



Western Forest Products®

Western Forest Products Inc.

2024 Third 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 nine months ended September 30, 2024, 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 nine months ended September 30, 2024, and our audited annual consolidated financial statements and the notes thereto and Management's Discussion and Analysis for the year ended December 31, 2023, which can be found on SEDAR+ at www.sedarplus.ca.

The Company has prepared the consolidated financial statements for the three and nine months ended September 30, 2024, in accordance with IFRS Accounting Standards, 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 prior period comparative 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, North American and international market conditions, prices, demands and growth; economic conditions; legislative changes and policy initiatives; our growth, marketing, production, wholesale, operational and capital allocation plans, investments and strategies, fibre availability and regulatory developments; changes to stumpage rates and the expected timing thereof; the impact of public health threats; the execution of our sales and marketing strategy; the development, completion and implementation of integrated resource management plans or forest landscape plan pilots by First Nations, including the Plans; the timing and impact of the determination of a new allowable annual cut ("AAC") for Tree Farm Licence ("TFL") 19; the impact of the determination of a new AAC for North Island Timber Supply Area, the potential to execute future options for the APD property; the capacity of the Company's facilities and assets including its continuous dry kilns and the expected timing and cost of completion and commissioning of the Company's announced strategic investments and capital expenditures. 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 AAC, the ability to obtain operational permits, development and changes in laws and regulations affecting the forest industry, changes in the price of key materials for our products, changes in opportunities, information systems security 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 November 6, 2024.

Summary of Selected Quarterly Results ⁽¹⁾

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

| Summary Information | | Q3 2024 | Q3 2023 | Q2 2024 | YTD 2024 | YTD 2023 |
|--|--------------------|------------|------------|------------|-------------|-------------|
| Revenue | | | | | | |
| Lumber ⁽²⁾ | | \$ 189.9 | \$ 179.9 | \$ 235.3 | \$ 602.8 | \$ 603.3 |
| Logs | | 39.9 | 38.4 | 56.5 | 141.5 | 129.8 |
| By-products | | 9.1 | 7.2 | 12.4 | 32.0 | 29.9 |
| Forestry services and other ⁽³⁾ | | 2.8 | 5.6 | 5.3 | 14.4 | 7.9 |
| Total revenue | | 241.7 | 231.1 | 309.5 | 790.7 | 770.9 |
| Freight | | 16.4 | 15.7 | 19.4 | 51.8 | 59.3 |
| Export tax expense | | 6.2 | 5.2 | 6.3 | 16.5 | 16.1 |
| Export tax recovery | | (1.0) | (4.3) | - | (1.0) | (4.3) |
| Stumpage | | 7.8 | 5.9 | 6.6 | 19.7 | 35.7 |
| Adjusted EBITDA ⁽⁴⁾ | | \$ (10.7) | \$ (11.6) | \$ 9.4 | \$ (5.5) | \$ (28.7) |
| Adjusted EBITDA margin ⁽⁴⁾ | | (4%) | (5%) | 3% | (1%) | (4%) |
| Operating loss prior to restructuring and other items | | \$ (24.4) | \$ (25.8) | \$ (4.3) | \$ (46.0) | \$ (69.0) |
| Net loss | | (19.6) | (17.4) | (5.7) | (33.3) | (55.8) |
| Loss per share, basic and diluted | \$ per share | (0.06) | (0.05) | (0.01) | (0.09) | (0.17) |
| Operating Information ⁽⁵⁾ | | | | | | |
| Lumber shipments ⁽²⁾⁽⁶⁾ | mmfbm | 138 | 130 | 173 | 442 | 452 |
| Cedar | mmfbm | 33 | 34 | 39 | 102 | 101 |
| Japan Specialty | mmfbm | 21 | 19 | 27 | 77 | 54 |
| Industrial ⁽²⁾ | mmfbm | 19 | 19 | 23 | 63 | 66 |
| Commodity | mmfbm | 65 | 58 | 84 | 199 | 231 |
| Lumber production ⁽²⁾ | mmfbm | 127 | 126 | 151 | 424 | 436 |
| Lumber price, average ⁽²⁾ | \$/mfbm | \$ 1,378 | \$ 1,388 | \$ 1,363 | \$ 1,364 | \$ 1,334 |
| Wholesale lumber shipments | mmfbm | 8 | 6 | 10 | 25 | 15 |
| Log shipments | 000 m ³ | 347 | 324 | 339 | 1,023 | 939 |
| Domestic | 000 m ³ | 230 | 222 | 250 | 764 | 722 |
| Export | 000 m ³ | - | - | - | - | - |
| Pulp | 000 m ³ | 117 | 102 | 88 | 260 | 217 |
| Net production ⁽⁷⁾ | 000 m ³ | 659 | 678 | 820 | 2,095 | 2,234 |
| Saw log purchases | 000 m ³ | 215 | 116 | 172 | 516 | 475 |
| Log price, average ⁽⁸⁾ | \$/m ³ | \$ 113 | \$ 118 | \$ 155 | \$ 132 | \$ 126 |
| Illustrative Lumber Average Price Data ⁽⁹⁾ | | | | | | |
| | Price Basis | | | | | |
| Grn WRC #2 Clear & Btr 4x6W RL (\$C) | cif dest N Euro | \$ 8,100 | \$ 8,550 | \$ 8,167 | \$ 8,253 | \$ 8,600 |
| Grn WRC Deck Knotty 2x6 RL S4S | Net fob Mill | \$ 1,368 | \$ 1,206 | \$ 1,195 | \$ 1,210 | \$ 1,326 |
| Grn WRC #2 & Btr AG 6x6 RL | Net fob Mill | \$ 3,391 | \$ 3,315 | \$ 3,318 | \$ 3,341 | \$ 3,315 |
| Coast Grn WRC Std&Btr NH 3/4x4 RL S1S2E | Net fob Mill | \$ 1,123 | \$ 1,319 | \$ 1,100 | \$ 1,108 | \$ 1,465 |
| Grn Hem Baby Squares Merch 4-1/8x4-1/8 13' | c&f dest Japan | \$ 975 | \$ 960 | \$ 975 | \$ 975 | \$ 1,116 |
| Grn Dfir Baby Squares Merch 4-1/8x4-1/8 RL S4S | c&f dest Japan | \$ 1,132 | \$ 1,120 | \$ 1,135 | \$ 1,134 | \$ 1,209 |
| Grn Dfir (Portland) #1&Btr 100% FOHC 6x6 Rough | Net fob Mill | \$ 1,626 | \$ 1,898 | \$ 1,567 | \$ 1,636 | \$ 1,955 |
| Hemlock Lumber 2x4 (40x90) Metric RG Utility | cif dest Shanghai | \$ 389 | \$ 393 | \$ 417 | \$ 396 | \$ 410 |
| Coast KD Hem-Fir #2 & Btr 2x4 | Net fob Mill | \$ 411 | \$ 480 | \$ 446 | \$ 439 | \$ 428 |
| Average exchange rate – CAD to USD ⁽¹⁰⁾ | | 0.733 | 0.746 | 0.731 | 0.735 | 0.743 |
| Average exchange rate – CAD to JPY ⁽¹⁰⁾ | | 109.23 | 107.78 | 113.89 | 111.05 | 102.56 |

(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) Forestry services and other include harvesting, roadbuilding, reforestation, planning and other services.

(4) 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.

(5) "mmfbm" = millions of board feet; "mfbm" = thousands of board feet.

(6) Includes wholesale lumber shipments.

(7) Net production is sorted log production, net of residuals and waste.

(8) 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.

(9) Sourced from Random Lengths in USD/Mfbm except Hemlock Metric RG Utility that is sourced from the Forest Economic Advisors LLC China Bulletin.

(10) Canadian Dollar ("CAD"), United States Dollar ("USD"), Japanese yen ("JPY").

Summary of Third Quarter 2024 Results

We reported negative Adjusted EBITDA of \$10.7 million in the third quarter of 2024, which included \$1.0 million in export tax recovery, as compared to negative \$11.6 million in the same period last year, which included \$4.3 million in export tax recovery. Results in the third quarter of 2024 reflect higher log and lumber shipments, partially offset by a weaker log and lumber sales mix and higher stumpage and export tax rates as compared to the same period last year.

Net loss was \$19.6 million in the third quarter of 2024, as compared to a net loss of \$17.4 million in the same period last year. Operating loss prior to restructuring and other items was \$24.4 million in third quarter of 2024, as compared to a loss of \$25.8 million in the same period last year.

Sales

Lumber revenue was \$189.9 million in the third quarter of 2024 as compared to \$179.9 million in the same period last year, an increase of 6%, primarily due to higher lumber shipments. Our average realized lumber price slightly decreased to \$1,378 per thousand board feet, as compared to \$1,388 per thousand board feet in the same period last year, primarily due to a slightly weaker mix of specialty lumber products.

