



Western Forest Products Inc.
DEFINING A HIGHER STANDARD™

Western Forest Products Inc.
2023 Second Quarter Report

Management's Discussion & Analysis

The following Management's Discussion and Analysis ("MD&A") reports and comments on the financial condition and results of operations of Western Forest Products Inc. (the "Company", "Western", "us", "we", or "our"), on a consolidated basis, for the three and six months ended June 30, 2023, to help security holders and other readers understand our Company and the key factors underlying our financial results. This discussion and analysis should be read in conjunction with our unaudited condensed consolidated interim financial statements and the notes thereto for the three and six months ended June 30, 2023, and our audited annual consolidated financial statements and the notes thereto and Management's Discussion and Analysis for the year ended December 31, 2022, which can be found on SEDAR+ at www.sedarplus.ca.

The Company has prepared the consolidated financial statements for the three and six months ended June 30, 2023, in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board. Amounts discussed herein are based on our unaudited condensed consolidated interim financial statements and are presented in millions of Canadian dollars unless otherwise noted. Certain comparative prior period figures have been reclassified to conform to the current period's presentation.

Reference is made in this MD&A to Adjusted Earnings Before Interest, Tax, Depreciation and Amortization ("Adjusted EBITDA"). Adjusted EBITDA is defined as operating income prior to operating restructuring items and other income (expense) plus amortization of plant, equipment, right of use and timber licence assets, impairment adjustments, and changes in fair value of biological assets. Adjusted EBITDA margin is Adjusted EBITDA as a proportion of revenue. Western uses Adjusted EBITDA and Adjusted EBITDA margin as benchmark measurements of our own operating results and as benchmarks relative to our competitors. We consider Adjusted EBITDA to be a meaningful supplement to operating income as a performance measure primarily because amortization expense, impairment adjustments and changes in the fair value of biological assets are non-cash costs and vary widely from company to company in a manner that we consider largely independent of the underlying cost efficiency of their operating facilities. Further, the inclusion of operating restructuring items which are unpredictable in nature and timing may make comparisons of our operating results between periods more difficult. We also believe Adjusted EBITDA and Adjusted EBITDA margin are commonly used by securities analysts, investors and other interested parties to evaluate our financial performance.

Adjusted EBITDA does not represent cash generated from operations as defined by IFRS and it is not necessarily indicative of cash available to fund cash needs. Furthermore, Adjusted EBITDA does not reflect the impact of certain items that affect our net income. Adjusted EBITDA and Adjusted EBITDA margin are not measures of financial performance under IFRS and should not be considered as alternatives to measures of performance under IFRS. Moreover, because all companies do not calculate Adjusted EBITDA in the same manner, Adjusted EBITDA and Adjusted EBITDA margin calculated by Western may differ from similar measures calculated by other companies. A reconciliation between the Company's net income as reported in accordance with IFRS and Adjusted EBITDA is included in the "Non-GAAP Financial Measures" section of this report.

Management uses key performance indicators such as net debt, net debt to capitalization and current assets to current liabilities. Net debt is defined as long-term debt and bank indebtedness less cash and cash equivalents. Net debt to capitalization is a ratio defined as net debt divided by capitalization, with capitalization being the sum of net debt and equity. Current assets to current liabilities ratio is defined as total current assets divided by total current liabilities. These key performance indicators are non-GAAP financial measures that do not have a standardized meaning and may not be comparable to similar measures used by other issuers. They are not recognized by IFRS, but are meaningful in that they indicate the Company's ability to meet its obligations on an ongoing basis and indicate whether the Company is more or less leveraged than in the past.

This MD&A contains statements that may constitute forward-looking statements under the applicable securities laws. Readers are cautioned against placing undue reliance on forward-looking statements. All statements herein, other than statements of historical fact, may be forward-looking statements and can be identified by the use of words such as "will", "commit", "project", "estimate", "expect", "anticipate", "plan", "target", "forecast", "intend", "believe", "seek", "could", "should", "may", "likely", "continue", "pursue" and similar references to future periods. Forward-looking statements in this MD&A include, but are not limited to, statements relating to our current intent, belief or expectations with respect to: domestic and international market conditions, demands and growth; economic conditions; our growth, marketing, production, wholesale, operational and capital allocation plans, investments and strategies, including but not limited to payment of a dividend or repurchase of shares; fibre availability and regulatory developments; changes to stumpage rates and the expected timing thereof; the impact of COVID-19; the execution of our sales and marketing strategy; the development and completion of integrated resource management plans or forest landscape plan pilots by First Nations; the Company's pursuit of the TFL 44 AAC determination with government; the potential for viable industrial manufacturing solutions for the APD facility; the timing and outcome of the negotiation processes for the APD facility and the expected timing and cost of completion of the Company's announced strategic investments. Although such statements reflect management's current reasonable beliefs, expectations and assumptions as to, amongst other things, the future supply and demand of forest products, global and regional economic activity and the consistency of the regulatory framework within which the Company currently operates, there can be no assurance that forward-looking statements are accurate, and actual results and performance may materially vary.

Many factors could cause our actual results or performance to be materially different, including: economic and financial conditions including inflation, international demand for forest products, the Company's ability to export its products, cost and availability of shipping carrier capacity, competition and selling prices, international trade disputes and sanctions, changes in foreign currency exchange rates, labour disputes and disruptions, ability to recruit workers, natural disasters, the impact of climate change, relations with First Nations groups, First Nations' claims and settlements, the availability of fibre and allowable annual cut, the ability to obtain operational permits, development and changes in laws and regulations affecting the forest industry including as related to old growth timber management and the Manufactured Forest Products Regulation, changes in the price of key materials for our products, changes in opportunities, information systems security, future developments relating to COVID-19 and other factors referenced under the "Risks and Uncertainties" section herein. The foregoing list is not exhaustive, as other factors could adversely affect our actual results and performance. Forward-looking statements are based only on information currently available to us and refer only as of the date hereof. Except as required by law, we undertake no obligation to update forward-looking statements. Unless otherwise noted, the information in this discussion and analysis is updated to August 3, 2023.

Summary of Selected Quarterly Results ⁽¹⁾

(millions of Canadian dollars except per share amounts and where otherwise noted)

Summary Information		Q2 2023	Q2 2022	Q1 2023	YTD 2023	YTD 2022
Revenue						
Lumber ⁽²⁾		\$ 212.4	\$ 351.8	\$ 211.0	\$ 423.4	\$ 665.7
Logs		52.8	70.8	38.6	91.4	103.5
By-products and other		10.8	14.8	14.2	25.0	27.8
Total revenue		276.0	437.4	263.8	539.8	797.0
Freight		21.0	31.1	22.6	43.6	57.1
Export tax expense		6.2	14.7	4.7	10.9	26.2
Stumpage		14.3	34.9	15.5	29.8	53.7
Adjusted EBITDA ⁽³⁾		(12.0)	66.2	(5.0)	(17.1)	131.6
Adjusted EBITDA margin ⁽³⁾		(4%)	15%	(2%)	(3%)	17%
Operating income (loss) prior to restructuring and other items		\$ (25.1)	\$ 53.4	\$ (18.1)	\$ (43.2)	\$ 105.6
Net income (loss)		(20.7)	38.6	(17.7)	(38.4)	76.6
Earnings (loss) per share						
Basic and diluted	\$ per share	(0.07)	0.12	(0.05)	(0.12)	0.23
Operating Information ⁽⁴⁾						
Lumber shipments ^{(2),(5)}	mmfbm	153	197	170	323	383
Cedar	mmfbm	38	42	30	67	88
Japan Specialty	mmfbm	21	28	15	36	60
Industrial ⁽²⁾	mmfbm	23	18	23	47	35
Commodity	mmfbm	71	110	102	173	200
Lumber production ⁽²⁾	mmfbm	148	173	162	310	348
Lumber price, average ⁽²⁾	\$/mfbm	\$ 1,392	\$ 1,786	\$ 1,241	\$ 1,312	\$ 1,738
Wholesale lumber shipments	mmfbm	4	12	5	9	27
Log shipments	000 m ³	370	391	245	615	558
Domestic	000 m ³	302	312	198	500	443
Export	000 m ³	-	-	-	-	-
Pulp	000 m ³	68	80	47	115	115
Net production ⁽⁶⁾	000 m ³	935	904	621	1,556	1,651
Saw log purchases	000 m ³	167	328	192	359	618
Log price, average ⁽⁷⁾	\$/m ³	\$ 129	\$ 166	\$ 135	\$ 131	\$ 165
Illustrative Lumber Average Price Data ⁽⁸⁾						
	Price Basis					
Grn WRC #2 Clear & Btr 4x6W RL (\$C)	cif dest N Euro	\$ 8,550	\$10,183	\$ 8,700	\$ 8,625	\$ 9,667
Grn WRC Deck Knotty 2x6 RL S4S	Net fob Mill	\$ 1,304	\$ 2,170	\$ 1,469	\$ 1,386	\$ 2,190
Grn WRC #2 & Btr AG 6x6 RL	Net fob Mill	\$ 3,315	\$ 3,315	\$ 3,315	\$ 3,315	\$ 3,263
Coast Gm WRC Std&Btr NH 3/4x4 RL S1S2E	Net fob Mill	\$ 1,469	\$ 2,432	\$ 1,605	\$ 1,537	\$ 2,407
Grn Hem Baby Squares Merch 4-1/8x4-1/8 13'	c&f dest Japan	\$ 1,165	\$ 1,880	\$ 1,222	\$ 1,193	\$ 1,870
Grn Dfir Baby Squares Merch 4-1/8x4-1/8 RL S4S	c&f dest Japan	\$ 1,235	\$ 1,971	\$ 1,272	\$ 1,253	\$ 1,956
Grn Dfir (Portland) #1&Btr 100% FOHC 6x6 Rough	Net fob Mill	\$ 1,985	\$ 1,963	\$ 1,992	\$ 1,989	\$ 1,911
Hemlock Lumber 2x4 (40x90) Metric RG Utility	cif dest Shanghai	\$ 425	\$ 539	\$ 411	\$ 418	\$ 546
Coast KD Hem-Fir #2 & Btr 2x4	Net fob Mill	\$ 405	\$ 937	\$ 399	\$ 402	\$ 1,124
Average exchange rate – CAD to USD		0.745	0.783	0.740	0.742	0.786
Average exchange rate – CAD to JPY		102.23	101.54	97.90	100.03	96.45

- (1) Included in Appendix A is a table of selected results from the last eight quarters. Figures in the table may not equal, sum or recalculate to figures presented in the table or elsewhere due to rounding. Log data reflects British Columbia ("BC") business only.
- (2) Includes glue-laminated wood products.
- (3) Adjusted EBITDA and Adjusted EBITDA margin are non-GAAP financial measures. Refer to the Non-GAAP Financial Measures section of this document for more information on each non-GAAP financial measure.
- (4) "mmfbm" = millions of board feet; "mfbm" = thousands of board feet.
- (5) Includes wholesale lumber shipments.
- (6) Net production is sorted log production, net of residuals and waste.
- (7) The average realized log price per cubic metre has been presented on a gross basis, which may include fee-in-lieu and shipping charges incurred on behalf of customers to facilitate sales to export markets.
- (8) Sourced from Random Lengths in USD/Mfbm except Hemlock Metric RG Utility that is sourced from the Forest Economic Advisors LLC China Bulletin.

Summary of Second Quarter 2023 Results

We reported Adjusted EBITDA of negative \$12.0 million in the second quarter of 2023, as compared to \$66.2 million in the same period last year. Results in the second quarter of 2023 included \$8.5 million in inventory provisions and reflect more challenging macroeconomic conditions, as compared to the same period last year.

Net loss was \$20.7 million in the second quarter of 2023, as compared to net income of \$38.6 million in the same period last year. Operating loss prior to restructuring and other items was \$25.1 million in the second quarter of 2023, as compared to income of \$53.4 million in the same period last year.

