

Unaudited Financial Statements of

CYMBRIA CORPORATION

Three months and six months ended June 30, 2019

CYMBRIA®

CYMBRIA CORPORATION

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited condensed interim Financial Statements have been prepared by the Manager, EdgePoint Investment Group Inc., on behalf of Cymbria Corporation ("Cymbria"). Management is responsible for the information and representations contained in these Financial Statements.

Management has maintained appropriate processes to ensure that relevant and reliable financial information is produced. The unaudited condensed interim Financial Statements have been prepared in accordance with International Financial Reporting Standards and include certain amounts based on estimates and assumptions. The significant accounting policies that management believes are appropriate for Cymbria are described in Note 3 to the unaudited condensed interim Financial Statements.

The Board of Directors is responsible for reviewing and approving Cymbria's unaudited condensed interim Financial Statements, overseeing management's performance of its financial reporting responsibilities and engaging the independent auditors. The Board of Directors is composed of three members who are independent of management. For all share classes of Cymbria, the unaudited condensed interim Financial Statements have been reviewed and approved by the Board of Directors.



Patrick Farmer
Chairman
August 8, 2019



Norman Tang
Chief Financial Officer
August 8, 2019

NOTICE TO SHAREHOLDERS

Cymbria's Board of Directors, appoints independent auditors to audit Cymbria's annual Financial Statements. Under Canadian securities laws (National Instrument 51-102), if an auditor has not reviewed the interim Financial Statements, this must be disclosed in an accompanying notice.

Cymbria's independent auditor has not performed a review of these condensed interim Financial Statements in accordance with the standards established by the Chartered Professional Accountants of Canada.

CYMBRIA CORPORATION

Statements of Financial Position (Unaudited)
(in '000s except per share amounts and number of shares)
As at June 30, 2019 and December 31, 2018

| | June 30, 2019 | December 31, 2018 (Audited) |
|--|---------------------|-----------------------------------|
| Assets | | |
| Investments | \$ 878,541 | \$ 827,789 |
| EdgePoint Wealth Management Inc. | 248,381 | 224,121 |
| Foreign exchange forward contracts | 1,148 | – |
| Total financial assets at fair value through profit or loss* | 1,128,070 | 1,051,910 |
| Cash and cash equivalents | 88,212 | 20,325 |
| Receivable for investments sold | 1,049 | 116 |
| Dividends receivable | 940 | 530 |
| Interest receivable | 42 | – |
| Income tax recovery | 4,323 | – |
| Total Assets | \$ 1,222,636 | \$ 1,072,881 |
| Liabilities | | |
| Accrued liabilities | \$ 39 | \$ 75 |
| Payable for investments purchased | 16,843 | 427 |
| Foreign exchange forward contracts | 245 | 3,769 |
| Credit facility (Note 9) | 6,000 | – |
| Income taxes payable | – | 2,590 |
| Total current liabilities | 23,127 | 6,861 |
| Deferred share unit plan liability (Note 7) | 998 | 940 |
| Deferred income tax liability | 39,797 | 27,803 |
| Total Liabilities | \$ 63,922 | \$ 35,604 |
| Shareholders' equity | | |
| Share capital (Note 5) | \$ 220,034 | \$ 220,034 |
| Retained earnings (Note 6) | 938,680 | 817,243 |
| Total Shareholders' equity | \$ 1,158,714 | \$ 1,037,277 |
| Shareholders' equity | | |
| Common stock | \$ – | \$ – |
| Class A | 772,706 | 682,289 |
| Class J | 386,008 | 354,988 |
| Number of shares outstanding (Note 5) | | |
| Class A | 15,660,292 | 15,438,357 |
| Class J | 7,080,482 | 7,281,482 |
| Total shareholder's equity per share | | |
| Class A | \$ 49.34 | \$ 44.19 |
| Class J | \$ 54.52 | \$ 48.75 |

*Cost of investments is reflected in the *Schedule of Investment Portfolio*.

The accompanying notes are an integral part of these interim Financial Statements.