Specialty lumber shipments represented 53% of total lumber shipment volumes in the third quarter of 2024, as compared to 55% in the same period last year. Cedar, Industrial and Japan lumber shipment volumes were relatively flat compared to the same period last year. Commodity lumber shipments increased by 12% due to increased shipment volumes to China as compared to the same period last year.

Log revenue was \$39.9 million in the third quarter of 2024, as compared to \$38.4 million in the same period last year. The increase of 4% was due to higher shipment volumes, partially offset by a weaker sales mix as compared to the same period last year.

By-products revenue was \$9.1 million, as compared to \$7.2 million in the same period last year on higher chip sales prices and higher chip sales volumes.

Forestry services and other revenue were \$2.8 million, as compared to \$5.6 million in the same period last year. The decrease was due to reductions in harvesting and road building services provided to third parties as a result of permitting delays.

Operations

Lumber production was 127 million board feet in the third quarter of 2024, as compared to 126 million board feet in the same period last year. During the third quarter of 2024, we curtailed production by approximately 30 million board feet due to weaker lumber demand, lack of available economic log supply and to complete strategic capital projects at our Duke Point and Chemainus sawmill. The third quarter of 2023 was similarly impacted by curtailments at certain sawmills to match production to market demand.

We harvested 659,000 cubic metres of logs from our BC coastal operations in the third quarter of 2024, as compared to 678,000 cubic metres in the same period last year. Harvest levels continue to be impacted by ongoing permitting delays.

Timberlands harvest costs per cubic metre increased 8% compared to the same period last year, primarily due to higher stumpage rates, increased road building activity and haul distances, and lower harvest volumes. Average stumpage per cubic metre in the third quarter of 2024 increased by 38% compared to the same period last year.

BC Coastal sawlog purchases increased to 215,000 cubic metres in the third quarter of 2024, as compared to 116,000 cubic metres in the same period last year. We increased sawlog purchases to balance overall log inventory to market conditions and fibre requirements of our manufacturing facilities.

Freight expense was \$16.4 million in the third quarter of 2024 as compared to \$15.7 million in the same period last year. The increase of 4% was due to an increase in lumber shipment volumes, partially offset by lower container and truck rates.

Adjusted EBITDA and operating income included \$6.2 million of countervailing duty ("CV") and anti-dumping duty ("AD") expense in the third quarter of 2024, as compared to \$5.2 million in the same period of 2023. A higher average export tax rate was partially offset by lower US-destined lumber shipments from our Canadian sawmills.

During the third quarter of 2024, we recognized an export tax recovery of \$1.0 million on the finalization of CV and AD rates for shipments made in 2022. The comparative quarter of 2023 included an export tax recovery of \$4.3 million on the finalization of CV and AD duty rates for shipments made in 2021.

Corporate and Other

Selling and administration expense was \$10.7 million in the third quarter of 2024, as compared to \$9.6 million in the same period. The increase was due to incremental share-based incentive compensation expense as a result of changes in the Company's share price utilized in the related calculations.

Restructuring costs of \$1.9 million in the third quarter of 2024 consisted primarily of a \$1.3 million parts inventory impairment and \$0.9 million in employee severance at the Alberni Pacific Division ("APD") with some offsets. We recorded restructuring recoveries of \$0.2 million in the same period last year.

Other loss was \$0.7 million in the third quarter of 2024 as compared to other income of \$2.2 million in the same period last year, primarily resulting from foreign currency revaluation of a higher USD-denominated export tax receivable.

Finance costs were \$1.2 million in the third quarter of 2024 as compared to \$0.5 million in the same period last year, resulting from interest expense on higher average borrowings and interest rates.

Income Taxes

Income tax recoveries were \$8.6 million on a net loss before tax of \$28.2 million for an effective tax rate of 30% in the third quarter of 2024, as compared to \$6.5 million on a net loss before tax of \$23.9 million for an effective tax rate of 27% in the same period last year.

Net Loss

Net loss was \$19.6 million in the third quarter of 2024, as compared to a net loss of \$17.4 million for the same period last year. Both periods reflect weaker macroeconomic conditions which continue to negatively affect lumber demand and prices.

Summary of Year to Date 2024 Results

We reported negative Adjusted EBITDA of \$5.5 million for the first nine months of 2024, as compared to negative \$28.7 million for the same period last year. Both periods reflect challenging macroeconomic conditions.

Net loss was \$33.3 million for the first nine months of 2024, as compared to a net loss of \$55.8 million for the same period last year. Operating loss prior to restructuring and other items was \$46.0 million in the first nine months of 2024, as compared to a loss of \$69.0 million in the same period last year.

Sales

Lumber revenue was \$602.8 million in the first nine months of 2024 as compared to \$603.3 million in the same period last year. Lower lumber shipment volumes and lower prices for certain speciality lumber products, were offset by a stronger sales mix. Our average realized lumber price increased by 2% to \$1,364 per thousand board feet in the first nine months of 2024, as compared to \$1,334 per thousand board feet in the same period last year, primarily driven by a stronger sales mix.

Specialty lumber shipments represented 55% of total lumber shipment volumes in the first nine months of 2024, as compared to 49% in the same period last year. Cedar and Industrial lumber shipment volumes remained relatively unchanged from the same period last year. Japan lumber shipment volumes increased 43% compared to the same period last year due to a reduction in European supply to Japan and a decline in domestic supply in Japan resulting from a fire-related curtailment at one of Japan's largest sawmills. Commodity lumber shipments declined by 14% compared to the same period last year, due to weaker market conditions.

Log revenue was \$141.5 million in the first nine months of 2024, as compared to \$129.8 million in the same period last year. The increase of 9% was due to higher shipment volumes and a slightly stronger sales mix led by demand for high value poles, partially offset by declines in certain domestic log prices.

By-products revenue was \$32.0 million, as compared to \$29.9 million in the same period last year, on higher chip sales prices and higher chip sales volumes.

Forestry services and other revenue were \$14.4 million in the first nine months of 2024, as compared to \$7.9 million in the same period last year. The increase was due to growth in harvesting and road building services provided to third parties, year-over-year.

Operations

Lumber production was 424 million board feet for the first nine months of 2024, as compared to 436 million board feet in the same period last year. Contributing to this reduction, year over year, was a shift in production from North American markets measured on a gross (“nominal”) volume basis to export markets measured on a net volume basis, primarily as a result of directing increased volume to the Japan market. A higher specialty mix of production led to increased value-added processing volumes and costs as compared to the first nine months of 2023.

We harvested 2.1 million cubic metres of logs from our BC coastal operations in the first nine months of 2024, as compared to 2.2 million cubic metres harvested in the same period last year. The decline in harvest was due primarily to ongoing harvest permitting delays and lack of economic log availability.

Timberlands harvest costs per cubic metre remained flat compared to the same period last year with lower stumpage rates offset by higher contract heli-logging rates and lower harvest volumes.

BC Coastal sawlog purchases increased to 516,000 cubic metres in the first nine months of 2024, as compared to 475,000 cubic metres in the same period last year. We increased sawlog purchases to balance overall log inventory to market conditions and fibre requirements of our manufacturing facilities.

Freight expense was \$51.8 million in the first nine months of 2024 as compared to \$59.3 million in the same period last year. The decrease of 13% was due to lower container and truck rates and lower lumber shipments, partially offset by proportionately higher export-destined lumber shipment volumes.

Adjusted EBITDA and operating loss included \$16.5 million of CV and AD expense in the first nine months of 2024, as compared to \$16.1 million in the same period of 2023. A higher average export tax rate was offset by lower US-destined lumber shipments from our Canadian sawmills.

In the first nine months of 2024, we also recognized an export tax recovery of \$1.0 million on the finalization of duty rates for shipments made in 2022. The comparative period of 2023 included an export tax recovery of \$4.3 million on the finalization of duty rates for shipments made in 2021.

Corporate and Other

Selling and administration expense was \$33.0 million in the first nine months of 2024 as compared to \$32.0 million in the same period last year attributable to incremental share-based incentive compensation expense due to changes in the Company’s share price utilized in related calculations.

Restructuring costs of \$3.4 million in the first nine months of 2024 consisted primarily of a \$1.3 million parts inventory impairment and \$2.2 million in employee severance at APD. Restructuring costs of \$6.6 million in the same period last year related primarily to retirement bridging costs for APD employees and rightsizing of various operational functions within our business.

Other income was \$1.7 million in the first nine months of 2024 as compared to \$1.3 million in the same period last year, primarily resulting from foreign currency revaluation of a higher USD-denominated export tax receivable.