Sales

Lumber revenue was \$212.4 million in the second quarter of 2023 as compared to \$351.8 million in the same period last year. The decrease of 40% was due to lower lumber shipment volumes and lower average lumber prices, partially offset by a stronger sales mix and stronger US Dollar (“USD”) to Canadian Dollar (“CAD”) average exchange rate. Our average realized lumber price was \$1,392 per thousand board feet in the second quarter of 2023, as compared to \$1,786 per thousand board feet in the same period last year, a decrease of 22%.

Specialty lumber shipments represented 54% of total lumber shipment volumes in the second quarter of 2023, as compared to 44% in the same period last year, yielding a stronger sales mix. Industrial lumber shipment volumes increased 28% compared to the same period last year due to the acquisition of our Calvert engineered wood products division and growth in Douglas fir timbers. Cedar lumber shipment volumes decreased 10% compared to the same period last year as buyers managed inventory levels to market conditions. Japan lumber shipment volumes decreased 26% compared to the same period last year due to increased levels of supply from domestic manufacturing, Europe and Russia. However, Japan lumber shipment volumes increased 40% compared to the first quarter of 2023 as lumber inventories rebalanced. Commodity lumber shipment volumes decreased 36% compared to the same period last year due to weaker market demand.

Log revenue was \$52.8 million in the second quarter of 2023, as compared to \$70.8 million in the same period last year. The decrease of 25% was due to lower log sales volumes and lower domestic log prices.

By-products and other revenue were \$10.8 million, as compared to \$14.8 million in the same period last year. The decrease of 27% was due to lower chip volumes and prices, partially offset by higher revenue from harvesting services provided to third parties.

Operations

Lumber production was 148 million board feet in the second quarter of 2023, as compared to 173 million board feet in the same period last year. During the second quarter of 2023 we curtailed certain sawmill operations to match production to market demand and manage inventory levels.

We harvested 935,000 cubic metres of logs from our BC coastal operations in the second quarter of 2023, as compared to 904,000 cubic metres in the same period last year.

Timberlands operating costs per cubic metre decreased 23% compared to the same period last year due to lower per cubic metre stumpage expense, managing our road building activity and higher harvest volumes. Average stumpage per cubic metre in the second quarter of 2023 was 59% lower compared to the same period last year and 41% lower compared to the first quarter of 2023.

BC Coastal sawlog purchases were 167,000 cubic metres in the second quarter of 2023, as compared to 328,000 cubic metres in the same period last year. We managed sawlog purchases to match fibre requirements at our BC manufacturing facilities.

Freight expense was \$21.0 million in the second quarter of 2023 as compared to \$31.1 million in the same period last year. The decrease of 32% was due to lower lumber and export shipments, partially offset by higher rail rates. Lack of container availability in the second quarter of 2022 necessitated the use of higher cost breakbulk vessels.

Adjusted EBITDA and operating income included \$6.2 million of countervailing duty (“CV”) and anti-dumping duty (“AD”) expense in the second quarter of 2023, as compared to \$14.7 million in the same period of 2022. Export tax expense declined due to lower duty rates, lumber prices and US-destined lumber shipment volumes.

Corporate and Other

Selling and administration expense was \$10.4 million in the second quarter of 2023 as compared to \$9.7 million in the same period last year.

Restructuring costs were \$1.6 million in the second quarter of 2023 as compared to \$0.2 million in the same period last year. The increase was primarily due to retirement and other benefits related to rightsizing of various operational functions within our business and our decision not to restart our Albern Pacific Division (“APD”) facility.

Other expense was \$0.8 million in the second quarter of 2023 as compared to other income of \$0.2 million in the same period last year, resulting primarily from unrealized foreign exchange losses partially offset by gains on the sale of equipment and other assets.

Finance costs were \$0.5 million in the second quarter of 2023 relatively unchanged from \$0.3 million in the same period last year. Interest expense on higher average borrowings were partially offset by interest revenue from the export duty receivable.

Income Taxes

Income tax recovery was \$7.3 million on a net loss before tax of \$28.0 million in the second quarter of 2023, as compared to an expense of \$14.5 million on income before tax of \$53.1 million in the same period last year. The effective tax rate was 26% as compared to 27% in the same period last year.

Net Income (Loss)

Net loss was \$20.7 million in the second quarter of 2023, as compared to net income of \$38.6 million for the same period last year. More challenging macroeconomic conditions resulted in lower lumber demand and prices and impacted results year over year.

Summary of Year to Date 2023 Results

We reported Adjusted EBITDA of negative \$17.1 million for the first six months of 2023, as compared to \$131.6 million for the same period last year. Results in the first six months of 2023 reflect more challenging macroeconomic conditions, as compared to the same period last year.

Net loss was \$38.4 million for the first six months of 2023, as compared to net income of \$76.6 million for the same period last year. Operating loss prior to restructuring and other items was \$43.2 million in the first six months of 2023, as compared to income of \$105.6 million in the same period last year.

Sales

Lumber revenue was \$423.4 million in the first half of 2023 as compared to \$665.7 million in the same period last year. The decrease of 36% was due to lower lumber shipment volumes, lower average lumber prices and a slightly weaker sales mix, partially offset by a stronger USD to CAD average exchange rate. Our average realized lumber price was \$1,312 per thousand board feet in the first half of 2023, as compared to \$1,738 per thousand board feet in the same period last year, a decrease of 25%.

Specialty lumber shipments represented 46% of total lumber shipment volumes in the first half of 2023, as compared to 48% in the same period last year, yielding a slightly weaker sales mix. Industrial lumber shipment volumes increased 34% compared to the same period last year due to the acquisition of our Calvert engineered wood products division and growth in Douglas fir timbers. Cedar lumber shipments decreased 24% compared to the same period last year as buyers managed inventory levels to market conditions. Japan lumber shipment volumes decreased 40% compared to the same period last year due to increased levels of supply from domestic manufacturing, Europe and Russia. Commodity lumber shipments decreased 14% compared to the same period last year due to weaker market demand.

Log revenue was \$91.4 million in the first half of 2023, as compared to \$103.5 million in the same period last year. The decrease of 12% was due to lower average domestic log prices, partially offset by higher log sales volume, as we balanced log inventories to lumber market conditions and fibre requirements of our manufacturing facilities.

By-product and other revenue were \$25.0 million in the first half of 2023 as compared to \$27.8 million in the same period last year. The decrease of 10% was due to lower chip volumes and prices, partially offset by higher revenue from harvesting services provided to third parties.

Operations

Lumber production was 310 million board feet in the first half of 2023, as compared to 348 million board feet in the same period last year. During the first half of 2023 we took operating curtailments at certain sawmills to match production to market demand and manage inventory levels.

We harvested 1,556,000 cubic metres of logs from our BC coastal operations in the first half of 2023, as compared to 1,651,000 cubic metres in the same period last year, as we matched harvest volumes to market conditions.

Timberlands operating costs per cubic metre decreased 13% compared to the same period last year due to lower per cubic metre stumpage expense and managing our road building activity. Average stumpage per cubic metre in the first half of 2023 was 38% lower compared to the first half of 2022.

BC Coastal sawlog purchases were 359,000 cubic metres in the first half of 2023, as compared to 618,000 cubic metres in the same period last year. We managed sawlog purchases to match fibre requirements at our BC manufacturing facilities.

Freight expense was \$43.6 million in the first half of 2023 as compared to \$57.1 million in the same period last year. The decrease of 24% was due to lower lumber and export shipments, partially offset by higher rail rates. Lack of container availability necessitated the use of higher cost breakbulk vessels in the first half of 2022.

Adjusted EBITDA and operating income included \$10.9 million of CV and AD expense in the first half of 2023, as compared to \$26.2 million in the same period of 2022. Export tax expense declined due to lower duty rates, lumber prices and US-destined lumber shipment volumes.

Corporate and Other

Selling and administration expense was \$22.4 million for the first half of 2023 as compared to \$22.9 million in the same period last year.

Restructuring costs were \$6.8 million in the first half of 2023 as compared to \$0.8 million in the same period last year. The increase was primarily due to retirement and other benefits related to our APD facility and rightsizing of various operational functions within our business.

Other expense was \$0.9 million in the first half of 2023 as compared to income of \$0.1 million in the same period last year, resulting primarily from unrealized foreign exchange losses partially offset by gains on the sale of equipment and other assets.

Finance costs were \$0.7 million in the first half of 2023 as compared to \$0.7 million in the same period last year. Interest expense on higher average borrowings were partly offset by revenue from the export duty receivable.

Income Taxes

Income tax recovery was \$13.2 million on a net loss before tax of \$51.6 million in the first half of 2023, as compared to an expense of \$27.6 million on income before tax of \$104.2 million in the same period last year. The effective tax rate was 25% as compared to 26% in the same period last year.

Net Income (Loss)

Net loss was \$38.4 million in the first half of 2023 as compared to net income of \$76.6 million for the same period of last year. More challenging macroeconomic conditions during the first half of 2023 resulted in lower lumber demand and prices and impacted results year over year.

Alberni Pacific Division

The Company previously announced we would not restart our APD facility in its current configuration and had established a multi-party working group to explore viable industrial manufacturing solutions for the site over a 90-day period. On April 27, 2023, we announced we had commenced negotiations and due diligence processes related to the proposals we received. Operations at the APD facility have been curtailed since fall 2022 and will remain curtailed through the negotiations.

Indigenous Relationships

We respect the treaty and Aboriginal rights of Indigenous groups, and we are committed to open dialogue and meaningful actions in support of reconciliation. We are actively investing time and resources in capacity building and fostering positive working relationships with Indigenous groups with traditional territories within which Western operates. For additional details of our progress in 2022, please see “Indigenous Relationships” in our Management’s Discussion and Analysis for the year ended December 31, 2022. Work continues on several Nation-led integrated resource management planning initiatives across five of the Tree Farm Licence (“TFL”) areas where Western operates.

TFL 37 Forest Landscape Plan Update

Western and 'Namgis First Nation (“'Namgis”) have been collaboratively developing a forest landscape plan since March 2021, pursuant to a pilot project endorsed by Western, 'Namgis and the Office of the Chief Forester of BC. The pilot area covers the portion of TFL 37 that overlaps with 'Namgis territory, approximately 88% of the total TFL area. A team comprised of Western and 'Namgis representatives has incorporated the best available information, utilizing LiDAR, and has evaluated a range of forest management scenarios that incorporate 'Namgis’ values with Western’s best management practices and harvesting objectives. The team anticipates delivering the draft Forest Landscape Plan resulting from the pilot project to government in the third quarter of 2023.

Regulatory Environment

Since 2020, the Province of BC (“the Province”) has introduced various policy initiatives and regulatory changes that impact the BC forest sector, including: fibre recovery, lumber remanufacturing, old growth forest management and the exportation of logs. For additional details on these policy initiatives, regulatory changes and risks, please see “*Regulatory Environment*” and “*Risks and Uncertainties*” in our Management’s Discussion and Analysis for the year ended December 31, 2022.

For additional details on policy requirements and regulatory aspects in relation to First Nations see “*Land Claims by Indigenous Groups*” and “*Regulatory Risks*” under the heading “*Risks and Uncertainties*” in our Management’s Discussion and Analysis for the year ended December 31, 2022.

For additional details on old growth logging deferrals and First Nations governments approach to such deferrals, please see the “*Old Growth Logging Deferrals*” heading in our Management’s Discussion and Analysis for the year ended December 31, 2022.

In February 2023, the Province announced eight new regional Forest Landscape Planning (“FLP”) tables throughout BC with the participation of approximately 50 First Nations. The Province’s stated objective of these FLP tables is to provide greater clarity around the long-term, sustainable harvesting activities in the areas identified.