ON BEHALF OF THE BOARD:


Reena Carter, Director


James MacDonald, Director

CYMBRIA CORPORATION

Statements of Comprehensive Income (Unaudited)
(in '000s except per share amounts)
Three months and six months ended June 30, 2019 and 2018

| | Three months ended June 30, | | Six months ended June 30, | |
|--|------------------------------------|------------------|----------------------------------|------------------|
| | 2019 | 2018 | 2019 | 2018 |
| Income | | | | |
| Dividends from EdgePoint Wealth Management Inc. | \$ 5,175 | \$ 6,825 | \$ 9,522 | \$ 6,825 |
| Dividends | 11,083 | 3,420 | 15,609 | 6,529 |
| Interest for distribution purposes | 308 | 96 | 585 | 248 |
| Foreign currency gain (loss) on cash and other net assets | (83) | 176 | (145) | 179 |
| Other net changes in fair value of financial assets and financial liabilities at fair value through profit or loss: | | | | |
| Net realized gain (loss) on investments | 10,747 | 31,807 | 28,605 | 77,353 |
| Net realized gain (loss) on foreign exchange forward contracts | 709 | (1,045) | (1,591) | (1,392) |
| Change in unrealized appreciation (depreciation) on investments | 27,039 | 15,825 | 85,968 | 6,271 |
| Change in unrealized appreciation (depreciation) on foreign exchange forward contracts | 467 | 120 | 4,672 | (596) |
| Total Income | \$ 55,445 | \$ 57,224 | \$ 143,225 | \$ 95,417 |
| Expenses (Note 8) | | | | |
| Management fees | \$ 1,918 | \$ 1,857 | \$ 3,704 | \$ 3,633 |
| Net Withholding tax | 355 | 540 | 812 | 935 |
| Operating expenses | 412 | 393 | 735 | 804 |
| Harmonized Sales Tax | 324 | 313 | 611 | 613 |
| Interest expense (Note 9) | 151 | 85 | 273 | 167 |
| Investment and portfolio maintenance | 162 | 161 | 262 | 278 |
| Transaction costs | 124 | 136 | 196 | 320 |
| Total Expenses | \$ 3,446 | \$ 3,485 | \$ 6,593 | \$ 6,750 |
| Profit for the period before taxes | \$ 51,999 | \$ 53,739 | \$ 136,632 | \$ 88,667 |
| Income taxes (recovery) | | | | |
| Current | \$ 1,207 | \$ 3,664 | \$ 3,201 | \$ 9,326 |
| Deferred | 3,629 | 2,081 | 11,994 | 703 |
| Total Income taxes | \$ 4,836 | \$ 5,745 | \$ 15,195 | \$ 10,029 |
| Net income | \$ 47,163 | \$ 47,994 | \$ 121,437 | \$ 78,638 |
| Net income, by class | | | | |
| Class A | \$ 30,856 | \$ 29,521 | \$ 79,386 | \$ 48,237 |
| Class J | \$ 16,307 | \$ 18,473 | \$ 42,051 | \$ 30,401 |
| Net income, per share | | | | |
| Class A | \$ 1.98 | \$ 2.03 | \$ 5.11 | \$ 3.33 |
| Class J | \$ 2.29 | \$ 2.27 | \$ 5.84 | \$ 3.74 |

The accompanying notes are an integral part of these interim Financial Statements.

CYMBRIA CORPORATION*Statements of Changes in Equity (Unaudited)**(in '000s)**Six months ended June 30, 2019 and 2018*

| | 2019 | 2018 |
|--|-------------|-------------|
| Class A: | | |
| Shareholders' equity, beginning of the period | \$ 682,289 | \$ 627,136 |
| Net income, by class | 79,386 | 48,237 |
| Capital transactions: | | |
| Class J to Class A share exchanges | 2,083 | 2,457 |
| Cumulative surplus on Class J to Class A share exchanges | (73) | (79) |
| Surplus | 9,021 | 10,180 |
| | 90,417 | 60,795 |
| Shareholders' equity, end of the period | \$ 772,706 | \$ 687,931 |

Class J:

| | | |
|---|------------|------------|
| Shareholders' equity, beginning of the period | \$ 354,988 | \$ 388,397 |
| Net income, by class | 42,051 | 30,401 |
| Capital transactions: | | |
| Class J to Class A share exchanges | (2,010) | (2,378) |
| Surplus | (9,021) | (10,180) |
| | 31,020 | 17,843 |
| Shareholders' equity, end of the period | \$ 386,008 | \$ 406,240 |

The accompanying notes are an integral part of these interim Financial Statements.

