Financial Statements
(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)
(Due to rounding, numbers presented may not foot.)
Three and nine months ended September 30, 2019 and 2018
(Unaudited)

Three months ended September 30, 2019	Public Sector	Private Sector	Other	Consolidated Total
Revenue				
License	$ 32	$ 19	$ -	$ 51
Professional services	127	36	-	164
Hardware and other	37	8	-	45
Maintenance and other recurring	387	223	-	609
	584	286	-	870
Expenses				
Staff	292	143	(1)	434
Hardware	20	5	-	25
Third party licenses, maintenance and professional services	47	29	-	75
Occupancy	5	3	0	9
Travel, telecommunications, supplies, software and equipment	36	13	0	50
Professional fees	9	3	0	12
Other, net	10	7	0	18
Depreciation	16	7	0	23
Amortization of intangible assets	58	26	-	84
	494	236	1	730
Foreign exchange (gain) loss	1	(1)	6	6
TSS membership liability revaluation charge	12	-	-	12
Finance and other expense (income)	(0)	(0)	1	1
Bargain purchase (gain)	(7)	(0)	-	(7)
Finance costs	6	1	4	11
Inter-company expenses (income)	8	3	(10)	-
	18	3	1	22
Income before income taxes	72	47	(2)	117
Current income tax expense (recovery)	27	17	(0)	44
Deferred income tax expense (recovery)	(6)	(5)	3	(8)
Income tax expense (recovery)	21	12	2	36
Net income	51	35	(4)	82

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

Nine months ended September 30, 2019	Public Sector	Private Sector	Other	Consolidated Total
Revenue				
License	$ 102	$ 63	$ -	$ 165
Professional services	375	111	-	485
Hardware and other	101	21	-	122
Maintenance and other recurring	1,119	642	-	1,762
	1,697	837	-	2,534
Expenses				
Staff	889	426	2	1,316
Hardware	55	13	-	68
Third party licenses, maintenance and professional services	134	84	-	218
Occupancy	16	10	0	26
Travel, telecommunications, supplies, software and equipment	103	39	1	143
Professional fees	24	9	1	34
Other, net	28	25	0	53
Depreciation	45	20	1	65
Amortization of intangible assets	161	73	-	234
	1,455	698	5	2,158
Foreign exchange (gain) loss	4	4	12	20
TSS membership liability revaluation charge	30	-	-	30
Finance and other expense (income)	(0)	(1)	(1)	(2)
Bargain purchase (gain)	(35)	(0)	-	(36)
Finance costs	15	3	12	29
Intercompany expenses (income)	17	9	(26)	-
	29	15	(3)	41
Income before income taxes	213	124	(3)	335
Current income tax expense (recovery)	79	41	1	121
Deferred income tax expense (recovery)	(24)	(8)	4	(28)
Income tax expense (recovery)	55	33	5	94
Net income	$ 158	$ 91	$ (8)	$ 241

CONSTELLATION SOFTWARE INC.

Notes to Condensed Consolidated Interim Financial Statements
(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)
(Due to rounding, numbers presented may not foot.)
Three and nine months ended September 30, 2019 and 2018
(Unaudited)

Three months ended September 30, 2018	Public Sector	Private Sector	Other	Consolidated Total
Revenue				
License	$ 31	$ 18	$ -	$ 49
Professional services	114	34	-	148
Hardware and other	33	8	-	40
Maintenance and other recurring	328	194	-	521
	506	254	-	759
Expenses				
Staff	253	130	0	384
Hardware	18	5	-	22
Third party licenses, maintenance and professional services	40	26	-	66
Occupancy	12	7	0	19
Travel, telecommunications, supplies, software and equipment	32	12	0	44
Professional fees	6	2	0	9
Other, net	4	7	0	11
Depreciation	5	2	0	7
Amortization of intangible assets	47	23	-	70
	418	214	1	633
Foreign exchange (gain) loss	2	1	5	8
TSS membership liability revaluation charge	17	-	-	17
Finance and other expense (income)	(1)	(0)	(2)	(3)
Bargain purchase (gain)	-	(1)	-	(1)
Finance costs	3	0	4	8
Inter-company expenses (income)	5	3	(8)	-
	26	4	(0)	30
Income before income taxes	62	35	(1)	97
Current income tax expense (recovery)	19	12	0	32
Deferred income tax expense (recovery)	(2)	(1)	2	(1)
Income tax expense (recovery)	17	11	3	31
Net income	45	24	(3)	66