Finance costs were \$4.9 million in the first nine months of 2024 as compared to \$1.2 million in the same period last year. Interest expense on higher average borrowings and interest rates were partially offset by increased interest revenue from the export tax receivable period over period.

Income Taxes

Income tax recovery was \$19.3 million on a net loss before tax of \$52.6 million for an effective tax rate of 37% in the first nine months of 2024, as compared to \$19.7 million on a net loss before tax of \$75.5 million for an effective tax rate of 26% in the same period last year. The rate differential results primarily from tax arising on the sale of a 34% interest in our La-kwa sa muqw Forestry Limited Partnership.

Net Loss

Net loss was \$33.3 million in the first nine months of 2024 as compared to a net loss of \$55.8 million for the same period of last year. Ongoing challenging macroeconomic conditions continue to negatively affect lumber demand and product pricing.

Accelerating the Transition to Higher Value Products

In support of the Company's key strategic priorities, including optimizing our business platform and growing our value-added, specialty and engineered wood products business, the Company continues to make progress on planning and investments to support accelerating the transition to higher value products.

Saltair Continuous Dry Kiln

Our new kiln has continued to perform well and surpass its operating uptime and production performance targets. The continuous dry kiln has supported Western's production of higher value products, given ongoing kiln drying capacity constraints on the BC Coast, and has operated at 98.8% of full capacity utilization since commissioning in April 2024, producing 25 million board feet of higher value kiln-dried lumber.

Two New Continuous Dry Kilns

We continue to advance pre-engineering and permitting related to two previously announced continuous dry kilns, which has included kiln vendor selection and obtaining a draft modified air discharge permit at our Duke Point facility. Each kiln will have a capacity of approximately 70 million board feet and is expected to be completed in 2025 at an estimated combined cost of approximately \$35 million. As the projects are in their initial phase, costs expended to September 30, 2024 total \$0.2 million.

Alberni Pacific Division

On April 16, 2024, we announced the indefinite curtailment of our APD facility and the offer of voluntary severance to the remaining employees. At September 30, 2024, all related severance of \$2.2 million had been recognized in operating restructuring costs. Operations at the APD facility had been curtailed since fall 2022. The Company continues to actively explore options for the property.

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.

Western continues to actively invest time and resources to build and foster positive working relationships with Indigenous groups within whose traditional territories we operate, including through First Nation-led integrated resource management planning initiatives across five tree farm licence ("TFL") areas, and limited partnership opportunities with First Nations with shared governance and financial interests. During the third quarter, 2024, we initiated engagement on planned capital projects with several Nations whose territories are associated with our manufacturing operations on the east coast of Vancouver Island.

For additional details on our progress in building and fostering positive working relationships with Indigenous groups in 2023, please see "*Indigenous Relationships*" in our Management's Discussion and Analysis for the year ended December 31, 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, 2023.

In September 2024, the BC Ministry of Water, Land and Resource Stewardship advised that it is developing a Wildlife Habitat Features ("WHF") Order for the West Coast Region pursuant to the *Forest and Range Practices Act*. The West Coast Region includes a majority of the forest tenures within which the Company operates. The intent of a WHF Order is to identify species which require special management and thus are protected from being damaged or rendered ineffective. As the Ministry of Water, Land and Resource Stewardship is in the early stages of engaging on and developing a WHF Order for the West Coast Region, the potential impact of any order made on the Company's business is not ascertainable at this time.

On May 11, 2023, the British Columbia Supreme Court (“BCSC”) released its decision that the Nuchatlaht First Nation (“Nuchatlaht”) had not proved its claim for Aboriginal title to a claim area that encompassed approximately 201 square kilometres of the northern half of Nootka Island (the “Claim Area”). In doing so, the BCSC left open the possibility of Nuchatlaht establishing Aboriginal title to various specific sites within the Claim Area through the current action. On April 17, 2024, the BCSC released its further decision that Nuchatlaht had proved its claim for Aboriginal title to certain specific sites encompassing approximately 790 hectares within the Claim Area, but delayed making a formal declaration of Aboriginal title or that the Forest Act no longer applies to such sites. On August 7, 2024, the BCSC made a formal declaration of Aboriginal title over the specific sites, while also declaring that the effect of such declaration be suspended for 24 months to provide for the continued application of the relevant forest legislation for the purpose of enabling certain obligations under the forest legislation to be met. On August 27, 2024, the Nuchatlaht filed an appeal of the BCSC decision with the British Columbia Court of Appeal. Given the foregoing, the potential impact of the Nuchatlaht decision on Western’s tenure holdings is not ascertainable at this time.

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, 2023.

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, 2023.

TFL 19

We expect the Chief Forester to determine a new annual allowable cut (“AAC”) for TFL 19 in 2024. While we cannot predict the outcome of the determination, the Management Plan for TFL 19 that we submitted in 2020, recommended an 18% lower AAC (approximately 130,000 cubic metres), consistent with the timber supply forecasts from previous Management Plans. Since the draft Management Plan was submitted, a number of policy and landbase changes have come into effect, including the declaration of a new protected area within TFL 19, referred to as “Salmon Parks”, by the Mowachaht/Muchalaht First Nation. The Company is unable to determine the potential impact of these changes on the AAC for TFL 19 or the Company’s business at this time.

North Island Timber Supply Area

In June 2024, the Chief Forester determined a new AAC for the North Island Timber Supply Area (“TSA”), reducing it by 12.2% (1,096,000 m³) from the previous AAC of 1,248,100 m³. Western holds Forest Licence A19231 and A94737 (the “Forest Licences”) in the North Island Timber Supply Area, which have a current AAC of 303,283 m³, and 5,443 m³, respectively. The Company expects the AAC of the Forest Licences to be reduced proportionally; however the Province has not yet made a decision on the apportionment of the AAC reduction for each timber tenure in the TSA and thus the Company is not yet able to determine the potential impact of these changes on the AAC for the Forest Licences or the Company’s business at this time.

Labour Relations

The Company’s collective agreement with the United Steelworkers (“USW”), which represents the majority of the Company Canadian unionized employees, expired on June 14, 2024 (the “Prior Collective Agreement”). The Company and USW are actively engaged in bargaining for a new collective agreement to replace the Prior Collective Agreement. The Prior Collective Agreement continues to apply until a new agreement is finalized or a labour dispute occurs.

Financial Position and Liquidity ⁽¹⁾

(millions of Canadian dollars except where otherwise noted)

| Selected Cash Flow Items | Q3 2024 | Q3 2023 | Q2 2024 | YTD 2024 | YTD 2023 |
|--|------------|------------|------------|-------------|-------------|
| Operating activities | | | | | |
| Net loss | \$ (19.6) | \$ (17.4) | \$ (5.7) | \$ (33.3) | \$ (55.8) |
| Amortization | 13.6 | 14.1 | 13.6 | 40.4 | 40.4 |
| Loss (gain) on disposal of property, equipment and other assets | 0.1 | (0.2) | - | (0.1) | (0.3) |
| Income tax recovery | (8.6) | (6.5) | (1.3) | (19.3) | (19.7) |
| Income taxes receipts (payments) | 22.6 | (0.1) | - | 22.5 | 15.0 |
| Share-based compensation | 0.8 | (1.1) | (0.3) | 0.8 | (0.6) |
| Export tax receivable | (1.0) | (4.3) | - | (1.0) | (4.3) |
| Finance costs | 1.2 | 0.5 | 1.6 | 4.9 | 1.2 |
| Other | (0.9) | 0.6 | (2.5) | (5.3) | (1.8) |
| | 8.2 | (14.4) | 5.4 | 9.6 | (25.9) |
| Change in non-cash working capital | 2.7 | 0.3 | 7.4 | (13.9) | (7.1) |
| Cash provided by (used in) operating activities | 10.9 | (14.1) | 12.8 | (4.3) | (33.0) |
| Investing activities | | | | | |
| Additions to property, plant and equipment | (7.3) | (5.1) | (6.0) | (16.8) | (19.2) |
| Additions to capital logging roads | (2.2) | (3.0) | (2.5) | (6.0) | (8.0) |
| Proceeds on disposal of property, equipment and other | 0.1 | 0.1 | 0.1 | 1.0 | 2.2 |
| Insurance proceeds | - | 4.7 | - | - | 4.7 |
| Advances and loans receipts (issued) | 0.1 | 0.1 | - | 0.2 | (1.2) |
| Deposits on purchase of equipment | (0.2) | - | - | (0.2) | - |
| Net proceeds from disposition of minority interest in subsidiary | - | - | (0.8) | 35.1 | - |
| Cash provided by (used in) investing activities | (9.5) | (3.2) | (9.2) | 13.3 | (21.5) |
| Financing activities | | | | | |
| Net drawings on credit facility | 2.6 | 25.2 | 2.2 | 6.5 | 62.2 |
| Bank indebtedness (repayments) | 0.9 | (0.5) | - | 0.5 | 0.5 |
| Interest payments | (1.8) | (0.9) | (1.7) | (6.2) | (2.0) |
| Lease payments | (2.4) | (2.7) | (2.3) | (7.1) | (7.1) |
| Dividends | - | (4.0) | - | - | (11.9) |
| Cash provided by (used in) financing activities | (0.7) | 17.1 | (1.8) | (6.3) | 41.7 |
| Increase (decrease) in cash | \$ 0.7 | \$ (0.2) | \$ 1.8 | \$ 2.7 | \$ (12.8) |
| Summary of Financial Position | | | | | |
| Cash and cash equivalents | \$ 5.0 | \$ 3.0 | \$ 4.3 | | |
| Current assets | 318.2 | 314.6 | 350.8 | | |
| Current liabilities | 104.8 | 103.3 | 117.9 | | |
| Bank indebtedness | 1.4 | 0.5 | 0.5 | | |
| Long-term debt | 90.0 | 62.0 | 87.8 | | |
| Net debt ⁽²⁾ | 86.4 | 59.5 | 84.0 | | |
| Equity, excluding non-controlling interest | 555.4 | 580.3 | 574.5 | | |
| Total liquidity ⁽³⁾⁽⁶⁾ | 137.3 | 170.2 | 141.5 | | |
| Financial ratios | | | | | |
| Current assets to current liabilities ⁽⁴⁾ | 3.04 | 3.05 | 2.98 | | |
| Net debt to capitalization ⁽⁵⁾⁽⁶⁾ | 13% | 9% | 13% | | |