CYMBRIA CORPORATION

Statements of Cash Flows (Unaudited)
(in '000s)
Six months ended June 30, 2019 and 2018

| | 2019 | 2018 |
|--|------------------|--------------------|
| Cash Flow from Operating Activities | | |
| Net income | \$ 121,437 | \$ 78,638 |
| Adjustments for: | | |
| Foreign currency (gain) loss on cash and other net assets | 145 | (179) |
| Net realized (gain) loss on investments | (28,605) | (77,353) |
| Net realized (gain) loss on foreign exchange forward contracts | 1,591 | 1,392 |
| Change in unrealized (appreciation) depreciation on investments and EdgePoint Wealth Management Inc. | (85,968) | (6,271) |
| Change in unrealized (appreciation) depreciation on foreign exchange forward contracts | (4,672) | 596 |
| (Increase) decrease in dividends receivable | (410) | (743) |
| (Increase) decrease in interest receivable | (42) | - |
| Increase (decrease) in accrued liabilities and other payables | (6,891) | 1,171 |
| Increase (decrease) in deferred income tax liability | 11,994 | 703 |
| Purchase of investments | (93,744) | (224,253) |
| Proceeds from sales of investments | 147,197 | 197,956 |
| Net Cash Generated (Used) by Operating Activities | \$ 62,032 | \$ (28,343) |
| Cash Flow from Financing Activities | | |
| Issuance of credit facility, net of repayments | 6,000 | - |
| Net Cash Generated (Used) by Financing Activities | \$ 6,000 | \$ - |
| Net increase (decrease) in cash and cash equivalents | \$ 68,032 | \$ (28,343) |
| Foreign currency gain (loss) on cash and other net assets | (145) | 179 |
| Cash and cash equivalents, beginning of the period | 20,325 | 68,223 |
| Cash and cash equivalents, end of the period | \$ 88,212 | \$ 40,059 |
| Cash and cash equivalents comprise: | | |
| Cash at bank | \$ 88,212 | \$ 40,059 |
| | \$ 88,212 | \$ 40,059 |
| Interest received, net of withholding tax | \$ 543 | \$ 248 |
| Dividends received, net of withholding tax | \$ 23,909 | \$ 11,676 |
| Interest paid | \$ (197) | \$ (179) |
| Income taxes paid | \$ (1,468) | \$ (8,280) |

The accompanying notes are an integral part of these interim Financial Statements.

| Number of shares/units | Security | Average cost | Fair value | % of shareholders' equity |
|-------------------------------|--|--------------|------------|---------------------------|
| Equities | | | | |
| Banks | | | | |
| 614,715 | Wells Fargo & Co. | \$ 32,951 | \$ 38,093 | 3.29% |
| | | 32,951 | 38,093 | 3.29% |
| Communication Services | | | | |
| 5,045,682 | Bharti Infratel Ltd. | 29,948 | 25,563 | 2.20% |
| | | 29,948 | 25,563 | 2.20% |
| Consumer Discretionary | | | | |
| 1,112,834 | Subaru Corp. | 46,462 | 35,400 | 3.05% |
| | Other | 78,864 | 73,914 | 6.38% |
| | | 125,326 | 109,314 | 9.43% |
| Consumer Staples | | | | |
| 523,941 | Shiseido Co., Ltd. | 15,744 | 51,682 | 4.46% |
| | Other | 14,244 | 9,633 | 0.83% |
| | | 29,988 | 61,315 | 5.29% |
| Diversified Financials | | | | |
| 279,585 | EdgePoint Wealth Management Inc. | 510 | 248,381 | 21.44% |
| 75 | Berkshire Hathaway Inc., Class A | 23,368 | 31,267 | 2.70% |
| 202,962 | Affiliated Managers Group, Inc. | 36,469 | 24,490 | 2.11% |
| | Other | 6,428 | 9,992 | 0.86% |
| | | 66,775 | 314,130 | 27.11% |
| Energy | | | | |
| | Other | 41,376 | 27,527 | 2.37% |
| | | 41,376 | 27,527 | 2.37% |
| Health Care | | | | |
| 1,068,200 | Swedish Orphan Biovitrum AB | 24,764 | 26,942 | 2.33% |
| | Other | 31,000 | 35,498 | 3.06% |
| | | 55,764 | 62,440 | 5.39% |
| Industrials | | | | |
| 640,504 | Flowserve Corp. | 37,773 | 44,195 | 3.81% |
| 404,626 | CSX Corp. | 26,540 | 40,997 | 3.54% |
| 213,687 | The Middleby Corp. | 32,552 | 37,973 | 3.28% |
| 1,074,343 | Kubota Corp. | 20,860 | 23,397 | 2.02% |
| | Other | 42,302 | 45,677 | 3.94% |
| | | 160,027 | 192,239 | 16.59% |
| Information Technology | | | | |
| 289,690 | TE Connectivity Ltd. | 24,161 | 36,335 | 3.14% |
| 155,177 | Fidelity National Information Services, Inc. | 22,010 | 24,930 | 2.15% |
| | Other | 40,788 | 50,125 | 4.32% |
| | | 86,959 | 111,390 | 9.61% |
| Insurance | | | | |
| | Other | 57,749 | 52,407 | 4.53% |
| | | 57,749 | 52,407 | 4.53% |
| Materials | | | | |
| 331,428 | Crown Holdings Inc. | 20,309 | 26,519 | 2.28% |
| | Other | 49,109 | 49,085 | 4.24% |
| | | 69,418 | 75,604 | 6.52% |