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

Nine months ended September 30, 2018	Public Sector	Private Sector	Other	Consolidated Total
Revenue				
License	$ 88	$ 53	$ -	$ 141
Professional services	339	104	-	443
Hardware and other	95	21	-	116
Maintenance and other recurring	969	560	-	1,529
	1,492	738	-	2,230
Expenses				
Staff	774	386	3	1,163
Hardware	51	13	-	64
Third party licenses, maintenance and professional services	119	75	-	194
Occupancy	37	21	0	58
Travel, telecommunications, supplies, software and equipment	94	36	0	131
Professional fees	20	7	1	28
Other, net	16	23	1	40
Depreciation	15	5	0	20
Amortization of intangible assets	140	69	-	209
	1,267	635	6	1,908
Foreign exchange (gain) loss	3	(0)	1	3
TSS membership liability revaluation charge	38	-	-	38
Finance and other expense (income)	(10)	(0)	(3)	(13)
Bargain purchase (gain)	(0)	(1)	-	(1)
Finance costs	5	1	12	18
Intercompany expenses (income)	15	10	(25)	-
	51	9	(15)	45
Income before income taxes	174	94	10	277
Current income tax expense (recovery)	57	35	1	93
Deferred income tax expense (recovery)	(8)	(8)	(0)	(16)
Income tax expense (recovery)	49	27	1	77
Net income	125	67	9	200

18. Contingencies

In the normal course of operations, the Company is subject to litigation and claims from time to time. The Company may also be subject to lawsuits, investigations and other claims, including environmental, labour, income and sales tax, product, customer disputes and other matters. Management believes that adequate provisions have been recorded in the accounts where required. Although it is not always possible to estimate the extent of potential costs, if any, management believes that the ultimate resolution of such contingencies will not have a material adverse impact on the results of operations, financial position or liquidity of the Company.

19. Changes in non-cash operating assets and liabilities

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
Decrease (increase) in current accounts receivable	$ 3	$ 7	$ 21	$ 59
Decrease (increase) in current unbilled revenue	1	(2)	(21)	(8)
Decrease (increase) in other current assets	4	1	(26)	(16)
Decrease (increase) in inventories	2	(2)	(8)	(8)
Decrease (increase) in other non-current assets	(7)	(2)	(7)	1
Increase (decrease) in other non-current liabilities	1	(4)	(5)	(11)
Increase (decrease) in current accounts payable and accrued liabilities, excluding holdbacks from acquisitions	19	29	(60)	(52)
Increase (decrease) in current deferred revenue	(58)	(53)	57	58
Increase (decrease) in current provisions	(4)	(1)	5	(5)
Change in non-cash operating working capital	$ (37)	$ (27)	$ (44)	$ 19

20. Subsequent events

On October 31, 2019 the Company declared a $1.00 per share dividend that is payable on January 8, 2020 to all common shareholders of record at close of business on December 16, 2019.

Subsequent to September 30, 2019, the Company completed or entered into agreements to acquire a number of businesses for aggregate cash consideration of $56 on closing plus cash holdbacks of $23 and contingent consideration with an estimated fair value of $1 for total consideration of $79. The business acquisitions include companies catering primarily to the parking, catering, automotive, healthcare, project management, retail management and distribution, marinas, hospitality, oil and gas, not-for-profit organizations, and aerospace verticals and are all software companies similar to the existing business of the Company.

21. Comparative information

Constellation has presented these condensed consolidated interim financial statements in millions of dollars. Prior year figures and information have been adjusted to conform to the current year presentation in millions of dollars and certain amounts presented in previous years may not agree to the current year presentation as a result of rounding. Furthermore, due to rounding, numbers presented may not foot.

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

22. Explanation of adoption of IFRS 16

The Company adopted IFRS 16 using the modified retrospective approach and accordingly the information presented for 2018 has not been restated. It remains as previously reported under IAS 17 and related interpretations. On initial application, the Company has elected to record right-of-use assets based on the corresponding lease liability, adjusted by the amount of any prepaid or accrued lease payments. Right-of-use assets and lease obligations of $216 were recorded as of January 1, 2019, with no net impact on retained earnings. When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at January 1, 2019. The weighted-average rate applied is approximately 3%. The Company has elected to apply the practical expedient to account for leases for which the lease term ends within 12 months of the date of initial application as short-term leases. The Company has elected to apply the practical expedient to grandfather the assessment of which transactions are leases on the date of initial application, as previously assessed under IAS 17 and IFRIC 4. The Company applied the definition of a lease under IFRS 16 to contracts entered into or changed on or after January 1, 2019.