In June 2023, the Province announced amendments to the Forest Planning and Practices Regulation. The new regulations require forest licence holders to publish forest operations maps for public feedback, and amended regulations enhancing protection for ecological and recreational values. In addition, the Province passed regulations associated with the previously announced Bill 28, *Forest Amendment Act 2021*, which is considered enabling legislation for the redistribution of harvest rights. These recently passed regulations pertain to compensation for lost harvesting rights as a result of such redistribution. Western is not able to assess the impact of these regulatory changes on its business at this time.

TFL 44

In June, 2023, the Province set a new allowable annual cut (“AAC”) for TFL 44, reducing the allowable annual log harvest from 793,600 cubic metres to 642,800 cubic metres. The new AAC was effective immediately and reflects harvest reductions associated with forest resources and socio-economic objectives of the Province, including the reallocation of previously unharvested volume to new forest licences.

The TFL 44 licence is held by the Tsawak-qin Forestry Limited Partnership (“TFLP”), a partnership between Western and Huumiis Ventures Limited Partnership, a limited partnership beneficially owned by the Huu-ay-aht First Nations (“HFN”). The Company, TFLP and the HFN strongly oppose the AAC determination and the allocation of unharvested volume to new forest licences in light of their serious concerns that the allocation significantly affected the AAC determination and are pursuing this matter with the Province. Given the foregoing, the Company is unable to assess the potential impact of this AAC determination on the Company’s business at this time.

Financial Position and Liquidity⁽¹⁾

(millions of Canadian dollars except where otherwise noted)

	Q2 2023	Q2 2022	Q1 2023	YTD 2023	YTD 2022
Selected Cash Flow Items					
Operating activities					
Net income (loss)	\$ (20.7)	\$ 38.6	\$ (17.7)	\$ (38.4)	\$ 76.6
Amortization	13.2	12.8	13.1	26.3	25.5
Loss (gain) on disposal of property, equipment and other assets	(0.2)	0.1	0.1	(0.1)	(1.3)
Income tax expense (recovery)	(7.3)	14.5	(5.9)	(13.2)	27.6
Income tax receipts (payments)	15.2	(29.6)	(0.1)	15.1	(88.0)
Share-based compensation	0.1	(2.4)	0.6	0.7	(1.4)
Other	(1.8)	(3.0)	0.1	(1.7)	0.1
	(1.5)	31.0	(9.8)	(11.3)	39.1
Change in non-cash working capital	8.5	(9.0)	(16.0)	(7.6)	(52.9)
Cash provided by (used in) operating activities	7.0	22.0	(25.8)	(18.9)	(13.8)
Investing activities					
Additions to property, plant and equipment	(9.2)	(5.1)	(5.0)	(14.2)	(9.9)
Additions to capital logging roads	(2.4)	(1.8)	(2.5)	(4.9)	(3.0)
Proceeds on disposal of property, equipment and other	1.9	0.2	0.2	2.1	1.9
Loans and advances	(0.2)	-	(1.1)	(1.3)	-
Deposits	-	-	-	-	(2.0)
Cash used in investing activities	(9.9)	(6.7)	(8.4)	(18.3)	(13.0)
Financing activities					
Drawings on credit facility	11.0	-	25.9	37.0	-
Bank indebtedness	-	-	1.0	1.0	-
Dividends	(3.9)	(4.0)	(4.0)	(7.9)	(7.3)
Share repurchases	-	-	-	-	(7.3)
Lease payments	(2.5)	(2.0)	(1.9)	(4.4)	(3.8)
Other	(0.8)	0.1	(0.3)	(1.1)	(0.5)
Cash provided by (used in) financing activities	3.8	(5.9)	20.7	24.6	(18.9)
Increase (decrease) in cash	\$ 0.9	\$ 9.4	\$ (13.5)	\$ (12.6)	\$ (45.7)
Summary of Financial Position					
Cash and cash equivalents	\$ 3.2	\$ 84.3	\$ 2.3		
Current assets	336.5	442.9	334.9		
Current liabilities	127.7	161.9	121.5		
Bank indebtedness	1.0	-	1.0		
Long term debt	37.0	-	25.9		
Net debt (cash) ⁽²⁾	34.8	(84.3)	24.6		
Equity, excluding non-controlling interest	599.5	677.4	626.5		
Total liquidity ⁽³⁾⁽⁶⁾	195.5	319.1	204.4		
Financial ratios					
Current assets to current liabilities ⁽⁴⁾	2.64	2.74	2.76		
Net debt to capitalization ⁽⁵⁾⁽⁶⁾	5%	0%	4%		

(1) Figures in the table above may not equal or sum to figures presented in the table and elsewhere due to rounding.

(2) Net debt (cash) is defined as the sum of long-term debt and bank indebtedness, less cash and cash equivalents.

(3) Total liquidity comprises cash and cash equivalents, and available credit under the Company's credit facility.

(4) Current assets to current liabilities is a supplementary measure and defined as current assets divided by current liabilities.

(5) Capitalization comprises net debt and shareholders' equity.

(6) Total liquidity and Net debt to capitalization are non-GAAP financial measures. Refer to the Non-GAAP Financial Measures section of this document for more information on each non-GAAP financial measure.

Cash generated by operating activities was \$7.0 million in the second quarter of 2023, as compared to \$22.0 million in the same period last year. The second quarter of 2023 included a refund of 2022 income tax of \$15.2 million, while the comparative quarter of 2022 included income tax payments of \$29.6 million.

Cash used in investing activities was \$9.9 million in the second quarter of 2023 as compared to cash used of \$6.7 million compared to the same period last year as we progressed with our BC strategic investments.

Cash provided by financing activities was \$3.8 million in the second quarter of 2023 as compared to cash used of \$5.9 million in the same period last year. The Company returned \$3.9 million (\$0.0125 per share) to shareholders through dividends in the second quarter of 2023 as compared to \$4.0 million (\$0.0125 per share) in the same period last year.

Liquidity and Capital Resources

Total liquidity was \$195.5 million at June 30, 2023, as compared to \$249.8 million at December 31, 2022 and \$319.1 at June 30, 2022. Liquidity is comprised of cash and cash equivalents of \$3.2 million, and unused availability under the credit facility of \$192.3 million.

The Company's syndicated Credit Facility (the "Credit Facility") provides for a maximum borrowing amount of \$250 million and includes an accordion feature which allows the Company to increase the aggregate amount available to \$350 million, subject to lender approval. The maturity date of the Credit Facility is July 21, 2025. The Credit Facility is subject to certain financial covenants, including a maximum debt to total capitalization ratio. On June 29, 2023, certain financial covenants were amended for administrative purposes.

Based on our current forecasts, we expect sufficient liquidity will be available to meet any commitments as well as our other obligations through 2023. The Company was in compliance with its financial covenants as at June 30, 2023.

Dividend and Capital Allocation

We remain committed to a balanced approach to capital allocation. We will continue to evaluate opportunities to invest strategic and discretionary capital in jurisdictions that create the opportunity to grow long-term shareholder value.

Quarterly Dividend

The quarterly dividend program is intended to return a portion of the Company's cash to shareholders, after taking into consideration liquidity and ongoing capital needs. The Company's Board will continue to review our dividend on a quarterly basis.

Dividends of \$3.9 million and \$7.9 million were paid in the three and six months ending June 30, 2023, respectively, as compared to \$4.0 million and \$7.3 million in the same period last year.

Normal Course Issuer Bid ("NCIB")

On August 3, 2023, the Company renewed its NCIB permitting the purchase and cancellation of up to 15,837,277 common shares, representing 5% of the common shares outstanding as of August 2, 2023. The renewed NCIB will commence on August 11, 2023 and end no later than August 10, 2024. The Company also entered into an automatic share purchase plan with a designated broker to facilitate purchases of its common shares under the renewed NCIB at times when the Company would ordinarily not be permitted to purchase its common shares due to regulatory restrictions or self-imposed blackout periods.

During the first six months ended June 30, 2023, no common shares were repurchased under our current NCIB.

BC Operations Strategic Investments Update

Western continues to make progress on our previously announced strategic investments. All projects remain on budget and are expected to be completed by the end of 2023.

- The \$12.3 million continuous kiln at the Saltair sawmill is in the pre-construction phase with \$6.5 million spending completed through June 30, 2023. The project is anticipated to be completed in late 2023, subject to receipt of certain final permits.
- The optimization of the centralized planer and installation of a machine stress rate ("MSR") grader at the Duke Point facility totals \$7.9 million. The related capital expenditures through June 30, 2023 total \$7.2 million. Installation of the MSR grader is completed and is currently undergoing testing prior to commissioning.

- Other strategic investments total \$8.3 million with expenditures to date totalling \$6.3 million, including many completed projects.

Strategy and Outlook

Western's long-term business objective is to create and grow shareholder value by building a sustainable, margin-focused specialty products business of scale to compete successfully in global markets. For more detail on our strategic initiatives and actions, refer to "*Strategy and Outlook*" in our Management's Discussion and Analysis for the year ended December 31, 2022.

Market Outlook

Near-term we expect lumber markets to remain volatile, as consumers adjust to higher interest rates and macroeconomic conditions and lumber supply and demand rebalances. Demand and prices for Cedar timber and premium appearance products are expected to remain strong, while Cedar decking, trim and fencing products are expected to remain weaker. In Japan, channel inventories have rebalanced, however prices are expected to have downward pressure as competition remains strong from Europe and domestic manufacturers. Demand for our Industrial lumber products will be product line specific but are expected to remain stable over the near-term. While North American demand and prices for our commodity products have improved recently, we expect conditions to remain volatile and may take incremental operational downtime to match production to market demand.

We expect sawlog markets to follow conditions in the lumber markets, while residual chip pricing is expected to decline due to weaker northern bleached softwood kraft ("NSBK") prices to China.

Long-term we believe that housing market fundamentals and growth in mass timber construction will drive demand for lumber and specialty building products. We remain excited about the long-term growth opportunity for mass timber building in North America and the positive impact wood products have to play in a low carbon world.

Softwood Lumber Dispute

The US application of duties continues a long-standing pattern of US protectionist action against Canadian lumber producers. For a comprehensive history of the softwood lumber trade dispute and related North American Free Trade Agreement ("NAFTA") challenge proceedings, please see "*Risks and Uncertainties – Softwood Lumber Dispute*" in our Management's Discussion and Analysis for the year ended December 31, 2022.

Western expensed \$10.9 million of export duties at a combined duty rate of 8.59% on its lumber shipments into the US in the first half of 2023, as compared to \$26.2 million and 17.91%, respectively, for the same period last year.

On March 14, 2023, the Department of Commerce ("DoC") initiated its fifth administrative review ("AR") of CV and AD rates for shipments in 2022.

On July 27, 2023, the DoC released its final determination for CV and AD rates from its fourth AR for shipments in 2021, which resulted in an additional export tax recovery of USD\$3.7 million (CAD\$4.5 million) and long-term interest-bearing duty receivable to be recognized in the third quarter of 2023. Effective August 1, 2023, cash deposits will continue at the revised combined duty rate of 7.99% until publication of final rates of the fifth AR in the federal register, after which time the new rates will apply.

As at June 30, 2023, Western had \$209.4 million (USD \$158.1 million) of cash on deposit with the US Department of Treasury in respect of these softwood lumber duties, of which \$57.0 million (USD \$43.0 million) is recognized in the Company's balance sheet arising from final rate determinations for Canadian shipments made to the US in 2017 through 2020.

Including wholesale lumber shipments, our sales from Canadian operations to the US market represented approximately 26% of our total lumber shipments in the first half of 2023.