(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 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, bank indebtedness 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 provided by operating activities was \$10.9 million in the third quarter of 2024, as compared to cash used of \$14.1 million in the same period last year. We received an income tax refund of \$22.6 million in the third quarter of 2024.

Cash used in investing activities was \$9.5 million in the third quarter of 2024, compared to \$3.2 million used in the same period last year. The third quarter of 2023 included receipt of \$4.7 million in life insurance proceeds, arising from a predecessor company arrangement. We continue to manage capital spending given macroeconomic conditions.

Cash used in financing activities was \$0.7 million in the third quarter of 2024, as compared to cash provided of \$17.1 million in the same period last year which included higher credit facility drawings.

Liquidity and Capital Resources

Total liquidity was \$137.3 million at September 30, 2024, as compared to \$147.8 million at December 31, 2023 and \$170.2 million at September 30, 2023. Liquidity is comprised of cash and cash equivalents of \$5.0 million, and unused availability under the Company's credit facility of \$133.7 million, less \$1.4 million of bank indebtedness.

On July 26, 2024, the Company's syndicated credit facility (the "Credit Facility") was amended, with the maturity date extended to July 21, 2026 from July 21, 2025. The Credit Facility provides for a maximum borrowing amount of \$250 million, with advances in excess of \$215 million subject to a leverage metric. The Credit Facility is subject to certain financial covenants, including a maximum debt to total capitalization ratio, and in limited circumstances a reduction to the maximum facility size related to certain material dispositions. A copy of the Credit Facility agreement is filed under the Company's profile on SEDAR+ at www.sedarplus.ca.

Based on our current forecasts, we expect sufficient liquidity will be available to meet any commitments as well as our other obligations through the next twelve months. The Company was in compliance with its financial covenants as at September 30, 2024.

Capital Allocation

Quarterly Dividend

The Company suspended its quarterly dividend payments in the fourth quarter of 2023. Thus, no dividends were paid during the first nine months of 2024, as compared to \$4.0 million and \$11.9 million paid in the three and nine months ending September 30, 2023, respectively.

Normal Course Issuer Bid ("NCIB")

No shares were purchased under our NCIB in the first nine months of 2024 or in 2023. The Company's NCIB expired on August 10, 2024 and was not renewed.

Capital Expenditures

We currently anticipate approximately \$35 million in capital expenditure spending in 2024. We expect the majority of the \$35 million for the two new continuous dry kilns and related infrastructure to be incurred in 2025.

Market Outlook

Demand and prices for Cedar timber and premium appearance products are expected to remain stable as buyers begin to build inventories for the spring season. Demand for decking products has started to seasonally slow. Most US distribution and dealer customers are generally more cautious as we head towards year-end. Repair and renovation spending is expected to improve gradually in 2025 but remain below peak levels experienced over the last few years.

In Japan, continued softness in wooden home starts, well stocked inventories and a weaker Japanese yen to USD exchange rate are anticipated to impact lumber demand and prices in Japan into the first half of 2025.

Current improved demand and pricing for our Industrial lumber products is expected to continue through the first quarter 2025. For Commodity lumber, North American demand and prices are expected to remain flat with some fluctuations depending on product line. In China, despite the weaker housing market, lumber prices have slightly improved on lower channel inventory levels, and we expect some modest pricing increases through the end of the year.

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, 2023.

In the first nine months of 2024, Western expensed \$16.5 million of export duties at a combined duty rate of 8.05% on its lumber shipments into the US until August 18, 2024, and at 14.40% thereafter as compared to an expense of \$16.1 million of export duties at a combined rate of 8.59% until July 31, 2023, and at 8.05% thereafter for the same period last year.

On March 5, 2024, the Department of Commerce (“DoC”) initiated its sixth administrative review (“AR”) of CV and AD for shipments in 2023, with a completion deadline of January 31, 2025.

On August 12, 2024, the DoC released its final determination for CV and AD rates resulting from its fifth AR of CV and AD rates for shipments in 2022, and on September 24, 2024 amended the AD rate to correct a ministerial calculation error. The Company recognized an additional export tax recovery of USD\$0.8 million (CAD\$1.0 million) and related long-term interest-bearing duty receivable in the third quarter of 2024. Effective August 19, 2024, cash deposits will continue at the revised combined duty rate of 14.4% until publication of final rates of the sixth AR in the federal register, after which time the new rates will apply.

As at September 30, 2024, Western had \$240.3 million (USD \$177.7 million) of cash on deposit with the US Department of Treasury in respect of softwood lumber duties, of which \$64.0 million (USD \$47.3 million) is recognized in the Company’s consolidated statements of financial position arising from final rate determinations for Canadian shipments made to the US in 2017 through 2022.

Including wholesale lumber shipments, our sales from Canadian operations to the US market represented approximately 25% and 27% of our total lumber shipments for the first nine months of 2024 and 2023, respectively.

For a summary of cash deposit, preliminary and final CV and AD rates applicable to lumber shipment dates, please see “*Risks and Uncertainties – Softwood Lumber Dispute*” in our Management’s Discussion and Analysis for the year ended December 31, 2023.

The final amount and effective date of CV and AD duties that may be assessed on Canadian softwood lumber exports to the US cannot be determined at this time and will depend on decisions yet to be made by any reviewing courts or panels to which the DoC and ITC determinations may be appealed.

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)

| | Q3 2024 | Q3 2023 | Q2 2024 | YTD 2024 | YTD 2023 |
|---|--------------------------|--------------------------|-------------------------|-------------|-------------|
| Adjusted EBITDA | | | | | |
| Net loss | \$ (19.6) | \$ (17.4) | \$ (5.7) | \$ (33.3) | \$ (55.8) |
| Add: | | | | | |
| Amortization | 13.6 | 14.1 | 13.6 | 40.4 | 40.4 |
| Changes in fair value of biological assets | 0.1 | - | (0.1) | - | (0.2) |
| Operating restructuring items | 1.9 | (0.2) | 1.7 | 3.4 | 6.6 |
| Other (income) expense | 0.7 | (2.2) | (0.6) | (1.7) | (1.3) |
| Finance costs | 1.2 | 0.5 | 1.6 | 4.9 | 1.2 |
| Income tax recovery | (8.6) | (6.5) | (1.3) | (19.3) | (19.7) |
| Adjusted EBITDA | \$ (10.7) | \$ (11.6) | \$ 9.4 | \$ (5.5) | \$ (28.7) |
| Adjusted EBITDA margin | | | | | |
| Total revenue | \$ 241.7 | \$ 231.1 | \$ 309.5 | \$ 790.7 | \$ 770.9 |
| Adjusted EBITDA | (10.7) | (11.6) | 9.4 | (5.5) | (28.7) |
| Adjusted EBITDA margin | (4%) | (5%) | 3% | (1%) | (4%) |
| | Sept. 30 2024 | Sept. 30 2023 | Jun. 30 2024 | | |
| Net debt to capitalization | | | | | |
| Net debt | | | | | |
| Total debt | \$ 90.0 | \$ 62.0 | \$ 87.8 | | |
| Bank indebtedness | 1.4 | 0.5 | 0.5 | | |
| Cash and cash equivalents | (5.0) | (3.0) | (4.3) | | |
| | \$ 86.4 | \$ 59.5 | \$ 84.0 | | |
| Capitalization | | | | | |
| Net debt | \$ 86.4 | \$ 59.5 | \$ 84.0 | | |
| Total equity attributable to equity shareholders of the Company | 555.4 | 580.3 | 574.5 | | |
| | \$ 641.8 | \$ 639.8 | \$ 658.5 | | |
| Net debt to capitalization | 13% | 9% | 13% | | |
| | Sept. 30 2024 | Sept. 30 2023 | Jun. 30 2024 | | |
| Total liquidity | | | | | |
| Cash and cash equivalents | \$ 5.0 | \$ 3.0 | \$ 4.3 | | |
| Available credit facility ⁽¹⁾ | 250.0 | 250.0 | 250.0 | | |
| Bank indebtedness | (1.4) | (0.5) | (0.5) | | |
| Credit facility drawings | (90.5) | (62.2) | (87.9) | | |
| Outstanding letters of credit | (25.8) | (20.1) | (24.4) | | |
| | \$ 137.3 | \$ 170.2 | \$ 141.5 | | |