The following table reconciles the Company's operating lease obligations at December 31, 2018, as previously disclosed in the Company's consolidated financial statements, to the lease obligations recognized on initial application of IFRS 16 at January 1, 2019.

Aggregate lease commitments as disclosed at December 31, 2018	$	274
Less: Recognition exemption short-term leases (leases that expire on or prior to December 31, 2019)		(11)
Less: Recognition exemption for low-value leases		(1)
Add: Extension options reasonably certain to be exercised		13
Less: Non-lease component of contractual arrangement that has been split out and excluded from the IFRS 16 opening adjustment		(31)
Less: Foreign exchange and other adjustments		(7)
Adjusted lease commitments		237
Less: Impact of present value		(21)
Opening IFRS 16 lease liability as at January 1, 2019		216

The following tables summarizes the impacts of adopting IFRS 16 on the Company's condensed consolidated interim statement of income for the three and nine months ended September 30, 2019:

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

	Three months ended September 30, 2019 As reported	Adjustments	Three months ended September 30, 2019 Without adoption of IFRS 16
Revenue			
License	$ 51	$ -	$ 51
Professional services	164	-	164
Hardware and other	45	-	45
Maintenance and other recurring	609	-	609
	870	-	870
Expenses			
Staff	434	1	435
Hardware	25	0	25
Third party license, maintenance and professional services	75	0	75
Occupancy	9	13	22
Travel, telecomunications, supplies, software and equipment	50	2	51
Professional fees	12	-	12
Other, net	18	(0)	18
Depreciation	23	(15)	8
Amortization of intangible assets	84	-	84
	730	1	731
Foreign exchange loss (gain)	6	(0)	6
TSS membership liability revaluation charge	12	-	12
Finance and other expense (income)	1	-	1
Bargain purchase gain	(7)	-	(7)
Finance costs	11	(2)	9
	22	(2)	20
Income before income taxes	117	1	118
Current income tax expense (recovery)	44	-	44
Deferred income tax expense (recovery)	(8)	0	(8)
Income tax expense (recovery)	36	0	36
Net income	82	$ 1	$ 83
Earnings per share			
Basic and diluted	$ 3.85	$ 0.04	$ 3.89

(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)

	Nine months ended September 30, 2019 As reported	Adjustments	Nine months ended September 30, 2019 Without adoption of IFRS 16
Revenue			
License	$ 165	$ -	$ 165
Professional services	485	-	485
Hardware and other	122	-	122
Maintenance and other recurring	1,762	-	1,762
	2,534	-	2,534
Expenses			
Staff	1,316	3	1,319
Hardware	68	0	69
Third party license, maintenance and professional services	218	0	218
Occupancy	26	37	63
Travel, telecomunications, supplies, software and equipment	143	4	147
Professional fees	34	-	34
Other, net	53	(0)	53
Depreciation	65	(42)	23
Amortization of intangible assets	234	-	234
	2,158	2	2,160
Foreign exchange loss (gain)	20	(1)	20
TSS membership liability revaluation charge	30	-	30
Finance and other expense (income)	(2)	-	(2)
Bargain purchase gain	(36)	-	(36)
Finance costs	29	(5)	24
	41	(6)	35
Income before income taxes	335	4	339
Current income tax expense (recovery)	121	0	121
Deferred income tax expense (recovery)	(28)	1	(27)
Income tax expense (recovery)	94	1	95
Net income	241	$ 3	$ 244
Earnings per share			
Basic and diluted	$ 11.39	$ 0.13	$ 11.52

As a result of adopting IFRS 16, lease payments (comprised of principal and interest payments on lease obligations) are now classified as financing cash flows instead of operating cash flows. The following table summarizes the impacts of adopting IFRS 16 on the Company's condensed consolidated interim statement of cash flow for the three and nine months ended September 30, 2019.

CONSTELLATION SOFTWARE INC.

Notes to Condensed Consolidated Interim Financial Statements
(In millions of U.S. dollars, except per share amounts and as otherwise indicated.)
(Due to rounding, numbers presented may not foot.)
Three and nine months ended September 30, 2019 and 2018
(Unaudited)

	Three months ended September 30, 2019	Adjustments	Three months ended September 30, 2019 Without adoption of IFRS 16
Net cash flows from operating activities	177	(14)	$ 163
Net cash flows from (used in) in financing activities	79	14	93

	Nine months ended September 30, 2019	Adjustments	Nine months ended September 30 Without adoption of IFRS 16
Net cash flows from operating activities	512	(40)	$ 472
Net cash flows from (used in) in financing activities	(481)	40	(441)