Non-GAAP Financial Measures

Reference is made in this MD&A to the following non-GAAP measures: Adjusted EBITDA, Adjusted EBITDA margin, Net debt to capitalization and total Liquidity are used as benchmark measurements of our operating results and as benchmarks relative to our competitors. These non-GAAP measures are commonly used by securities analysts, investors and other interested parties to evaluate our financial performance. These non-GAAP measures do not have any standardized meaning prescribed by IFRS and may not be comparable to similar measures presented by other issuers. The following table provides a reconciliation of these non-GAAP measures to figures as reported in our unaudited condensed consolidated financial statements:

(millions of Canadian dollars except where otherwise noted)

	Q2 2023	Q2 2022	Q1 2023	YTD 2023	YTD 2022
Adjusted EBITDA					
Net income (loss)	\$ (20.7)	\$ 38.6	\$ (17.7)	\$ (38.4)	\$ 76.6
Add:					
Amortization	13.2	12.8	13.1	26.3	25.5
Changes in fair value of biological assets	(0.1)	-	-	(0.1)	0.5
Operating restructuring items	1.6	0.2	5.2	6.8	0.8
Other expense (income)	0.8	(0.2)	0.1	0.9	(0.1)
Finance costs	0.5	0.3	0.2	0.7	0.7
Income tax expense (recovery)	(7.3)	14.5	(5.9)	(13.2)	27.6
Adjusted EBITDA	\$ (12.0)	\$ 66.2	\$ (5.0)	\$ (17.1)	\$ 131.6
Adjusted EBITDA margin					
Total revenue	\$ 276.0	\$ 437.4	\$ 263.8	\$ 539.8	\$ 797.0
Adjusted EBITDA	(12.0)	66.2	(5.0)	(17.1)	131.6
Adjusted EBITDA margin	(4%)	15%	(2%)	(3%)	17%
Net debt to capitalization					
	Jun. 30 2023	Jun. 30 2022	Mar. 31 2023		
Net debt (cash)					
Total debt	\$ 37.0	\$ -	\$ 25.9		
Bank indebtedness	1.0	-	1.0		
Cash and cash equivalents	(3.2)	(84.3)	(2.3)		
	\$ 34.8	\$ (84.3)	\$ 24.6		
Capitalization					
Net debt (cash)	\$ 34.8	\$ (84.3)	\$ 24.6		
Total equity attributable to equity shareholders of the Company	599.5	677.4	626.5		
	\$ 634.3	\$ 593.1	\$ 651.1		
Net debt to capitalization	5%	-%	4%		
Total liquidity					
	Jun. 30 2023	Jun. 30 2022	Mar. 31 2023		
Cash and cash equivalents	\$ 3.2	\$ 84.3	\$ 2.3		
Available credit facility	250.0	250.0	250.0		
Bank indebtedness	(1.0)	-	(1.0)		
Total debt	(37.0)	-	(25.9)		
Outstanding letters of credit	(19.7)	(15.2)	(20.0)		
	\$ 195.5	\$ 319.1	\$ 205.4		

Figures in the table above may not equal or sum to figures presented elsewhere due to rounding.

Accounting Policies and Standards

Several new standards, and amendments to existing standards and interpretations, were not yet effective as at June 30, 2023, and have not been applied in preparing the Company's unaudited condensed consolidated interim financial statements. None of the standards are currently considered by the Company to be significant or likely to have a material impact on future financial statements.

Critical Accounting Estimates

For a review of significant management judgements affecting financial results and critical accounting estimates, please see our 2022 Annual Report, which can be found on SEDAR+ at www.sedarplus.ca. There were no changes to critical accounting estimates during the six months ended June 30, 2023.

Financial Instruments and Other Instruments

We use various financial instruments to reduce the impact of movement in foreign exchange rates on our net income. Please see our Management Discussion and Analysis for the year ended December 31, 2022 for a further discussion on our use of financial instruments. There were no changes to our use of financial instruments during the six months ended June 30, 2023.

Off-Balance Sheet Arrangements

The Company has off-balance sheet arrangements which include letters of credit and surety performance and payment bonds, primarily for timber purchases and CV and AD duty deposits. At June 30, 2023, such instruments aggregated \$13.3 million (December 31, 2022 - \$20.1 million). Off-balance sheet arrangements have not had, and are not reasonably likely to have, any material impact on the Company's current or future financial condition, results of operations or cash flows.

Related Party Transactions

Other than transactions in the normal course of business with the Board of Directors and key management personnel, the Company had no transactions between related parties in the three and six months ended June 30, 2023.

Risks and Uncertainties

The business of the Company is subject to several risks and uncertainties, including those described in the 2022 Annual Report which can be found on SEDAR+ at www.sedarplus.ca. Any of the risks and uncertainties described in the above-noted document could have a material adverse effect on our operations and financial condition and cash flows and, accordingly, should be carefully considered in evaluating Western's business. Except as set forth in this MD&A and the notes to our condensed consolidated interim financial statements, there were no additional risks and uncertainties identified during the six months ended June 30, 2023.

Internal Controls over Financial Reporting

There have been no changes in the Company's internal controls over financial reporting ("ICFR") during the three months ended June 30, 2023, that have materially affected, or are reasonably likely to materially affect, its ICFR.

Outstanding Share Data

As of August 3, 2023, there were 316,745,557 common shares of the Company issued and outstanding.

We have reserved 30,000,000 of our Shares for issuance upon the exercise of options granted under our incentive stock option plan. During the six months ended June 30, 2023, no options were granted, 400,000 previously granted options were exercised, 1,000,000 options expired and 2,246,778 options were forfeited. As of August 3, 2023, 11,486,679 stock options were outstanding under our incentive stock option plan.

Additional Information

Additional information relating to the Company and its operations, including the Company's Annual Information Form, can be found on SEDAR+ at www.sedarplus.ca.

Management's Discussion and Analysis – Appendix A

Summary of Selected Results for the Last Eight Quarters

(millions of Canadian dollars except per share amounts and where noted)

	2023		2022				2021		
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3	
Average exchange rate – USD to CAD	1.343	1.358	1.358	1.305	1.276	1.267	1.260	1.260	
Average exchange rate – CAD to USD	0.745	0.740	0.737	0.766	0.783	0.789	0.793	0.794	
Financial performance									
Revenue									
Lumber	\$ 212.4	\$ 211.0	\$ 219.7	\$ 267.1	\$ 351.8	\$ 313.9	\$ 268.0	\$ 299.8	
Logs	52.8	38.6	54.9	72.5	70.8	32.7	48.9	41.0	
By-products and other	10.8	14.2	16.4	16.4	14.8	13.0	11.0	12.1	
Total revenue	\$ 276.0	\$ 263.8	\$ 291.0	\$ 356.0	\$ 437.4	\$ 359.6	\$ 327.9	\$ 352.9	
Adjusted EBITDA	\$ (12.0)	\$ (5.0)	\$ (11.9)	\$ 17.3	\$ 66.2	\$ 65.4	\$ 52.5	\$ 66.3	
Adjusted EBITDA margin	(4%)	(2%)	(4%)	5%	15%	18%	16%	19%	
Net income (loss)	\$ (20.7)	\$ (17.7)	\$ (21.4)	\$ 6.6	\$ 38.6	\$ 38.0	\$ 28.5	\$ 42.2	
Earnings (loss) per share									
Basic	\$ (0.07)	\$ (0.05)	\$ (0.07)	\$ 0.02	\$ 0.12	\$ 0.12	\$ 0.08	\$ 0.12	
Diluted	\$ (0.07)	\$ (0.05)	\$ (0.07)	\$ 0.02	\$ 0.12	\$ 0.11	\$ 0.08	\$ 0.12	
Operating statistics									
Lumber ⁽¹⁾⁽²⁾									
Production	Mmfbm	148	162	139	169	173	175	179	175
Shipments	Mmfbm	153	170	155	179	197	186	164	193
Price	\$/mfbm	\$ 1,392	\$ 1,241	\$ 1,420	\$ 1,495	\$ 1,786	\$ 1,688	\$ 1,634	\$ 1,553
Logs ⁽³⁾									
Net production	000 m ³	935	621	658	800	904	748	700	690
Saw log purchases	000 m ³	167	192	173	302	328	290	211	227
Log availability	000 m ³	1,102	813	831	1,102	1,232	1,038	911	917
Shipments	000 m ³	370	245	367	404	391	167	378	325
Price ⁽⁴⁾	\$/m ³	\$ 129	\$ 135	\$ 142	\$ 172	\$ 166	\$ 163	\$ 117	\$ 120
Share Repurchases and Dividends									
Shares repurchased	# millions	-	-	2.2	6.5	-	3.4	17.4	14.6
Shares repurchased	\$ millions	\$ -	\$ -	\$ 3.0	\$ 10.0	\$ -	\$ 7.3	\$ 34.5	\$ 30.2
Dividends paid	\$ millions	\$ 3.9	\$ 4.0	\$ 3.9	\$ 4.1	\$ 4.0	\$ 3.3	\$ 3.3	\$ 3.6
Non-GAAP Financial Measures									
Net income (loss)		\$ (20.7)	\$ (17.7)	\$ (21.4)	\$ 6.6	\$ 38.6	\$ 38.0	\$ 28.5	\$ 42.2
Add:									
Amortization		13.2	13.1	12.0	12.7	12.8	12.7	12.7	12.0
Changes in fair value of biological assets		(0.1)	-	(0.2)	(0.2)	-	0.5	0.2	0.8
Operating restructuring items		1.6	5.2	3.9	(0.2)	0.2	0.6	0.8	0.9
Other expense (income)		0.8	0.1	2.0	(4.0)	(0.2)	0.1	(0.3)	(4.0)
Finance costs (income)		0.5	0.2	(0.1)	(0.7)	0.3	0.4	0.2	0.4
Income tax expense (recovery)		(7.3)	(5.9)	(8.0)	3.0	14.5	13.1	10.2	14.0
Adjusted EBITDA		\$ (12.0)	\$ (5.0)	\$ (11.9)	\$ 17.3	\$ 66.2	\$ 65.4	\$ 52.5	\$ 66.3
Divided by total revenue		276.0	263.8	291.0	356.0	437.4	359.6	327.9	352.9
Adjusted EBITDA margin		(4%)	(2%)	(4%)	5%	15%	18%	16%	19%

Figures in the table above may not equal, sum or recalculate to figures presented elsewhere due to rounding.

- (1) "mmfbm" = millions of board feet; "mfbm" = thousands of board feet.
- (2) Includes glue-laminated wood products.
- (3) Coastal BC business only. Net production is sorted log production, net of residuals and waste. Log availability is net production plus saw log purchases.
- (4) The average realized log price per cubic metre has been presented on a gross basis, which may include fee-in-lieu and shipping charges incurred on behalf of customers to facilitate sales to export markets.

In a normal operating year there is seasonality to the Company's operations with higher lumber sales in the second and third quarters when construction and renovation and repair activity, particularly in the US, has historically tended to be higher. Log production is greater in that same period as longer daylight permits more hours of operations. Logging activity may also vary depending on weather conditions such as rain, snow and ice in the winter and the threat of forest fire in the summer. This seasonality generally results in the Company increasing working capital utilization through its second quarter as it builds log inventory during optimal harvest conditions and builds lumber inventory in advance of seasonally high lumber demand.

The Company's quarterly financial trends are most impacted by typical industry-wide seasonality, levels of lumber production, log costs, market prices for lumber, labour disputes, the USD/CAD exchange rate, long term asset impairments and restructuring charges, and disposals of non-core properties.

Western Forest Products Inc.