CYMBRIA CORPORATION

Schedule of Investment Portfolio (Unaudited)
 (in '000s except number of shares/units)
 As at June 30, 2019

| Number of shares/units | Security | Average cost | Fair value | % of shareholders' equity |
|------------------------|--|--------------|--------------|---------------------------|
| | Real Estate | | | |
| | <i>Other</i> | \$ 60,746 | \$ 48,599 | 4.20% |
| | | 60,746 | 48,599 | 4.20% |
| | Total Equities | \$ 817,027 | \$ 1,118,621 | 96.53% |
| | Fixed Income | | | |
| | <i>Other</i> | 7,169 | 7,169 | 0.62% |
| | Total Fixed Income | \$ 7,169 | \$ 7,169 | 0.62% |
| | Foreign exchange forward contracts | \$ | 903 | 0.08% |
| | Options | 2,140 | 1,132 | 0.10% |
| | Adjustment for transaction costs | (860) | | |
| | Total financial assets and liabilities at fair value through profit or loss | \$ 825,476 | \$ 1,127,825 | 97.33% |

1. The Corporation:

Cymbria Corporation (“Cymbria”) is an investment company incorporated on September 4, 2008, under the laws of the Province of Ontario. It commenced operations and was listed on the Toronto Stock Exchange on November 4, 2008. EdgePoint Investment Group Inc. (the “Manager”) provides senior management to Cymbria and is also its Investment Advisor.

The registered office of Cymbria is located at 150 Bloor St. W., Suite 500, Toronto, Ontario, M5S 2X9, Canada.

The investment objective of Cymbria is to provide long-term capital appreciation through a concentrated portfolio of global companies and an investment in EdgePoint Wealth Management Inc. (“EdgePoint”), which offers mutual funds, institutional and other investments through financial advisors. The portfolio management team looks for global companies that it believes have strong competitive positions, long-term growth prospects and are run by competent management teams. The portfolio management team endeavours to acquire ownership stakes in these companies at prices below its assessment of each company’s true value.

2. Basis of preparation:

These unaudited condensed interim financial statements of Cymbria have been prepared in compliance with International Accounting Standard 34, *Interim Financial Reporting*, using accounting policies consistent with International Financial Reporting Standards (“IFRS”). Accordingly, certain information and footnote disclosures normally included in annual financial statements prepared in accordance with IFRS have been omitted or condensed.

These unaudited condensed interim financial statements were authorized for issue by the Board of Directors on August 8, 2019.

3. Significant accounting policies:

The accounting policies applied by Cymbria in these condensed interim financial statements are the same as those applied by Cymbria in its financial statements for the year ended December 31, 2018, which were prepared in accordance with IFRS. Cymbria has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

4. Critical accounting estimates and judgments:

In the preparation of these condensed interim financial statements, the Manager has made judgments, estimates and assumptions that affect the application of Cymbria’s accounting policies and the reported amounts of assets, liabilities, income and expenses. There have been no changes in the critical accounting estimates and judgments which were set out in detail in Note 4 of Cymbria’s financial statements for the year ended December 31, 2018.