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

(1) Maximum borrowing amount, with advances in excess of \$215 million subject to a leverage metric.

Accounting Policies and Standards

Several new standards, and amendments to existing standards and interpretations, were not yet effective as at September 30, 2024, and have not been applied in preparing the Company's unaudited condensed consolidated interim financial statements. None of these 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 2023 Annual Report, which can be found on SEDAR+ at www.sedarplus.ca. There were no changes to critical accounting estimates during the nine months ended September 30, 2024.

Financial Instruments and Other Instruments

We use various financial instruments to reduce the impact of movement in foreign exchange rates on our net result. Please see our Management Discussion and Analysis for the year ended December 31, 2023 for a further discussion on our use of financial instruments. There were no changes to our use of financial instruments during the nine months ended September 30, 2024.

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 September 30, 2024, surety performance and payment bonds aggregated \$44.0 million (December 31, 2023: \$49.7 million), of which \$23.0 million (December 31, 2023: \$18.6 million) are secured by letters of credit. 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 nine months ended September 30, 2024.

Risks and Uncertainties

The business of the Company is subject to several risks and uncertainties, including those described in the 2023 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 nine months ended September 30, 2024.

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 September 30, 2024, that have materially affected, or are reasonably likely to materially affect, its ICFR.

Outstanding Share Data

As of November 6, 2024, 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 nine months ended September 30, 2024, no options were granted, no options previously granted were exercised, 948,000 options expired and no options were forfeited. As of November 6, 2024, 10,538,679 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)

| | 2024 | | | 2023 | | | | 2022 | |
|--|--------------------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|
| | Q3 | Q2 | Q1 | Q4 | Q3 | Q2 | Q1 | Q4 | |
| Average exchange rate – USD to CAD | 1.364 | 1.368 | 1.348 | 1.361 | 1.341 | 1.343 | 1.352 | 1.358 | |
| Average exchange rate – CAD to USD | 0.733 | 0.731 | 0.742 | 0.734 | 0.746 | 0.745 | 0.740 | 0.737 | |
| Financial performance | | | | | | | | | |
| Revenue | | | | | | | | | |
| Lumber | \$ 189.9 | \$ 235.3 | \$ 177.6 | \$ 178.3 | \$ 179.9 | \$ 212.4 | \$ 211.0 | \$ 219.7 | |
| Logs | 39.9 | 56.5 | 45.1 | 51.1 | 38.4 | 52.8 | 38.6 | 54.9 | |
| By-products | 9.1 | 12.4 | 10.5 | 9.9 | 7.2 | 9.4 | 13.3 | 12.4 | |
| Forestry services and other | 2.8 | 5.3 | 6.3 | 7.3 | 5.6 | 1.4 | 0.9 | 4.0 | |
| Total revenue | \$ 241.7 | \$ 309.5 | \$ 239.5 | \$ 246.6 | \$ 231.1 | \$ 276.0 | \$ 263.8 | \$ 291.0 | |
| Adjusted EBITDA | \$ (10.7) | \$ 9.4 | \$ (4.2) | \$ (1.2) | \$ (11.6) | \$ (12.0) | \$ (5.0) | \$ (11.9) | |
| Adjusted EBITDA margin | (4%) | 3% | (2%) | (0%) | (5%) | (4%) | (2%) | (4%) | |
| Net loss | \$ (19.6) | \$ (5.7) | \$ (8.0) | \$ (14.3) | \$ (17.4) | \$ (20.7) | \$ (17.7) | \$ (21.4) | |
| Loss per share – basic and diluted | \$ (0.06) | \$ (0.01) | \$ (0.02) | \$ (0.04) | \$ (0.05) | \$ (0.07) | \$ (0.05) | \$ (0.07) | |
| Operating statistics | | | | | | | | | |
| Lumber ⁽¹⁾⁽²⁾ | | | | | | | | | |
| Production | Mmfbm | 127 | 151 | 145 | 125 | 126 | 148 | 162 | 139 |
| Shipments | Mmfbm | 138 | 173 | 131 | 136 | 130 | 153 | 170 | 155 |
| Price | \$/mfbm | \$ 1,378 | \$ 1,363 | \$ 1,351 | \$ 1,313 | \$ 1,388 | \$ 1,392 | \$ 1,241 | \$ 1,420 |
| Logs ⁽³⁾ | | | | | | | | | |
| Net production | 000 m ³ | 659 | 820 | 617 | 718 | 678 | 935 | 621 | 658 |
| Saw log purchases | 000 m ³ | 215 | 172 | 129 | 200 | 116 | 167 | 192 | 173 |
| Log availability | 000 m ³ | 874 | 992 | 746 | 918 | 794 | 1,102 | 813 | 831 |
| Shipments | 000 m ³ | 347 | 339 | 337 | 446 | 324 | 370 | 245 | 367 |
| Price ⁽⁴⁾ | \$/m ³ | \$ 113 | \$ 155 | \$ 129 | \$ 112 | \$ 118 | \$ 129 | \$ 135 | \$ 142 |
| Share Repurchases and Dividends | | | | | | | | | |
| Shares repurchased | # millions | - | - | - | - | - | - | - | 2.2 |
| Shares repurchased | \$ millions | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 3.0 |
| Dividends paid | \$ millions | \$ - | \$ - | \$ - | \$ - | \$ 4.0 | \$ 3.9 | \$ 4.0 | \$ 3.9 |
| Non-GAAP Financial Measures | | | | | | | | | |
| Net loss | | \$ (19.6) | \$ (5.7) | \$ (8.0) | \$ (14.3) | \$ (17.4) | \$ (20.7) | \$ (17.7) | \$ (21.4) |
| Add: | | | | | | | | | |
| Amortization | | 13.6 | 13.6 | 13.2 | 13.3 | 14.1 | 13.2 | 13.1 | 12.0 |
| Changes in fair value of biological assets | | 0.1 | (0.1) | - | - | - | (0.1) | - | (0.2) |
| Operating restructuring items | | 1.9 | 1.7 | (0.2) | 0.9 | (0.2) | 1.6 | 5.2 | 3.9 |
| Other expense (income) | | 0.7 | (0.6) | (1.8) | 2.5 | (2.2) | 0.8 | 0.1 | 2.0 |
| Finance costs (income) | | 1.2 | 1.6 | 2.1 | 1.8 | 0.5 | 0.5 | 0.2 | (0.1) |
| Income tax recovery | | (8.6) | (1.3) | (9.4) | (5.3) | (6.5) | (7.3) | (5.9) | (8.0) |
| Adjusted EBITDA | | \$ (10.7) | \$ 9.4 | \$ (4.2) | \$ (1.2) | \$ (11.6) | \$ (12.0) | \$ (5.0) | \$ (11.9) |
| Divided by total revenue | | 241.7 | 309.5 | 239.5 | 246.6 | 231.1 | 276.0 | 263.8 | 291.0 |
| Adjusted EBITDA margin | | (4%) | 3% | (2%) | (0%) | (5%) | (4%) | (2%) | (4%) |

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 glulamated 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 third 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 nine months ended September 30, 2024 and 2023