Unaudited Condensed Consolidated Interim Financial Statements

For the three and six months ended June 30, 2023 and 2022

Western Forest Products Inc.
Condensed Consolidated Statements of Financial Position
(Expressed in millions of Canadian dollars) (unaudited)

	June 30, 2023	December 31, 2022
Assets		
Current assets:		
Cash and cash equivalents	\$ 3.2	\$ 15.8
Trade and other receivables	65.3	60.5
Inventory ^(Note 5)	226.3	224.8
Prepaid expenses and other assets	19.8	21.3
Assets held for sale ^(Note 6)	11.4	-
Income taxes receivable	10.5	17.4
	<u>336.5</u>	<u>339.8</u>
Non-current assets:		
Property, plant and equipment ^(Note 7)	351.6	364.7
Timber licenses	94.3	96.3
Biological assets ^(Note 8)	49.1	49.1
Other assets ^(Note 9)	72.7	75.7
Goodwill	6.9	7.0
Deferred income tax assets	0.7	0.2
	<u>\$ 911.8</u>	<u>\$ 932.8</u>
Liabilities and Equity		
Current liabilities:		
Bank indebtedness	\$ 1.0	\$ -
Accounts payable and accrued liabilities	109.7	108.5
Liabilities directly associated with assets held for sale ^(Note 6)	0.3	-
Income taxes payable	0.2	0.2
Lease liabilities	6.2	6.8
Reforestation obligation ^(Note 11)	8.3	8.3
Deferred revenue ^{(Notes 16, 21(c))}	2.0	2.0
	<u>127.7</u>	<u>125.8</u>
Non-current liabilities:		
Long-term debt ^(Note 10)	36.8	-
Lease liabilities	14.6	16.4
Reforestation obligation ^(Note 11)	13.5	13.8
Other liabilities ^(Note 13)	11.5	15.4
Deferred revenue ^{(Notes 16, 21(c))}	43.5	44.5
Deferred income tax liabilities	60.6	65.2
	<u>308.2</u>	<u>281.1</u>
Equity:		
Share capital ^(Note 14)	405.4	405.4
Contributed surplus	8.6	9.1
Translation reserve	1.8	3.6
Retained earnings	183.7	229.1
Total equity attributable to equity shareholders of the Company	<u>599.5</u>	<u>647.2</u>
Non-controlling interest	4.1	4.5
	<u>603.6</u>	<u>651.7</u>
	<u>\$ 911.8</u>	<u>\$ 932.8</u>

Commitments and contingencies ^(Note 21)

See accompanying notes to these unaudited condensed consolidated interim financial statements.

Approved on behalf of the Board:

"Daniel Nocente"
Chair

"Steven Hofer"
President & Chief Executive Officer

Western Forest Products Inc.
Condensed Consolidated Statements of Comprehensive Income
(Expressed in millions of Canadian dollars except for share and per share amounts) (unaudited)

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Revenue ^(Note 16)	\$ 276.0	\$ 437.4	\$ 539.8	\$ 797.0
Costs and expenses:				
Cost of goods sold	263.5	328.5	506.1	585.2
Freight	21.0	31.1	43.6	57.1
Export tax ^{(Note 21(a))}	6.2	14.7	10.9	26.2
Selling and administration	10.4	9.7	22.4	22.9
	<u>301.1</u>	<u>384.0</u>	<u>583.0</u>	<u>691.4</u>
Operating income (loss) prior to restructuring and other items	(25.1)	53.4	(43.2)	105.6
Operating restructuring items ^(Note 17)	(1.6)	(0.2)	(6.8)	(0.8)
Other income (expense) ^(Note 18)	(0.8)	0.2	(0.9)	0.1
	<u>(27.5)</u>	<u>53.4</u>	<u>(50.9)</u>	<u>104.9</u>
Operating income (loss)	(27.5)	53.4	(50.9)	104.9
Finance costs	(0.5)	(0.3)	(0.7)	(0.7)
	<u>(28.0)</u>	<u>53.1</u>	<u>(51.6)</u>	<u>104.2</u>
Income (loss) before income taxes	(28.0)	53.1	(51.6)	104.2
Income tax expense (recovery) ^(Note 19)				
Current	(6.2)	14.9	(8.2)	30.3
Deferred	(1.1)	(0.4)	(5.0)	(2.7)
	<u>(7.3)</u>	<u>14.5</u>	<u>(13.2)</u>	<u>27.6</u>
Net income (loss)	(20.7)	38.6	(38.4)	76.6
Net income (loss) attributable to equity shareholders of the Company	(21.0)	38.1	(38.0)	75.9
Net income (loss) attributable to non-controlling interest	0.3	0.5	(0.4)	0.7
	<u>(20.7)</u>	<u>38.6</u>	<u>(38.4)</u>	<u>76.6</u>
Other comprehensive income (loss)				
Items that will not be reclassified to profit or loss:				
Employee future benefits actuarial gain (loss)	(0.4)	0.4	0.2	3.6
Income tax recovery (expense) ^(Note 19)	0.1	(0.1)	(0.1)	(1.0)
Total items that will not be reclassified to profit or loss	<u>(0.3)</u>	<u>0.3</u>	<u>0.1</u>	<u>2.6</u>
Items that may be reclassified subsequently to profit or loss:				
Foreign currency translation differences for foreign operations	(1.6)	2.2	(1.8)	1.4
Total comprehensive income (loss)	<u>\$ (22.6)</u>	<u>\$ 41.1</u>	<u>\$ (40.1)</u>	<u>\$ 80.6</u>
Earnings (loss) per share (in dollars) ^(Note 20)				
Basic and diluted	\$ (0.07)	\$ 0.12	\$ (0.12)	\$ 0.23

Western Forest Products Inc.
Condensed Consolidated Statements of Changes in Equity

(Expressed in millions of Canadian dollars) (unaudited)

	Share Capital	Contributed Surplus	Translation Reserve	Retained Earnings	Non- controlling Interest	Total Equity
Balance at December 31, 2021	\$ 420.8	\$ 9.0	\$ (2.2)	\$ 184.5	\$ 5.1	\$ 617.2
Net income	-	-	-	75.9	0.7	76.6
Other comprehensive income (loss):						
Employee future benefits actuarial gain	-	-	-	3.6	-	3.6
Income tax expense on actuarial gain ^(Note 19)	-	-	-	(1.0)	-	(1.0)
Foreign currency translation differences for foreign operations	-	-	1.4	-	-	1.4
Total comprehensive income	-	-	1.4	78.5	0.7	80.6
Stock options recognized in equity ^{(Note 15(a))}	-	0.1	-	-	-	0.1
Exercise of stock options ^{(Notes 14, 15(a))}	0.1	(0.1)	-	(0.1)	-	(0.1)
Repurchase of shares ^(Note 14)	(4.3)	-	-	(3.0)	-	(7.3)
Dividends	-	-	-	(7.3)	-	(7.3)
Distribution to a non-controlling interest	-	-	-	-	(0.7)	(0.7)
Total transactions with owners, recorded directly in equity	(4.2)	-	-	(10.4)	(0.7)	(15.3)
Balance at June 30, 2022	\$ 416.6	\$ 9.0	\$ (0.8)	\$ 252.6	\$ 5.1	\$ 682.5
Balance at December 31, 2022	\$ 405.4	\$ 9.1	\$ 3.6	\$ 229.1	\$ 4.5	\$ 651.7
Net loss	-	-	-	(38.0)	(0.4)	(38.4)
Other comprehensive income (loss):						
Employee future benefits actuarial gain	-	-	-	0.2	-	0.2
Income tax expense on actuarial gain ^(Note 19)	-	-	-	(0.1)	-	(0.1)
Foreign currency translation differences for foreign operations	-	-	(1.8)	-	-	(1.8)
Total comprehensive loss	-	-	(1.8)	(37.9)	(0.4)	(40.1)
Stock options recognized in equity ^{(Note 15(a))}	-	(0.1)	-	-	-	(0.1)
Exercise of stock options ^{(Notes 14, 15(a))}	-	(0.4)	-	0.4	-	-
Dividends	-	-	-	(7.9)	-	(7.9)
Total transactions with owners, recorded directly in equity	-	(0.5)	-	(7.5)	-	(8.0)
Balance at June 30, 2023	\$ 405.4	\$ 8.6	\$ 1.8	\$ 183.7	\$ 4.1	\$ 603.6

See accompanying notes to these unaudited condensed consolidated interim financial statements.

Western Forest Products Inc.
Condensed Consolidated Statements of Cash Flows
(Expressed in millions of Canadian dollars) (unaudited)

	Three months ended		Six months ended	
	June 30,		June 30,	
	2023	2022	2023	2022
Cash provided by (used in):				
Operating activities:				
Net income (loss)	\$ (20.7)	\$ 38.6	\$ (38.4)	\$ 76.6
Items not involving cash:				
Amortization of property, plant and equipment ^(Note 7)	12.2	11.8	24.3	23.5
Amortization of timber licenses	1.0	1.0	2.0	2.0
Loss (gain) on disposal of property, plant, and equipment ^(Note 7)	(0.2)	0.1	(0.1)	(1.3)
Amortization of deferred revenue ^(Note 16)	(0.5)	(0.5)	(1.0)	(1.0)
Finance costs	0.5	0.3	0.7	0.7
Income tax (recovery) expense ^(Note 19)	(7.3)	14.5	(13.2)	27.6
Change in fair value of biological assets ^(Note 8)	(0.1)	-	(0.2)	0.5
Change in reforestation obligation ^(Note 11)	(0.9)	0.9	(0.5)	0.7
Share-based compensation, including mark-to-market adjustment ^(Note 15)	0.1	(2.4)	0.7	(1.4)
Change in employee future benefits obligation ^(Note 12)	(0.2)	(0.5)	(0.5)	(1.0)
Foreign exchange and other	(0.6)	(3.2)	(0.2)	0.2
Income taxes received (paid)	15.2	(29.6)	15.1	(88.0)
	<u>(1.5)</u>	<u>31.0</u>	<u>(11.3)</u>	<u>39.1</u>
Changes in non-cash working capital items:				
Trade and other receivables	(2.0)	4.3	(3.3)	(10.4)
Inventory	(1.0)	(31.3)	(4.3)	(58.6)
Prepaid expenses and other assets	4.7	1.1	1.4	(6.9)
Accounts payable and accrued liabilities	6.8	16.9	(1.4)	23.0
	<u>8.5</u>	<u>(9.0)</u>	<u>(7.6)</u>	<u>(52.9)</u>
	<u>7.0</u>	<u>22.0</u>	<u>(18.9)</u>	<u>(13.8)</u>
Investing activities:				
Additions to property, plant and equipment ^(Note 7)	(11.6)	(6.9)	(19.1)	(12.9)
Proceeds of property, equipment and other disposals	1.9	0.2	2.1	1.9
Advances and loans	(0.2)	-	(1.3)	-
Deposits on purchase of equipment	-	-	-	(2.0)
	<u>(9.9)</u>	<u>(6.7)</u>	<u>(18.3)</u>	<u>(13.0)</u>
Financing activities:				
Drawings on credit facility ^(Note 10)	11.0	-	37.0	-
Bank indebtedness	-	-	1.0	-
Equipment loan	0.1	-	0.1	-
Interest received (paid)	(0.9)	0.1	(1.2)	(0.1)
Lease payments	(2.5)	(2.0)	(4.4)	(3.8)
Repurchase of shares ^(Note 14)	-	-	-	(7.3)
Dividends	(3.9)	(4.0)	(7.9)	(7.3)
Distributions to a non-controlling interest	-	-	-	(0.4)
	<u>3.8</u>	<u>(5.9)</u>	<u>24.6</u>	<u>(18.9)</u>
Increase (decrease) in cash and cash equivalents	0.9	9.4	(12.6)	(45.7)
Cash and cash equivalents, beginning of period	2.3	74.9	15.8	130.0
Cash and cash equivalents, June 30	<u>\$ 3.2</u>	<u>\$ 84.3</u>	<u>\$ 3.2</u>	<u>\$ 84.3</u>

See accompanying notes to these unaudited condensed consolidated interim financial statements.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

1. Reporting entity

Western Forest Products Inc. (“Western” or the “Company”) is an integrated softwood forest products company, incorporated and domiciled in Canada, operating in the coastal region of British Columbia (“BC”) and Washington State. The address of the Company’s head office is Suite 800 – 1055 West Georgia Street, Vancouver, BC, Canada. The unaudited condensed consolidated interim financial statements as at and for the three and six months ended June, 2023 and 2022 comprise the financial results of the Company and its subsidiaries. The Company’s primary business is the sale of lumber and logs, which includes timber harvesting, sawmilling logs into specialty lumber, value-added lumber and glulam remanufacturing and wholesaling purchased lumber. The Company is listed on the Toronto Stock Exchange (“TSX”), under the symbol WEF.