5. Share capital:

Cymbria has authorized an unlimited number of common shares, an unlimited number of Class A non-voting, non-redeemable shares and an unlimited number of Class J non-voting, non-redeemable shares. Share capital activity for the periods ended June 30, 2019 and 2018 are as follows:

| June 30, 2019 | Number of shares | Amount ('000s) |
|--|------------------|-------------------|
| Common shares outstanding, June 30, 2019 | 100 | —* |
| Class A shares issued: | | |
| Shares outstanding, January 1, 2019 | 15,438,357 | \$ 147,219 |
| Class A shares issued in exchange for Class J shares | 221,935 | 2,083 |
| Contributed surplus | | (73) |
| Class A shares outstanding, June 30, 2019 | 15,660,292 | \$ 149,229 |
| Class J shares issued: | | |
| Shares outstanding, January 1, 2019 | 7,281,482 | \$ 72,815 |
| Class J shares exchanged for Class A shares | (201,000) | (2,010) |
| Class J shares outstanding, June 30, 2019 | 7,080,482 | \$ 70,805 |
| Total | | \$ 220,034 |

*Amount of common shares outstanding is \$100.

| June 30, 2018 | Number of shares | Amount ('000s) |
|--|------------------|-------------------|
| Common shares outstanding, June 30, 2018 | 100 | —* |
| Class A shares issued: | | |
| Shares outstanding, January 1, 2018 | 14,474,051 | \$ 138,470 |
| Class A shares issued in exchange for Class J shares | 261,780 | 2,457 |
| Contributed surplus | | (79) |
| Class A shares outstanding, June 30, 2018 | 14,735,831 | \$ 140,848 |
| Class J shares issued: | | |
| Shares outstanding, January 1, 2018 | 8,156,427 | \$ 81,564 |
| Class J shares exchanged for Class A shares | (237,750) | (2,378) |
| Class J shares outstanding, June 30, 2018 | 7,918,677 | \$ 79,186 |
| Total | | \$ 220,034 |

*Amount of common shares outstanding is \$100.

6. Retained earnings:

The changes in retained earnings for the six months ended June 30, 2019 and 2018 are as follows:

| | | June 30, 2019 ('000s) | | June 30, 2018 ('000s) |
|---------------------------|----|-----------------------------|----|-----------------------------|
| Opening retained earnings | \$ | 817,243 | \$ | 795,499 |
| Net income | | 121,437 | | 78,638 |
| Closing retained earnings | \$ | 938,680 | \$ | \$874,137 |

7. Deferred share unit plan:

In 2009, Cymbria implemented a Deferred Share Unit (“DSU”) plan that gives directors the option to receive all of their Cymbria-related compensation in the form of DSUs. The number of DSUs awarded is based on the fair market value, as defined by the plan, of Class A shares on the award date. DSUs earn additional DSUs related to dividends that would otherwise have been paid if Class A shares had been issued on the grant date. The number of DSUs issued in regard to dividends is based on the fair market value of Class A shares, as defined in the plan, on the date dividends are paid. Upon redemption of DSUs, participants can elect to receive either a cash payment equal to the fair market value, as defined in the plan, of DSUs credited to the participant’s account, or the equivalent number of Class A shares purchased in the open market on the participant’s behalf. The plan is considered unfunded and participants’ rights are no greater than those of an unsecured Cymbria creditor.

The following table summarizes DSU activity for the six months ended June 30, 2019 and the year ended December 31, 2018:

| June 30, 2019 | Units | Amount ('000s) |
|--|--------|-------------------|
| Opening Deferred Share Units, January 1, 2019 | 16,379 | \$ 940 |
| Granted during 2019 (Fair value on grant date) | 916 | 51 |
| Cumulative fair value adjustments during the period | | 5 |
| Balance, June 30, 2019 | 17,295 | \$ 967 |

| December 31, 2018 | Units | Amount ('000s) |
|--|--------|-------------------|
| Opening Deferred Share Units, January 1, 2018 | 14,609 | \$ 756 |
| Granted during 2018 (Fair value on grant date) | 1,770 | 103 |
| Cumulative fair value adjustments during the year | | 81 |
| Balance, December 31, 2018 | 16,379 | \$ 940 |

A maximum of 1,000,000 DSUs may be awarded under the plan, with the maximum value of DSUs awarded to participants within any one-year period not to exceed \$100,000 per participant.