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

| | September 30, 2024 | December 31, 2023 |
|---|-----------------------|----------------------|
| Assets | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 5.0 | \$ 2.3 |
| Trade and other receivables | 58.8 | 50.9 |
| Inventory ^(Note 5) | 209.8 | 213.5 |
| Prepaid expenses and other assets | 27.5 | 33.9 |
| Assets held for sale ^(Note 6) | 9.2 | 10.8 |
| Income taxes receivable | 7.9 | 23.5 |
| | <u>318.2</u> | <u>334.9</u> |
| Non-current assets: | | |
| Property, plant and equipment ^(Note 7) | 344.5 | 354.4 |
| Timber licenses | 89.3 | 92.3 |
| Biological assets ^(Note 8) | 49.2 | 49.3 |
| Other assets ^(Note 9) | 83.8 | 77.4 |
| Goodwill | 7.0 | 6.9 |
| Deferred income tax assets | 0.1 | 0.2 |
| | <u>\$ 892.1</u> | <u>\$ 915.4</u> |
| Liabilities and Equity | | |
| Current liabilities: | | |
| Bank indebtedness | \$ 1.4 | \$ 0.9 |
| Accounts payable and accrued liabilities | 86.2 | 102.8 |
| Liabilities directly associated with assets held for sale ^(Note 6) | 0.5 | 0.3 |
| Income taxes payable | - | 0.2 |
| Lease liabilities | 6.5 | 6.9 |
| Reforestation obligation ^(Note 11) | 8.2 | 7.9 |
| Deferred revenue ^{(Notes 17, 22(c))} | 2.0 | 2.0 |
| | <u>104.8</u> | <u>121.0</u> |
| Non-current liabilities: | | |
| Long-term debt ^(Note 10) | 90.0 | 83.8 |
| Lease liabilities | 11.0 | 13.0 |
| Reforestation obligation ^(Note 11) | 13.8 | 14.2 |
| Other liabilities ^(Note 13) | 11.6 | 11.4 |
| Deferred revenue ^{(Notes 17, 22(c))} | 41.0 | 42.5 |
| Deferred income tax liabilities | 55.7 | 61.6 |
| | <u>327.9</u> | <u>347.5</u> |
| Equity: | | |
| Share capital ^(Note 14) | 405.4 | 405.4 |
| Contributed surplus | 8.8 | 8.8 |
| Translation reserve | 3.5 | 1.9 |
| Retained earnings | 137.7 | 148.9 |
| Total equity attributable to equity shareholders of the Company | <u>555.4</u> | <u>565.0</u> |
| Non-controlling interest ^(Note 15) | 8.8 | 2.9 |
| | <u>564.2</u> | <u>567.9</u> |
| | <u>\$ 892.1</u> | <u>\$ 915.4</u> |

Commitments and contingencies ^(Note 22)

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 Loss

(Expressed in millions of Canadian dollars except for share and per share amounts) (unaudited)

| | Three months ended September 30, | | Nine months ended September 30, | |
|---|-------------------------------------|---------------|------------------------------------|---------------|
| | 2024 | 2023 | 2024 | 2023 |
| Revenue ^(Note 17) | \$ 241.7 | \$ 231.1 | \$ 790.7 | \$ 770.9 |
| Costs and expenses: | | | | |
| Cost of goods sold | 233.8 | 230.7 | 736.4 | 736.8 |
| Freight | 16.4 | 15.7 | 51.8 | 59.3 |
| Export tax ^{(Note 22(a))} | 5.2 | 0.9 | 15.5 | 11.8 |
| Selling and administration | 10.7 | 9.6 | 33.0 | 32.0 |
| | <u>266.1</u> | <u>256.9</u> | <u>836.7</u> | <u>839.9</u> |
| Operating loss prior to restructuring and other items | (24.4) | (25.8) | (46.0) | (69.0) |
| Operating restructuring items ^(Note 18) | (1.9) | 0.2 | (3.4) | (6.6) |
| Other income (loss) ^(Note 19) | (0.7) | 2.2 | 1.7 | 1.3 |
| | <u>(27.0)</u> | <u>(23.4)</u> | <u>(47.7)</u> | <u>(74.3)</u> |
| Operating loss | (27.0) | (23.4) | (47.7) | (74.3) |
| Finance costs | (1.2) | (0.5) | (4.9) | (1.2) |
| | <u>(28.2)</u> | <u>(23.9)</u> | <u>(52.6)</u> | <u>(75.5)</u> |
| Loss before income taxes | (28.2) | (23.9) | (52.6) | (75.5) |
| Income tax expense (recovery) ^(Note 20) | | | | |
| Current | (7.2) | (7.2) | (7.1) | (15.4) |
| Deferred | (1.4) | 0.7 | (12.2) | (4.3) |
| | <u>(8.6)</u> | <u>(6.5)</u> | <u>(19.3)</u> | <u>(19.7)</u> |
| Net loss | (19.6) | (17.4) | (33.3) | (55.8) |
| Net loss attributable to equity shareholders of the Company | (18.0) | (16.7) | (29.9) | (54.7) |
| Net loss attributable to non-controlling interest | (1.6) | (0.7) | (3.4) | (1.1) |
| | <u>(19.6)</u> | <u>(17.4)</u> | <u>(33.3)</u> | <u>(55.8)</u> |
| Other comprehensive loss | | | | |
| Items that will not be reclassified to profit or loss: | | | | |
| Employee future benefits actuarial loss | (0.4) | (0.9) | (0.7) | (0.7) |
| Income tax recovery ^(Note 20) | 0.1 | 0.3 | 0.2 | 0.2 |
| Total items that will not be reclassified to profit or loss | <u>(0.3)</u> | <u>(0.6)</u> | <u>(0.5)</u> | <u>(0.5)</u> |
| Items that may be reclassified subsequently to profit or loss: | | | | |
| Foreign currency translation differences for foreign operations | (0.8) | 2.0 | 1.6 | 0.2 |
| | <u>(0.8)</u> | <u>2.0</u> | <u>1.6</u> | <u>0.2</u> |
| Total comprehensive loss | \$ (20.7) | \$ (16.0) | \$ (32.2) | \$ (56.1) |
| Loss per share (in dollars) ^(Note 21) | | | | |
| Basic and diluted | \$ (0.06) | \$ (0.05) | \$ (0.09) | \$ (0.17) |

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

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, 2022 | \$ 405.4 | \$ 9.1 | \$ 3.6 | \$ 229.1 | \$ 4.5 | \$ 651.7 |
| Net loss | - | - | - | (54.7) | (1.1) | (55.8) |
| Other comprehensive income (loss): | | | | | | |
| Employee future benefits actuarial loss | - | - | - | (0.7) | - | (0.7) |
| Income tax recovery on actuarial loss ^(Note 20) | - | - | - | 0.2 | - | 0.2 |
| Foreign currency translation differences for foreign operations | - | - | 0.2 | - | - | 0.2 |
| Total comprehensive income (loss) | - | - | 0.2 | (55.2) | (1.1) | (56.1) |
| Stock options recognized in equity ^{(Note 16(a))} | - | - | - | - | - | - |
| Exercise of stock options ^{(Notes 14, 16(a))} | - | (0.4) | - | 0.4 | - | - |
| Dividends | - | - | - | (11.9) | - | (11.9) |
| Total transactions with owners, recorded directly in equity | - | (0.4) | - | (11.5) | - | (11.9) |
| Balance at September 30, 2023 | \$ 405.4 | \$ 8.7 | \$ 3.8 | \$ 162.4 | \$ 3.4 | \$ 583.7 |
| Balance at December 31, 2023 | \$ 405.4 | \$ 8.8 | \$ 1.9 | \$ 148.9 | \$ 2.9 | \$ 567.9 |
| Net loss | - | - | - | (29.9) | (3.4) | (33.3) |
| Other comprehensive income (loss): | | | | | | |
| Employee future benefits actuarial loss | - | - | - | (0.7) | - | (0.7) |
| Income tax recovery on actuarial loss ^(Note 20) | - | - | - | 0.2 | - | 0.2 |
| Foreign currency translation differences for foreign operations | - | - | 1.6 | - | - | 1.6 |
| Total comprehensive income (loss) | - | - | 1.6 | (30.4) | (3.4) | (32.2) |
| Stock options recognized in equity ^{(Note 16(a))} | - | - | - | - | - | - |
| Non-controlling interest ^(Note 15) | - | - | - | 19.2 | 9.3 | 28.5 |
| Total transactions with owners, recorded directly in equity | - | - | - | 19.2 | 9.3 | 28.5 |
| Balance at September 30, 2024 | \$ 405.4 | \$ 8.8 | \$ 3.5 | \$ 137.7 | \$ 8.8 | \$ 564.2 |