2. Basis of preparation

(a) Statement of compliance

These unaudited condensed consolidated interim financial statements (“interim financial statements”) have been prepared in accordance with International Accounting Standards (“IAS”) 34, *Interim Financial Reporting*. These interim financial statements do not include all of the disclosures required by International Financial Reporting Standards (“IFRS”) for annual financial statements, and should be read in conjunction with the Company’s annual consolidated financial statements for the year ended December 31, 2022, available at www.westernforest.com or www.sedarplus.ca. Certain comparative prior period figures have been reclassified to conform to the current year’s presentation. References to the three and six months ended June 30 may be referred to as Q2 and YTD, respectively.

The interim financial statements were authorized for issue by the Board of Directors on August 3, 2023.

(b) Basis of measurement

The interim financial statements have been prepared on the historical cost basis except for the following material items in the statement of financial position:

- Biological assets are measured at fair value less costs to sell;
- Liabilities for cash-settled share-based payment transactions are measured at fair value at each reporting date;
- Derivative financial instruments are measured at fair value at each reporting date;
- The defined benefit pension liability is recognized as the net of the fair value of the plan assets, less the present value of the defined benefit obligation; and
- Reforestation obligations and lease liabilities are measured at the discounted value of expected future cash flows.

(c) Functional and presentation currency

These interim financial statements are presented in Canadian dollars (“CAD”) which is the Company’s functional currency. Certain of the Company’s subsidiaries have a functional currency of the US Dollar (“USD”) and are translated to CAD. All amounts are presented in millions of CAD, unless otherwise indicated.

3. Significant accounting policies

The accounting policies applied by the Company in these interim financial statements are the same as those applied by the Company in its annual consolidated financial statements as at and for the year ended December 31, 2022.

4. Seasonality of operations

In a normal operating year, there is some seasonality to the Company’s operations, with higher lumber sales in the second and third quarters when construction activity in certain key markets has historically tended to be higher. Logging activity may also vary depending on weather conditions such as rain, snow and ice in the winter and the threat of forest fires in the summer.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

5. Inventory

	June 30, 2023			December 31, 2022		
	Gross carrying value	Provisions	Lower of cost and net realizable value	Gross carrying value	Provisions	Lower of cost and net realizable value
Logs	\$ 156.8	\$ (28.1)	\$ 128.7	\$ 161.0	\$ (28.2)	\$ 132.8
Lumber	100.4	(23.5)	76.9	94.2	(24.9)	69.3
Supplies and other	20.7	-	20.7	22.7	-	22.7
	<u>\$ 277.9</u>	<u>\$ (51.6)</u>	<u>\$ 226.3</u>	<u>\$ 277.9</u>	<u>\$ (53.1)</u>	<u>\$ 224.8</u>

The carrying amount of inventory recorded at net realizable value was \$105.6 million at June 30, 2023 (December 31, 2022: \$98.4 million), with the remaining inventory recorded at cost.

For the three months and six months ended June 30, 2023, \$263.5 million and \$506.1 million (Q2 2022 and YTD 2022: \$328.5 million and \$585.2 million, respectively) of inventory was charged to cost of goods sold. This includes an increase in the provision for write-down to net realizable value of \$8.5 million and a decrease of \$1.5 million for the three and six months ended June 30, 2023, respectively (Q2 2022 and YTD 2022: increase of \$11.5 million and \$8.3 million, respectively).

6. Assets held for sale

Management intends to sell certain manufacturing assets. Accordingly, these assets are presented as an asset held for sale effective June 30, 2023. Fair value, less costs to sell, is expected to exceed the carrying amount.

Once classified as held for sale, plant and equipment are no longer amortized.

As at June 30, 2023, the assets held for sale comprised the following assets and liabilities:

	June 30, 2023
Inventory	\$ 2.5
Prepaid expenses and other assets	0.5
Property, plant and equipment	8.4
Assets held for sale	<u>\$ 11.4</u>
Lease liabilities held for sale	<u>\$ 0.3</u>

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

7. Property, plant and equipment

	Land	Buildings and equipment	Projects	Logging roads	Total, excluding right of use assets	Right of use assets	Total
Cost							
Balance at December 31, 2021	\$ 58.6	\$ 445.6	\$ 15.5	\$ 234.3	\$ 754.0	\$ 33.5	\$ 787.5
Acquisition	-	5.6	-	-	5.6	2.1	7.7
Additions	-	0.2	41.4	5.9	47.5	9.5	57.0
Disposals	(0.1)	(7.0)	(0.2)	-	(7.3)	(2.0)	(9.3)
Transfers	-	35.2	(38.5)	3.3	-	-	-
Effect of movements in exchange rates	1.0	3.9	(2.0)	2.0	4.9	0.5	5.4
Balance at December 31, 2022	59.5	483.5	16.2	245.5	804.7	43.6	848.3
Additions	-	-	15.4	3.9	19.3	2.5	21.8
Reclassification to asset held for sale	(2.1)	(17.2)	-	-	(19.3)	(0.5)	(19.8)
Disposals	(0.1)	(0.3)	(0.3)	-	(0.7)	(1.3)	(2.0)
Transfers	-	11.4	(12.0)	0.6	-	-	-
Effect of movements in exchange rates	(0.3)	(1.3)	-	-	(1.6)	(0.2)	(1.8)
Balance at June 30, 2023	\$ 57.0	\$ 476.1	\$ 19.3	\$ 250.0	\$ 802.4	\$ 44.1	\$ 846.5
Accumulated amortization							
Balance at December 31, 2021		\$ 226.6		\$ 202.1	\$ 428.7	\$ 15.6	\$ 444.3
Amortization		29.5		10.0	39.5	6.7	46.2
Disposals		(6.0)		-	(6.0)	(1.8)	(7.8)
Effect of movements in exchange rates		0.7		-	0.7	0.2	0.9
Balance at December 31, 2022		250.8		212.1	462.9	20.7	483.6
Amortization		15.4		5.1	20.5	3.8	24.3
Reclassification to asset held for sale		(11.2)		-	(11.2)	(0.2)	(11.4)
Disposals		(0.3)		-	(0.3)	(1.1)	(1.4)
Effect of movements in exchange rates		(0.2)		-	(0.2)	-	(0.2)
Balance at June 30, 2023		\$ 254.5		\$ 217.2	\$ 471.7	\$ 23.2	\$ 494.9
Carrying amounts							
At December 31, 2022	\$ 59.5	\$ 232.7	\$ 16.2	\$ 33.4	\$ 341.8	\$ 22.9	\$ 364.7
At June 30, 2023	\$ 57.0	\$ 221.6	\$ 19.3	\$ 32.8	\$ 330.7	\$ 20.9	\$ 351.6

The Company utilized \$0.2 million of cash deposits in the first six months ended June 30, 2023 (YTD 2022: \$3.1 million) as equipment was delivered.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

8. Biological assets

Reconciliation of carrying amount

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Carrying value, beginning	\$ 49.1	\$ 48.6	\$ 49.1	\$ 49.1
Change in fair value due to growth and pricing	0.1	0.3	0.2	0.6
Harvested timber transferred to inventory	(0.1)	(0.3)	(0.2)	(1.1)
Carrying value, June 30	\$ 49.1	\$ 48.6	\$ 49.1	\$ 48.6

Under IAS 41, *Agriculture*, the Company's private timberlands are classified as a growing forest, with the standing timber recorded as a biological asset at fair value less costs to sell at each reporting date.

At June 30, 2023, private timberlands comprised an area of approximately 22,693 hectares (December 31, 2022: 22,693 hectares) of land owned by the Company. Standing timber on private timberlands range from newly planted areas to mature forest available for harvest.

During the three and six months ended June 30, 2023, the Company harvested and scaled 5,824 cubic meters ("m3") and 33,711 m3 of logs, respectively (Q2 2022 and YTD 2022: 33,581 m3 and 110,514 m3, respectively), from its private timberlands, which had a fair value less costs to sell of \$131 per m3 at the date of harvest (YTD 2022: \$198 per m3).

9. Other assets

	June 30, 2023	Dec. 31, 2022
Export tax receivable and related interest ^{(Note 21 (a))}	\$ 63.8	\$ 63.7
Investments, long-term loans and advances	10.5	11.0
Note receivable	2.6	2.6
Cash deposits on equipment	-	0.2
Other	0.5	0.8
	77.4	78.3
Current portion of other assets	4.7	2.6
	\$ 72.7	\$ 75.7

10. Long-term debt

	June 30, 2023	Dec. 31, 2022
Credit facility drawings	\$ 37.0	\$ -
Equipment loan	0.1	-
	37.1	-
Less transaction costs	(0.3)	-
Long-term debt	\$ 36.8	\$ -
Available Credit Facility	\$ 250.0	\$ 250.0
Drawings on Credit Facility	(37.0)	-
Outstanding letters of credit	(19.6)	(16.0)
Unused portion of Credit Facility	\$ 193.4	\$ 234.0

The Company's syndicated Credit Facility (the "Credit Facility") provides for a maximum borrowing amount of \$250 million and includes an accordion feature which allows the Company to increase the aggregate amount available to \$350 million, subject to lender approval. The maturity date of the Credit Facility is July 21, 2025.

The Credit Facility is available in CAD by way of Prime Rate Advances, Bankers' Acceptances or Letters of Credit and in USD by way of US Base Rate Advances, US Prime Rate Advances, or Letters of Credit. Interest on the Credit Facility is indexed to benchmark rates and varies depending on the nature of each draw and certain financial benchmarks. The Credit Facility includes incentive pricing terms that can reduce or increase Western's borrowing costs by up to five basis points based on the achievement of sustainability-linked goals.

Western Forest Products Inc.

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(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

10. Long-term debt (continued)

The Credit Facility is secured by a general security agreement, excluding specified properties and their related assets, and is subject to certain financial covenants, including a maximum debt to total capitalization ratio. On June 29, 2023, certain financial covenants were amended for administrative purposes.

The Company's Credit Facility was drawn by \$37.0 million as at June 30, 2023 (December 31, 2022: \$nil). The Company was in compliance with its financial covenants as at June 30, 2023.

11. Reforestation obligation

The Company's provision for reforestation results from a legal obligation to reforest timber harvested from Crown land and arises as timber is harvested. Changes in the reforestation obligation are as follows:

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Reforestation obligation, beginning	\$ 22.6	\$ 22.3	\$ 22.1	\$ 22.4
Provision charged	2.2	4.9	3.5	6.7
Expenditures	(3.1)	(4.0)	(4.0)	(6.0)
Unwind of discount	0.1	0.1	0.2	0.2
	21.8	23.3	21.8	23.3
Less current portion	8.3	9.4	8.3	9.4
Long term reforestation obligation, June 30	\$ 13.5	\$ 13.9	\$ 13.5	\$ 13.9

The reforestation expenditures are expected to occur over the next one to ten years and have been discounted at risk-free rates of 3.27% to 5.15% (YTD 2022: 3.05% to 3.18%). The total undiscounted amount of the estimated future expenditures required to settle the reforestation obligation at June 30, 2023 is \$24.3 million (December 31, 2022: \$24.5 million). Reforestation expense incurred on current production is included in cost of goods sold and the unwinding of discount, or accretion cost, is included in finance costs.

12. Employee future benefits

The Company has defined benefit plans that provide pension or other retirement benefits to certain of its salaried employees. The Company also provides other post-employment benefits and pension bridging benefits to eligible retired employees. The defined benefit pension plans were closed to new participants effective June 30, 2006. No further benefits accrue under these plans for years of service after December 31, 2010, and no further benefits accrue under these plans for compensation increases effective December 31, 2016.