8. Related party transactions:

a) Management fees

The Manager charges a monthly management fee at an annual rate of 1% of the daily average net asset value of Class A shares, excluding EdgePoint’s value. During the six months ended June 30, 2019, the effective management fee charged on Class A shares was approximately 0.80% per annum.

The Manager charges Class J shareholders a monthly management fee at an annual rate of 0.5% of the daily average net asset value of Class J shares, excluding EdgePoint’s value. During the six months ended June 30, 2019, the effective management fee charged on Class J shares was approximately 0.40% per annum.

The total management fee for the six months ended June 30, 2019 amounted to \$3.7 million (June 30, 2019: \$3.6 million), with nil in outstanding accrued fees due to the Manager at June 30, 2019 (December 31, 2018: nil).

b) Operating expenses

Cymbria is also responsible for various expenses relating to its operations. These expenses may include, but are not limited to: taxes (including income, capital and harmonized sales taxes), accounting, legal and audit fees, Board of Directors’ fees and expenses, custodial fees, portfolio transaction costs, registrar and transfer agency fees, regulatory costs, shareholder reporting, investment advisor expenses incurred in connection with its duties as Investment Advisor and all administration expenses incurred by the Manager for its duties as Manager, excluding any salaries to the Manager’s principal shareholders, and all general operating expenses that could include allocated salaries, overhead and other costs directly related to Cymbria’s operations and incurred by the Manager. For the six months ended June 30, 2019, allocated expenses totaled \$0.2 million (June 30, 2018: \$0.2 million). Except for interest, bank charges, withholding tax, and transaction costs paid or payable directly by Cymbria, the Manager incurs such expenses on Cymbria’s behalf and is then reimbursed by Cymbria for such expenses. Cymbria’s common operating expenses are allocated to classes based on the average daily net asset value of each class.

9. Credit facility:

On September 22, 2017, Cymbria entered into a five-year credit agreement with a Canadian chartered bank (the “Bank”) that can be renewed on an annual basis thereafter. This agreement was renewed for an additional year to mature on September 21, 2023. The credit agreement allows Cymbria to borrow up to \$100 million. Interest is

9. Credit facility (continued):

charged on the outstanding balance based on whether the facility is drawn as bankers acceptance or prime loan. For a bankers acceptance loan, interest is charged on the outstanding balance at the bankers acceptance rate plus 80 basis points. For a prime loan, interest is charged on the outstanding balance at the Bank's prime rate. In addition, Cymbria will pay a standby fee on the unused portion of the credit facility equal to 34 basis points if the facility is less than 25% drawn and 26 basis points otherwise. When drawn upon, the credit facility is secured by a selection of eligible securities in Cymbria's investment portfolio. As at June 30, 2019, the outstanding balance of the credit facility was \$6.0 million (December 31, 2018: nil). For the six months ended June 30, 2019, Cymbria accrued \$0.3 million in interest and standby fees on the credit facility (June 30, 2018: \$0.2 million), which have been subsequently paid. As at the date of this report, Cymbria has complied with all covenants, conditions or other requirements of the credit agreement.

10. Fair value measurement:

Cymbria's investments and derivative financial instruments are carried at fair value. In the opinion of the Manager, the fair values of financial instruments, other than investments and derivative financial instruments, approximate their carrying values given their short-term nature.

IFRS establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and the lowest priority to unobservable inputs (level 3 measurement). The three levels of the fair value hierarchy are as follows:

- Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities that Cymbria can access at the measurement date;
- Level 2 – Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., as derived from prices); and
- Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If inputs of different levels are used to measure an asset's or liability's fair value, the classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement.

Changes in valuation methods may result in transfers into, or out of, an investment's assigned level. The following table categorizes financial instruments measured at fair value at the reporting date by the level in the fair value hierarchy into

which the fair value measurement is included. The amounts are based on the values recognized in the *Statement of Financial Position*.