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 September 30, | | Nine months ended September 30, | |
|---|-------------------------------------|-----------|------------------------------------|-----------|
| | 2024 | 2023 | 2024 | 2023 |
| Cash provided by (used in): | | | | |
| Operating activities: | | | | |
| Net loss | \$ (19.6) | \$ (17.4) | \$ (33.3) | \$ (55.8) |
| Items not involving cash: | | | | |
| Amortization of property, plant and equipment ^(Note 7) | 12.6 | 13.1 | 37.4 | 37.4 |
| Amortization of timber licenses | 1.0 | 1.0 | 3.0 | 3.0 |
| Property impairment | 0.1 | - | 0.1 | - |
| Loss (gain) on disposal of property, plant, and equipment ^(Notes 6, 7, 19) | 0.1 | (0.2) | (0.1) | (0.3) |
| Amortization of deferred revenue ^(Note 17) | (0.5) | (0.5) | (1.5) | (1.5) |
| Finance costs | 1.2 | 0.5 | 4.9 | 1.2 |
| Income tax recovery ^(Note 20) | (8.6) | (6.5) | (19.3) | (19.7) |
| Change in fair value of biological assets ^(Note 8) | 0.1 | - | - | (0.2) |
| Change in reforestation obligation ^(Note 11) | 0.1 | 0.2 | (0.6) | (0.3) |
| Share-based compensation, including mark-to-market adjustment ^(Note 16) | 0.8 | (1.1) | 0.8 | (0.6) |
| Change in employee future benefits obligation ^(Note 12) | (0.2) | (0.2) | (0.7) | (0.7) |
| Export tax receivable | (1.0) | (4.3) | (1.0) | (4.3) |
| Foreign exchange and other | (0.5) | 1.1 | (2.6) | 0.9 |
| Income taxes received (paid) | 22.6 | (0.1) | 22.5 | 15.0 |
| | 8.2 | (14.4) | 9.6 | (25.9) |
| Changes in non-cash working capital items: | | | | |
| Trade and other receivables | 21.0 | 9.0 | (7.9) | 5.7 |
| Inventory | (8.6) | 18.9 | 5.2 | 14.6 |
| Prepaid expenses and other assets | 5.1 | (2.8) | 6.1 | (1.4) |
| Accounts payable and accrued liabilities | (14.8) | (24.8) | (17.3) | (26.0) |
| | 2.7 | 0.3 | (13.9) | (7.1) |
| | 10.9 | (14.1) | (4.3) | (33.0) |
| Investing activities: | | | | |
| Additions to property, plant and equipment ^(Note 7) | (9.5) | (8.1) | (22.8) | (27.2) |
| Proceeds of property, equipment and other disposals | 0.1 | 0.1 | 1.0 | 2.2 |
| Advances and loan receipt (issued) | 0.1 | 0.1 | 0.2 | (1.2) |
| Life insurance proceeds | - | 4.7 | - | 4.7 |
| Deposits on purchase of equipment | (0.2) | - | (0.2) | - |
| Net proceeds on disposition of minority interest in subsidiary ^(Note 15) | - | - | 35.1 | - |
| | (9.5) | (3.2) | 13.3 | (21.5) |
| Financing activities: | | | | |
| Net drawings on credit facility ^(Note 10) | 2.6 | 25.2 | 6.5 | 62.2 |
| Bank indebtedness (repayments) | 0.9 | (0.5) | 0.5 | 0.5 |
| Equipment loan proceeds | - | - | - | 0.1 |
| Interest payments | (1.8) | (0.9) | (6.2) | (2.1) |
| Lease payments | (2.4) | (2.7) | (7.1) | (7.1) |
| Dividends | - | (4.0) | - | (11.9) |
| | (0.7) | 17.1 | (6.3) | 41.7 |
| Increase (decrease) in cash and cash equivalents | 0.7 | (0.2) | 2.7 | (12.8) |
| Cash and cash equivalents, beginning of period | 4.3 | 3.2 | 2.3 | 15.8 |
| Cash and cash equivalents, September 30 | \$ 5.0 | \$ 3.0 | \$ 5.0 | \$ 3.0 |

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 nine months ended September 30, 2024 and 2023

(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, United States (“US”). 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 (“interim financial statements”) as at and for the three and nine months ended September 2024 and 2023 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 interim financial statements of the Company have been prepared in accordance with IAS 34, *Interim Financial Reporting*. These interim financial statements do not include all of the disclosures required by 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, 2023, available at www.westernforest.com or www.sedarplus.ca. References to the three and nine months ended September 30 may be referred to as Q3 and YTD, respectively. Certain comparative prior year figures have been reclassified to conform to the current year’s presentation.

The interim financial statements were authorized for issue by the Board of Directors on November 6, 2024.

(b) Basis of measurement

The interim financial statements have been prepared on the historical cost basis except for the following material items in the interim statements 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. Change in accounting policy

Except as described below, 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, 2023.

The Company has adopted *Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants – Amendments to IAS 1*, as issued in 2020 and 2022. The amendments apply retrospectively for annual reporting periods beginning on or after January 1, 2024. They clarify certain requirements for determining whether a liability should be classified as current or non-current and require new disclosures for non-current liabilities that are subject to covenants within twelve months after the reporting period. Adoption of these changes in accounting policy and amendments had no impact on the Company’s interim financial statements.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2024 and 2023

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

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.

5. Inventory

| | September 30, 2024 | | | December 31, 2023 | | |
|--------------------|----------------------|------------------|--|----------------------|------------------|--|
| | Gross carrying value | Provisions | Lower of cost and net realizable value | Gross carrying value | Provisions | Lower of cost and net realizable value |
| Logs | \$ 128.7 | \$ (16.1) | \$ 112.6 | \$ 146.6 | \$ (20.8) | \$ 125.8 |
| Lumber | 90.2 | (13.6) | 76.6 | 86.1 | (18.5) | 67.6 |
| Supplies and other | 20.6 | - | 20.6 | 20.1 | - | 20.1 |
| | <u>\$ 239.5</u> | <u>\$ (29.7)</u> | <u>\$ 209.8</u> | <u>\$ 252.8</u> | <u>\$ (39.3)</u> | <u>\$ 213.5</u> |

The carrying amount of inventory recorded at net realizable value was \$73.1 million at September 30, 2024 (December 31, 2023: \$89.3 million), with the remaining inventory recorded at cost. The Company recognized a decrease in the provision for write-down to net realizable value of \$5.1 million and \$9.6 million for the three and nine months ended September 30, 2024, respectively (Q3 2023 and YTD 2023: decrease of \$2.7 million and \$4.2 million, respectively) in cost of goods sold.

6. Assets held for sale

Management intends to sell its Alberni Pacific Division ("APD"). Accordingly, the APD assets are presented as assets held for sale. 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.

In February, 2024, the Company sold a parcel of land previously classified as held for sale and recognized a gain of \$0.4 million recorded in other income (loss).

As at September 30, 2024, the assets held for sale comprised the following assets and liabilities:

| | Sept. 30, 2024 | Dec. 31, 2023 |
|---|----------------|----------------|
| Prepaid expenses and other assets | \$ 0.3 | \$ - |
| Supplies and other | 1.2 | 2.5 |
| Property, plant and equipment | 7.7 | 8.3 |
| Assets held for sale | <u>\$ 9.2</u> | <u>\$ 10.8</u> |
| Lease and other liabilities directly associated with assets held for sale | <u>\$ 0.5</u> | <u>\$ 0.3</u> |

On April 16, 2024, the Company announced the indefinite curtailment of its APD site. For the three and nine months ended September 30, 2024, the Company recorded related severance of \$0.9 million and \$2.2 million, respectively, in operating restructuring items. In September, 2024, the Company also recorded an impairment charge of \$1.3 million in respect of supplies and other inventories in operating restructuring items (Note 18).