The amounts recognized in the statement of financial position for the Company's employee future benefit obligations, consisting of both the defined benefit salaried pension plans and other non-pension benefits are as follows:

	June 30, 2023	Dec. 31, 2022
Present value of obligations	\$ 92.6	\$ 92.9
Fair value of plan assets	(88.2)	(88.0)
Liability recognized in the statement of financial position ^(Note 13)	\$ 4.4	\$ 4.9

The change in the liability recognized in the statement of financial position at June 30, 2023 resulted primarily from higher returns on plan assets, partially offset by a decrease in the discount rate used to value the defined benefit obligations. The discount rate used as at June 30, 2023 was 5.0% per annum (December 31, 2022: 5.20% per annum).

The Company expects to make funding contributions to its defined benefit plans of \$1.2 million in 2023.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

13. Other liabilities

	Current	Non-current	Total
As at June 30, 2023			
Defined benefit employee future benefits obligation ^(Note 12)	\$ -	\$ 4.4	\$ 4.4
Defined contribution employee future benefits obligation	-	1.7	1.7
Environmental provision	1.8	1.8	3.6
Deferred share unit plan liabilities ^{(Note 15(b))}	2.5	-	2.5
Performance share unit plan liabilities ^{(Note 15(c))}	1.9	0.5	2.4
Restricted share unit plan liabilities ^{(Note 15(d))}	1.0	1.2	2.2
Other	-	1.9	1.9
	<u>\$ 7.2</u>	<u>\$ 11.5</u>	<u>\$ 18.7</u>
As at December 31, 2022			
Defined benefit employee future benefits obligation ^(Note 12)	\$ -	\$ 4.9	\$ 4.9
Defined contribution employee future benefits obligation	-	2.7	2.7
Environmental provision	1.9	1.8	3.7
Deferred share unit plan liabilities ^{(Note 15(b))}	2.4	-	2.4
Performance share unit plan liabilities ^{(Note 15(c))}	3.8	2.1	5.9
Restricted share unit plan liabilities ^{(Note 15(d))}	0.4	1.5	1.9
Other	-	2.4	2.4
	<u>\$ 8.5</u>	<u>\$ 15.4</u>	<u>\$ 23.9</u>

The current portion of Other liabilities is recognized in Accounts payable and accrued liabilities in the Statement of financial position.

14. Share capital

	Number of Common Shares	Amount
Balance at December 31, 2021	328,780,570	\$ 420.8
Exercise of stock options	108,585	0.1
Repurchase of shares	(12,146,409)	(15.5)
Balance at December 31, 2022	316,742,746	405.4
Exercise of stock options	2,811	-
Balance at June 30, 2023	<u>316,745,557</u>	<u>\$ 405.4</u>

On August 3, 2022, Western renewed its Normal Course Issuer Bid ("NCIB") whereby it can purchase for cancellation up to 27,420,905 of the Company's common shares, representing 10% of the public float outstanding as of August 3, 2022. The renewed NCIB expires August 10, 2023.

No shares were repurchased under the NCIB in the first six months ended June 30, 2023 (YTD 2022: 3,379,027 shares for \$7.3 million at an average price of \$2.17 per share, with charges of \$4.3 million and \$3.0 million to share capital and retained earnings, respectively). 8,767,382 common shares have been repurchased and cancelled under the renewed NCIB at an average price per common share of \$1.48.

On August 3, 2023, the NCIB was renewed effective August 11, 2023, permitting the purchase and cancellation of up to 15,837,277 of the Company's common shares, representing 5% of the public float outstanding as of August 2, 2023. The renewed NCIB expires August 10, 2024.

400,000 stock options were exercised in the first six months ended June 30, 2023 with 2,811 common shares issued on a cashless basis resulting in a \$0.4 million credit to retained earnings. (YTD 2022: 250,000 stock options exercised with 108,585 common shares issued on a cashless basis resulting in a negligible charge to retained earnings).

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

15. Share-based compensation plans

(a) Stock-option plan

The Company has an incentive stock option plan which permits the granting of options to eligible participants to purchase up to an aggregate of 30,000,000 common shares, of which 8,317,475 remain available for future issuance. Each option is exercisable, subject to vesting terms of 20% per year and immediately upon a change in control of the Company, into one common share, subject to adjustments, at a price of not less than the closing price of the common shares on the TSX on the day immediately preceding the grant date. Options granted under the Option Plan expire a maximum of ten years from the date of the grant.

The following table summarizes the change in options outstanding:

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding at December 31	15,133,457	\$ 1.72	15,247,304	\$ 1.71
Exercised	(400,000)	1.27	(250,000)	0.96
Expired	(1,000,000)	1.27	-	-
Forfeited	(2,246,778)	1.64	-	-
Outstanding at June 30	11,486,679	\$ 1.79	14,997,304	\$ 1.72

For the three and six months ended June 30, 2023, the Company recorded a compensation recovery in respect of options of \$nil and \$0.1 million, respectively (Q2 2022 and YTD 2022: \$nil and \$0.1 million expense, respectively), with a corresponding increase to contributed surplus.

(b) Deferred share unit ("DSU") plan

The Company has a DSU Plan for non-executive directors who may elect to take a portion of their fees in the form of DSUs. Prior to January 1, 2015, DSUs were also granted to designated executive officers.

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Number of DSUs	Weighted average unit value ¹	Number of DSUs	Weighted average unit value ¹
Outstanding at December 31	2,067,371	\$ 1.45	2,288,822	\$ 1.43
Granted ¹	385,309	1.07	240,816	1.64
Redeemed	-	-	(97,500)	1.09
Outstanding at June 30	2,452,680	\$ 1.39	2,432,138	\$ 1.46

¹Fair value at the date of the grants. Grants include notional dividends.

For the three and six months ended June 30, 2023, the Company recorded a compensation recovery for DSUs of \$0.1 million and \$0.2 million, respectively (Q2 2022 and YTD 2022: \$1.3 million and \$1.5 million recovery, respectively), with a corresponding change to accounts payable and accrued liabilities.

(c) Performance share unit ("PSU") plan

The Company has established a PSU Plan for designated officers and employees.

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Number of PSUs	Weighted average unit value ¹	Number of PSUs	Weighted average unit value ¹
Outstanding at December 31	3,591,951	\$ 1.46	3,538,407	\$ 1.40
Granted ¹	1,590,862	1.30	941,768	2.07
Redeemed	(1,655,262)	1.08	(718,165)	1.89
Forfeited	-	-	(112,919)	1.46
Outstanding at June 30	3,527,551	\$ 1.56	3,649,091	\$ 1.47

¹Fair value at the date of the grants. Grants include notional dividends.

For the three and six months ended June 30, 2023, the Company recorded a compensation expense for PSUs of \$nil and \$0.2 million (Q2 2022 and YTD 2022: \$1.0 million and \$0.2 million recovery, respectively), with corresponding changes to accounts payable and accrued liabilities and other liabilities.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and six months ended June 30, 2023 and 2022

(Tabular amounts expressed in millions of Canadian dollars except number of shares and per share amounts)

15. Share-based compensation plans (continued)

(d) Restricted share unit ("RSU") plan

The Company has established an RSU Plan for designated officers and employees.

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Number of RSUs	Weighted average unit value ¹	Number of RSUs	Weighted average unit value ¹
Outstanding at December 31	3,438,775	\$ 1.61	2,201,462	\$ 1.52
Granted ¹	1,506,383	1.30	752,050	2.07
Redeemed	(341,235)	1.08	-	-
Forfeited	-	-	(89,095)	1.56
Outstanding at June 30	4,603,923	\$ 1.55	2,864,417	\$ 1.66

¹Fair value at the date of the grants. Grants include notional dividends.

For the three and six months ended June 30, 2023, the Company recorded compensation expense for RSUs of \$0.2 million and \$0.6 million, respectively (Q2 2022 and YTD 2022: 0.1 million recovery and \$0.2 million expense, respectively) with corresponding changes in accounts payable and accrued liabilities and to other liabilities.

16. Revenue

Disaggregation of revenue

In the following table, revenue is disaggregated by primary geographical market based on the known origin of the customer, and by major products.

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Primary geographic markets				
Canada	\$ 102.9	\$ 166.5	\$ 207.0	\$ 270.6
United States	109.6	142.7	198.2	271.2
Japan	28.4	58.5	54.4	120.1
China	17.6	26.8	43.3	56.5
Other	12.8	42.9	29.9	78.6
Europe	4.7	-	7.0	-
	<u>\$ 276.0</u>	<u>\$ 437.4</u>	<u>\$ 539.8</u>	<u>\$ 797.0</u>
Major Products				
Lumber	\$ 212.4	\$ 351.8	\$ 423.4	\$ 665.7
Logs	52.8	70.8	91.4	103.5
By-products and other	10.8	14.8	25.0	27.8
	<u>\$ 276.0</u>	<u>\$ 437.4</u>	<u>\$ 539.8</u>	<u>\$ 797.0</u>

Contract balances

The following table provides information about receivables and contract liabilities from contracts with customers.

	June 30, 2023	Dec. 31, 2022
Trade and other receivables	\$ 65.3	\$ 60.0
Other investments and advances	3.3	1.4
Contract liabilities	<u>45.5</u>	<u>46.5</u>

Contract liabilities relate to the consideration received from a customer for a long-term fibre supply contract and are recognized as deferred revenue, for which revenue is recognized straight-line over the term of the contract (see Note 21(c)). The Company recognized related revenue of \$0.5 million and \$1.0 million for the three and six months ended June 30, 2023 (Q2 2022 and YTD 2022: \$0.5 million and \$1.0 million, respectively).

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17. Operating restructuring items

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Retirement and other benefits	\$ 1.5	\$ -	\$ 6.6	\$ -
Other	0.1	0.2	0.2	0.8
	<u>\$ 1.6</u>	<u>\$ 0.2</u>	<u>\$ 6.8</u>	<u>\$ 0.8</u>

18. Other income (expense)

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Gain (loss) on disposal of property, plant, and equipment	\$ 0.2	\$ (0.1)	\$ 0.1	\$ 1.3
Foreign exchange gain (loss)	(1.6)	0.6	(1.6)	(0.2)
Other	0.6	(0.3)	0.6	(1.0)
	<u>\$ (0.8)</u>	<u>\$ 0.2</u>	<u>\$ (0.9)</u>	<u>\$ 0.1</u>

19. Income taxes

Income tax expense (recovery) differs from the amount that would be computed by applying the Company's combined Federal and Provincial statutory rate as follows:

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Income (loss) before income taxes	\$ (28.0)	\$ 53.1	\$ (51.6)	\$ 104.2
Income tax expense (recovery) at statutory rate of 27%	\$ (7.5)	\$ 14.3	\$ (13.9)	\$ 28.1
Difference in tax rates	-	(0.4)	0.2	(0.8)
Other permanent differences	0.2	0.6	0.5	0.8
Change in unrecognized deductible temporary differences	-	(0.1)	-	-
Other	-	0.1	-	(0.5)
	<u>\$ (7.3)</u>	<u>\$ 14.5</u>	<u>\$ (13.2)</u>	<u>\$ 27.6</u>
Recognized in other comprehensive income (loss)				
Deferred tax expense (recovery)	\$ (0.1)	\$ 0.1	\$ 0.1	\$ 1.0

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20. Earnings (loss) per share

Net earnings (loss) per share is calculated utilizing the treasury stock method for determining the dilutive effect of options issued. The reconciliation of the numerator and denominator is determined as follows:

	Three months ended June 30, 2023			Three months ended June 30, 2022		
	Net loss attributable to equity shareholders	Weighted average number of shares	Per share	Net income attributable to equity shareholders	Weighted average number of shares	Per share
Issued shares, beginning of period		316,745,557			325,510,128	
Effect of shares:						
Issued in the quarter		-			-	
Repurchased in the quarter		-			-	
Basic earnings (loss) per share	\$ (21.0)	316,745,557	\$ (0.07)	\$ 38.1	325,510,128	\$ 0.12
Effective of dilutive securities:						
Stock options*		91,153			2,694,556	
Diluted earnings (loss) per share	\$ (21.0)	316,745,557	\$ (0.07)	\$ 38.1	328,204,684	\$ 0.12
	Six months ended June 30, 2023			Six months ended June 30, 2022		
	Net loss attributable to equity shareholders	Weighted average number of shares	Per share	Net income attributable to equity shareholders	Weighted average number of shares	Per share
Issued shares at December 31		316,742,746			328,780,570	
Effect of shares:						
Issued in the first six months		2,066			76,789	
Repurchased in the first six months		-			(3,109,578)	
Basic earnings (loss) per share	\$ (38.0)	316,744,812	\$ (0.12)	\$ 75.9	325,747,781	\$ 0.23
Effective of dilutive securities:						
Stock options		351,197			2,978,547	
Diluted earnings (loss) per share	\$ (38.0)	316,744,812	\$ (0.12)	\$ 75.9	328,726,328	\$ 0.23

* Where the addition of stock options to the total shares outstanding has an anti-dilutive impact on the diluted earnings (loss) per share calculation, those stock options have not been included in the total shares outstanding for purposes of the calculation of diluted earnings (loss) per share.