All fair value measurements below are recurring.

| Assets (liabilities) at fair value as at June 30, 2019 ('000s) | | | | |
|--|-------------------|-----------------|-------------------|---------------------|
| | Level 1 | Level 2 | Level 3 | Total |
| Equities | \$ 870,076 | \$ – | \$ 248,545 | \$ 1,118,621 |
| Fixed income | – | – | 7,169 | 7,169 |
| Options | – | 1,132 | – | 1,132 |
| Foreign exchange forward contracts | – | 1,148 | – | 1,148 |
| Foreign exchange forward contracts | – | (245) | – | (245) |
| Total | \$ 870,076 | \$ 2,035 | \$ 255,714 | \$ 1,127,825 |

| Assets (liabilities) at fair value as at December 31, 2018 ('000s) | | | | |
|--|-------------------|-------------------|-------------------|---------------------|
| | Level 1 | Level 2 | Level 3 | Total |
| Equities | \$ 827,158 | \$ – | \$ 224,121 | \$ 1,051,279 |
| Options | – | 631 | – | 631 |
| Foreign exchange forward contracts | – | (3,769) | – | (3,769) |
| Total | \$ 827,158 | \$ (3,138) | \$ 224,121 | \$ 1,048,141 |

For the six months ended June 30, 2019, the net change in value for financial instruments classified as at FVTPL is a \$117.7 million gain (December 31, 2018: \$6.7 million gain).

The following tables reconcile Cymbria's Level 3 fair value measurements for the six months ended June 30, 2019 and the year ended December 31, 2018.

| June 30, 2019 ('000s) | Equities | Fixed Income |
|--|-------------------|--------------|
| Balance at beginning of period | \$ 224,121 | – |
| Investment purchases during the period | 164 | 7,169 |
| Change in unrealized appreciation (depreciation) in value of investments | 24,260 | – |
| Balance at end of period | \$ 248,545 | 7,169 |

| December 31, 2018 ('000s) | Equities |
|--|-------------------|
| Balance at beginning of year | \$ 185,941 |
| Investment purchases during the year | – |
| Change in unrealized appreciation (depreciation) in value of investments | 38,180 |
| Balance at end of year | \$ 224,121 |

10. Fair value measurement (continued):

During the six months ended June 30, 2019, there were no transfers between levels (June 30, 2018: none).

a) Equities

Cymbria’s equity positions are classified as Level 1 when the security is actively traded and a reliable price is observable. When certain of Cymbria’s equities do not trade frequently, current observable prices may not be available. In such cases, fair value is determined using observable market data and the fair value is classified as Level 2, unless the determination of fair value requires significant unobservable data, in which case the measurement is classified as Level 3.

As at June 30, 2019, Cymbria held two equity investments classified as Level 3. The most significant of these investments is EdgePoint.

EdgePoint is a private company not traded on any public exchange and is considered a Level 3 asset because there is no market in which a share price can be readily observed. The Manager engages a third-party valuator to assist in the valuation of EdgePoint. EdgePoint’s value is determined using the Discounted Cash Flow (“DCF”) method. Under the DCF method, EdgePoint’s fair value is estimated using the net present value of expected future cash flows. The cash flows include significant assumptions over market growth, net sales, expenses including income taxes and the estimated market value of portfolio management services received from a related party, discount rates and an exit or terminal value. The projected cash flows, together with the terminal value of the business at the end of the forecast period, are discounted to the valuation date using an appropriate rate. This value is corroborated with a number of other recognized valuation methodologies for comparable businesses, such as price-to-AUM and price-to-earnings ratios. These data points are then compared to analyst reports and information available for publicly traded wealth management companies to determine a range of values for the business, which is then discounted for the private nature of the shares and minority interest issues due to less than a controlling interest being owned. The Manager determines the most appropriate valuation methodologies to use, which are subject to change. On a quarterly basis or as frequently as necessary, the Manager reviews the key assumptions, including EdgePoint’s results and business prospects, for significant changes since the most recent valuation. If there are material changes, the Manager may engage the third-party valuator to assist in the re-valuation of EdgePoint and the amount recorded in the financial statements will be updated.

The following table sets out information about significant unobservable inputs used at June 30, 2019 in measuring EdgePoint, which is categorized as Level 3 in the fair value hierarchy.

EdgePoint Wealth Management Inc.

Fair Value at June 30, 2019: \$248.4 million
 (December 31, 2018: \$224.1 million).

| Unobservable Input | Input used | Range of reasonable alternatives | Sensitivity to changes in significant unobservable inputs |
|---------------------------|------------|----------------------------------|---|
| Annual market growth | 5% | 4%–6% | (\$10.4M)–\$11.0M |
| Redemption rate | 13% | 10%–15% | \$33.1M–(\$14.2M) |
| Discount rate | 11.5% | 10%–13% | \$35.4M–(\$26.6M) |
| Portfolio management cost | 0.15% | 0.10%–0.20% | \$22.9M–(\$22.9M) |

- (i) Annual market growth: represents the future weighted average investment returns of the funds managed by EdgePoint. EdgePoint’s management fee revenue is calculated as a percentage of assets under management (“AUM”), therefore higher investment returns of the funds will increase EdgePoint’s expected annual cash flow. The range of 4%-6% was developed based on a weighted average of the index returns of the funds’ benchmarks over a range of prior periods.
- (ii) Redemption rate: represents the weighted average of units redeemed by unitholders of the mutual funds managed by EdgePoint as a percentage of AUM. A higher redemption rate will decrease EdgePoint’s AUM and will therefore lower the annual cash flow. The range of 10%–15% is based on a combination of EdgePoint’s historical redemption rate and the long-term redemption rate of the industry.
- (iii) Discount rate: is the annual percentage used to determine the present value of EdgePoint’s future cash flows. The discount rate factors in not only the time value of money, but also the risk or uncertainty of those future cash flows. A higher discount rate would indicate a greater uncertainty of future cash flows and/or a higher cost of capital and therefore determine a lower net present value for EdgePoint. The range of 10%–13% was determined based on a combination of EdgePoint’s assumed weighted-average cost of capital, the risk-free rate, market risk factors and other systematic and unsystematic risk factors.
- (iv) Portfolio management cost: represents the fees paid to the Manager by EdgePoint for providing investment advisory services. Due to the Manager and EdgePoint being related parties, fees negotiated between the two parties are considered substantially below market value. For the purposes of valuing EdgePoint, it is assumed that a reasonable market value for services provided is paid to the Manager. A higher rate would increase the fees paid to the Manager and therefore decrease the annual cash flow. The input is presented as a percentage of AUM. The range of 0.10%–0.20% was determined based on sub-advisory fees of comparable investment managers.

10. Fair value measurement (continued):

Although the Manager believes that its estimates of fair value for EdgePoint are appropriate, the use of different assumptions could lead to different measurements of fair value. For the fair value measurement of EdgePoint, changing a combination of the significant assumptions noted above to reasonably possible alternative assumptions would increase or decrease the value of EdgePoint. Taking a pessimistic view by changing the annual market rate to 4%, redemption rate to 15%, discount rate to 13%, and portfolio management cost to 0.20% would result in a decrease in the value of EdgePoint by \$65.1 million. Conversely, taking an optimistic view by changing the annual market rate to 6%, redemption rate to 10%, discount rate to 10%, and portfolio management cost to 0.10% would result in an increase in the value of EdgePoint by \$124.2 million.

b) Fixed income

Cymbria holds two fixed income securities classified as Level 3 because of a lack of observable inputs in the valuation. The fair value of this investment has been determined based on cost and evaluated for impairment in the interim.

c) Derivative assets and liabilities

Derivative assets and liabilities consists of foreign exchange forward contracts and equity call option contracts. Foreign exchange forward contracts are valued primarily on the contract notional amount, the difference between the contract rate and the forward market rate for the same currency and interest rates. Contracts for which counterparty credit spreads are observable and reliable, or for which the credit related inputs are determined not to be significant to fair value, are classified as Level 2. Equity options are valued primarily on the number of contracts, the difference between the strike price and the forward market rate for the underlying equity/index, interest rate, dividends and volatility of the underlying equity/index. Counterparty credit risk is managed through the use of collateral and a Credit Support Annex, when available.

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TORONTO STOCK EXCHANGE LISTING

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