21. Commitments and contingencies

(a) Softwood lumber duty dispute

On October 12, 2015, the softwood lumber agreement between Canada and the US, under which Canadian softwood lumber shipments to the US ("shipments") were assessed an export tax by the Canadian government, expired.

From 2017 onward, as a result of petitions filed by the US Lumber Coalition, and others, and determinations made by the US International Trade Commission, the US Department of Commerce ("DoC") imposed Countervailing ("CV") and Anti-dumping duties ("AD") on shipments to the US from Canada. As a result of these actions, cash deposits for CV were required for Canadian lumber imports to the US effective April 28, 2017 through August 25, 2017, and from December 28, 2017 onwards; and cash deposits for AD were required for Canadian lumber imports to the US effective June 30, 2017 until December 26, 2017, and from December 28, 2017 onwards.

As each DoC Administrative Review ("AR") of a shipment year is completed, final rates are published in the federal register and a revised cash deposit rate is established until publication of final rates of the next AR.

The Company expenses export taxes at the cash duty deposit rate as lumber shipments are made. Where final duty rates differed from cash deposit rates, the Company recognized revisions to its export tax expense.

As cash deposit rates exceeded final duty rates for lumber shipments made in 2017 through 2020, the Company recognized a long-term interest-bearing duty receivable totalling USD\$43.0 million (CAD\$58.2 million) in its Statement of financial position.

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21. Commitments and contingencies (continued)

(a) Softwood lumber duty dispute (continued)

On December 1, 2022, the DoC and US International Trade Commission (“USITC”) initiated a sunset review, required to be conducted no later than five years after an AD or CV order is issued. The DoC review determines whether revoking the orders would be likely to lead to a continuation or recurrence of dumping or subsidies. The USITC review determines whether revoking the orders would be likely to lead to a continuation or recurrence of material injury to the US industry. If both determinations are negative, the orders will be revoked.

On March 27 and April 3, 2023, the DoC issued the final results of its first sunset review of the CV and AD orders, respectively, concluding that if duties on Canadian softwood lumber products were revoked, there would likely be a continuation or recurrence of countervailable subsidies and dumping. These results do not impact the CV and AD rates currently in effect. The USITC’s final results of the sunset reviews are expected in late 2023 or early 2024.

On March 14, 2023, the DoC initiated its fifth AR review of CV and AD rates for shipments in 2022.

On July 27, 2023, the DoC released its final determination for CV and AD rates from its fourth AR for shipments in 2021, which resulted in an additional export tax recovery of USD\$3.7 million (CAD\$4.5 million) to be recognized in the third quarter of 2023. Effective August 1, 2023, cash deposits will continue at the revised combined duty rate of 7.99% until publication of final rates of the fifth AR in the federal register, after which time the new rates will apply.

The following table summarizes the cash deposit rates in effect and the final rates applicable to Canadian lumber shipments to the US in 2017 through 2021:

Administrative review			AR5	AR4	AR3	AR2	AR1	AR1	
	Aug. 9, 2022	Jan. 10, 2022	Dec. 1, 2021	Dec. 1, 2020	Jan. 1, 2020				
Lumber shipment date	Aug. 1, 2023 onward	through July 31, 2023	through Aug. 8, 2022	through Jan. 9, 2022	through Nov. 30, 2021	through Nov. 30, 2020	Year	Year	
							2019	2018	2017
Cash deposit rate									
CV	1.79%	3.83%	6.32%	6.31%	7.42%	14.19%	14.19%	14.19%	14.19%
AD	6.20%	4.76%	11.59%	11.59%	1.57%	6.04%	6.04%	6.04%	6.04%
Combined	7.99%	8.59%	17.91%	17.90%	8.99%	20.23%	20.23%	20.23%	20.23%
Duty rate									
CV				2021 Final	2020 Final	2019 Final	2018 Final	2017 Final	
AD				1.79%	3.83%	6.32%	7.42%	7.26%	
Combined				6.20%	4.76%	11.59%	1.57%	1.57%	
				7.99%	8.59%	17.91%	8.99%	8.83%	

At June 30, 2023, including interest of USD\$5.1 million (December 31, 2022: USD\$4.0 million), the duty receivable of USD\$48.1 million (December 31, 2022: USD\$47.0 million) was revalued at the quarter-end exchange rate to CAD\$63.8 million (December 31, 2022: CAD\$63.7 million).

Interest revenue of \$0.7 million and \$1.5 million for the three and six months ended June 30, 2023, respectively were recorded in finance costs (Q2 2022 and YTD 2022: \$0.2 million and \$0.3 million, respectively). Related foreign exchange losses of \$0.1 million and \$0.1 million for the three and six months ended June 30, 2023, respectively were recorded in other income (Q2 2022 and YTD 2022: \$1.2 million and \$0.7 million gains, respectively).

As at June 30, 2023, the Company had paid \$209.4 million of duties, all of which remain held in trust by US Department of Treasury (December 31, 2022: \$203.0 million). With the exception of USD\$43.0 million (CAD\$57.0 million) of duty deposits recognized as a receivable, all duty deposits have been expensed at the cash deposit rates in effect at the date of payment.

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21. Commitments and contingencies (continued)

(b) Litigation and claims

In the normal course of business, the Company may be subject to claims and legal actions that may be made by customers, unions, suppliers and others in respect of which either provision has been made or for which no material liability is expected. Where the Company is unable to determine the outcome of these disputes no amounts have been accrued in these consolidated financial statements.

(c) Long-term fibre supply agreements

Certain of the Company's long-term fibre supply agreements with third parties have minimum volume requirements and may, in the case of a failure to produce the minimum annual volume, require the Company to conduct whole log chipping or sell saw logs, which could reduce log availability for our sawmills, source the deficiency from third parties at additional cost or incur a penalty under the fibre supply agreements. If the Company takes any significant curtailments in its sawmills its chip production would decline, increasing the risk that the Company would not meet its contractual obligations where it is not possible to secure replacement chips on the open market. Based on chip and pulp log volumes supplied to date and the exercise of force majeure provisions, the Company believes it has satisfied fibre commitments as at June 30, 2023. The Company anticipates satisfying annual fibre commitments for the year ending December 31, 2023.

(d) Tree Farm Licence ("TFL") 44 Allowable Annual Cut Reduction

On June 26, 2023, British Columbia's ("the Province") deputy chief forester set a new allowable annual cut ("AAC") for TFL 44, reducing the allowable annual log harvest from 793,600 cubic metres to 642,800 cubic metres. The lowered AAC was effective immediately and reflects harvest reductions associated with forest resources and socio-economic objectives of the Crown including the reallocation of previously unharvested volume to new forest licences.

The TFL 44 licence is held by the Tsawak-qin Forestry Limited Partnership ("TFLP"), a partnership between Western and Huumis Ventures Limited Partnership, a limited partnership beneficially owned by the Huu-ay-aht First Nations ("HFN"). The Company, TFLP and the HFN strongly oppose the AAC determination and the allocation of unharvested volume to new forest licences in light of their serious concerns that the allocation significantly affected the AAC determination and are pursuing this matter with the Province. The Company is unable to assess the potential impact of this AAC determination on the business at this time.

22. Financial instruments – fair values and risk management

The Company classifies its financial assets in the following categories: amortized cost, fair value through other comprehensive income ("FVOCI") – debt investment; FVOCI – equity investment; or fair value through profit and loss ("FVTPL"), depending upon the business model in which a financial asset is managed and its contractual cash flow characteristics. The Company's non-derivative financial liabilities are measured at amortized cost using the effective interest method.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices that are observable for the assets or liability, either directly or indirectly; or
- Level 3: inputs for the asset or liability that are not based on observable market data.

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets or liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

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22. Financial instruments – fair values and risk management (continued)

	June 30, 2023			December 31, 2022			
	Level	Mandatory at FVTPL	Amortized Cost	Total	Mandatory at FVTPL	Amortized Cost	Total
Financial assets							
Market-based investments	2	\$ 4.7	\$ -	\$ 4.7	\$ 4.5	\$ -	\$ 4.5
Foreign currency forward contracts	2	-	-	-	0.1	-	0.1
Cash and cash equivalents		-	3.2	3.2	-	15.8	15.8
Trade and other receivables		-	60.6	60.6	-	59.9	59.9
Other investments and advances		-	3.3	3.3	-	1.4	1.4
Export tax and related interest receivable (Note 21(a))	3	63.8	-	63.8	63.7	-	63.7
Total financial assets		\$ 68.5	\$ 67.1	\$ 135.6	\$ 68.3	\$ 77.1	\$ 145.4
	Level	Mandatory at FVTPL	Other Financial Liabilities	Total	Mandatory at FVTPL	Other Financial Liabilities	Total
Financial liabilities							
Bank indebtedness (Note 10)		\$ -	\$ 1.0	\$ 1.0	\$ -	\$ -	\$ -
Foreign currency forward contracts	2	0.1	-	0.1	-	-	-
Long-term debt (Note 10)		-	37.1	37.1	-	-	-
Accounts payable and accrued liabilities	2	-	112.3	112.3	-	108.5	108.5
Lease liabilities	2	-	21.1	21.1	-	23.2	23.2
Total financial liabilities		\$ 0.1	\$ 171.5	\$ 171.6	\$ -	\$ 131.7	\$ 131.7

The Company enters into forward contracts to sell USD and JPY in order to mitigate a portion of the foreign currency risk. At June 30, 2023, the Company had outstanding obligations to sell an aggregate USD\$26.0 million at an average exchange rate of CAD\$1.3210 per USD with maturities through August 1, 2023.

All foreign currency gains or losses related to currency forward contracts have been recognized in revenue for the period as described in the following table.

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Fair value of (asset), beginning of period	\$ (0.2)	\$ (1.6)	\$ (0.1)	\$ (1.1)
Fair value of asset (liability) at June 30	(0.1)	(0.1)	(0.1)	(0.1)
Change in unrealized foreign currency gains (losses)	(0.3)	(1.7)	(0.2)	(1.2)
Realized foreign currency gains on settled contracts	1.1	(0.4)	1.4	0.3
Foreign currency gains (losses) recognized in revenue	\$ 0.8	\$ (2.1)	\$ 1.2	\$ (0.9)

Forward contracts in a liability position are included in accounts payable and accrued liabilities on the statement of financial position and assets are included in trade and other receivables.



Western Forest Products Inc.

DEFINING A HIGHER STANDARD™

Suite 800
1055 West Georgia Street
Royal Centre, PO Box 11122
Vancouver, British Columbia
Canada V6E 3P3
Telephone: 604 648 4500

www.westernforest.com
info@westernforest.com

Trading on the TSX as "WEF"