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2024 and 2023

(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, 2022 | \$ 59.5 | \$ 483.5 | \$ 16.2 | \$ 245.5 | \$ 804.7 | \$ 43.6 | \$ 848.3 |
| Additions | - | 0.1 | 36.4 | 8.1 | 44.6 | 5.9 | 50.5 |
| Reclassification to asset held for sale | (2.1) | (17.0) | - | - | (19.1) | (0.5) | (19.6) |
| Disposals | (0.1) | (5.3) | (0.7) | - | (6.1) | (2.9) | (9.0) |
| Transfers | - | 25.5 | (27.2) | 1.7 | - | - | - |
| Effect of movements in exchange rates | (0.3) | (1.3) | (0.1) | - | (1.7) | (0.2) | (1.9) |
| Balance at December 31, 2023 | 57.0 | 485.5 | 24.6 | 255.3 | 822.4 | 45.9 | 868.3 |
| Additions | - | 0.4 | 17.3 | 5.1 | 22.8 | 3.7 | 26.5 |
| Reclassification from asset held for sale | - | 0.7 | - | - | 0.7 | - | 0.7 |
| Disposals | - | (2.1) | - | (0.1) | (2.2) | (3.5) | (5.7) |
| Transfers | - | 27.8 | (29.8) | 2.0 | - | - | - |
| Effect of movements in exchange rates | 0.3 | 1.3 | - | - | 1.6 | 0.2 | 1.8 |
| Balance at September 30, 2024 | \$ 57.3 | \$ 513.6 | \$ 12.1 | \$ 262.3 | \$ 845.3 | \$ 46.3 | \$ 891.6 |
| Accumulated amortization | | | | | | | |
| Balance at December 31, 2022 | | \$ 250.8 | | \$ 212.1 | \$ 462.9 | \$ 20.7 | \$ 483.6 |
| Amortization | | 31.0 | | 10.2 | 41.2 | 8.5 | 49.7 |
| Reclassification to asset held for sale | | (11.1) | | - | (11.1) | (0.2) | (11.3) |
| Disposals | | (5.2) | | - | (5.2) | (2.5) | (7.7) |
| Effect of movements in exchange rates | | (0.3) | | - | (0.3) | (0.1) | (0.4) |
| Balance at December 31, 2023 | | 265.2 | | 222.3 | 487.5 | 26.4 | 513.9 |
| Amortization | | 24.2 | | 7.0 | 31.2 | 6.2 | 37.4 |
| Reclassification from asset held for sale | | 0.4 | | - | 0.4 | - | 0.4 |
| Disposals | | (1.6) | | - | (1.6) | (3.4) | (5.0) |
| Effect of movements in exchange rates | | 0.3 | | - | 0.3 | 0.1 | 0.4 |
| Balance at September 30, 2024 | | \$ 288.5 | | \$ 229.3 | \$ 517.8 | \$ 29.3 | \$ 547.1 |
| Carrying amounts | | | | | | | |
| At December 31, 2023 | \$ 57.0 | \$ 220.3 | \$ 24.6 | \$ 33.0 | \$ 334.9 | \$ 19.5 | \$ 354.4 |
| At September 30, 2024 | \$ 57.3 | \$ 225.1 | \$ 12.1 | \$ 33.0 | \$ 327.5 | \$ 17.0 | \$ 344.5 |

The Company did not utilize any cash deposits during the nine months ended September 30, 2024 (YTD 2023: utilized \$0.2 million as equipment was delivered).

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2024 and 2023

(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 Sept. 30, | | Nine months ended Sept. 30, | |
|--|------------------------------|---------|-----------------------------|---------|
| | 2024 | 2023 | 2024 | 2023 |
| Carrying value, beginning | \$ 49.4 | \$ 49.1 | \$ 49.3 | \$ 49.1 |
| Change in fair value due to growth and pricing | 0.1 | 0.1 | 0.2 | 0.2 |
| Harvested timber transferred to inventory | (0.3) | - | (0.3) | (0.1) |
| Carrying value, September 30 | \$ 49.2 | \$ 49.2 | \$ 49.2 | \$ 49.2 |

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 September 30, 2024, private timberlands comprised an area of approximately 22,693 hectares (December 31, 2023: 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 nine months ended September 30, 2024, the Company harvested and scaled 5,671 cubic meters ("m³") and 13,119 m³ of logs, respectively (Q3 2023 and YTD 2023: Nil and 33,711 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 2023: \$128 per m³).

9. Other assets

| | Sept. 30, 2024 | Dec. 31, 2023 |
|--|-------------------|------------------|
| Export tax receivable and related interest ^{(Note 22(a))} | \$ 76.7 | \$ 70.8 |
| Investments and advances | 3.8 | 3.1 |
| Note receivable | 2.6 | 2.6 |
| Long-term loans | 0.7 | 0.9 |
| Other | 0.3 | 0.3 |
| | 84.1 | 77.7 |
| Current portion | 0.3 | 0.3 |
| | \$ 83.8 | \$ 77.4 |

10. Long-term debt

| | Sept. 30, 2024 | Dec. 31, 2023 |
|--|-------------------|------------------|
| Credit facility drawings | \$ 90.5 | \$ 84.0 |
| Equipment loan | 0.1 | 0.1 |
| | 90.6 | 84.1 |
| Less transaction costs | (0.6) | (0.3) |
| Long-term debt | \$ 90.0 | \$ 83.8 |
| Available Credit Facility | \$ 250.0 | \$ 250.0 |
| Credit Facility drawings | (90.5) | (84.0) |
| Outstanding letters of credit included in line utilization | (25.8) | (19.6) |
| Unused portion of Credit Facility | \$ 133.7 | \$ 146.4 |

The Company's syndicated Credit Facility (the "Credit Facility") provides for a maximum borrowing amount of \$250 million, with advances in excess of \$215 million subject to a leverage metric. On July 26, 2024, the maturity date of the Credit Facility was extended to July 21, 2026 from July 21, 2025, and certain financial covenants were amended.

The Credit Facility is available in CAD by way of Prime Rate Advances, Canadian Overnight Repo Rate Average Advances or Letters of Credit and in USD by way of Secured Overnight Financing Rate 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.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2024 and 2023

(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 certain specified properties and assets, and is subject to certain financial covenants, including a maximum debt to total capitalization ratio.

The Company was in compliance with its financial covenants as at September 30, 2024 and expects to comply for at least twelve months thereafter. Accordingly, the loan is classified as non-current at September 30, 2024.

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 Sept. 30, | | Nine months ended Sept. 30, | |
|--|------------------------------|----------------|-----------------------------|----------------|
| | 2024 | 2023 | 2024 | 2023 |
| Reforestation obligation, beginning | \$ 21.7 | \$ 21.8 | \$ 22.1 | \$ 22.1 |
| Provision charged | 2.0 | 2.1 | 5.2 | 5.6 |
| Expenditures | (1.8) | (1.9) | (5.7) | (5.9) |
| Unwind of discount | 0.1 | 0.2 | 0.4 | 0.4 |
| | <u>22.0</u> | <u>22.2</u> | <u>22.0</u> | <u>22.2</u> |
| Less current portion | 8.2 | 9.5 | 8.2 | 9.5 |
| Long term reforestation obligation, September 30 | <u>\$ 13.8</u> | <u>\$ 12.7</u> | <u>\$ 13.8</u> | <u>\$ 12.7</u> |

The reforestation expenditures are expected to occur over the next one to ten years and have been discounted at risk-free rates of 2.73% to 3.35% (YTD 2023: 4.03% to 5.37%). The total undiscounted amount of the estimated future expenditures required to settle the reforestation obligation at September 30, 2024 is \$23.9 million (December 31, 2023: \$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 statements of financial position for the Company's employee future benefit obligations are as follows:

| | Sept. 30, 2024 | Dec. 31, 2023 |
|---|-------------------|------------------|
| Present value of obligations | \$ 91.4 | \$ 92.9 |
| Fair value of plan assets | (86.5) | (88.2) |
| Liability recognized in the statements of financial position ^(Note 13) | <u>\$ 4.9</u> | <u>\$ 4.7</u> |

The discount rate used as at September 30, 2024 was 4.50% per annum (December 31, 2023: 4.65% per annum). The Company expects to make funding contributions to its defined benefit plans of \$1.2 million in 2024.

Western Forest Products Inc.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

Three and nine months ended September 30, 2024 and 2023

(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 September 30, 2024 | | | |
| Defined benefit employee future benefits obligation ^(Note 12) | \$ - | \$ 4.9 | \$ 4.9 |
| Defined contribution employee future benefits obligation | - | 2.4 | 2.4 |
| Environmental provision | 0.1 | 2.5 | 2.6 |
| Deferred share unit plan liabilities ^{(Note 16(b))} | 1.2 | - | 1.2 |
| Performance share unit plan liabilities ^{(Note 16(c))} | - | - | - |
| Restricted share unit plan liabilities ^{(Note 16(d))} | 0.9 | 1.5 | 2.4 |
| Other | - | 0.3 | 0.3 |
| | <u>\$ 2.2</u> | <u>\$ 11.6</u> | <u>\$ 13.8</u> |
| As at December 31, 2023 | | | |
| Defined benefit employee future benefits obligation ^(Note 12) | \$ - | \$ 4.7 | \$ 4.7 |
| Defined contribution employee future benefits obligation | - | 2.1 | 2.1 |
| Environmental provision | 0.1 | 2.7 | 2.8 |
| Deferred share unit plan liabilities ^{(Note 16(b))} | 1.8 | - | 1.8 |
| Performance share unit plan liabilities ^{(Note 16(c))} | 1.4 | - | 1.4 |
| Restricted share unit plan liabilities ^{(Note 16(d))} | 0.8 | 1.2 | 2.0 |
| Other | - | 0.7 | 0.7 |
| | <u>\$ 4.1</u> | <u>\$ 11.4</u> | <u>\$ 15.5</u> |

The current portion of other liabilities is recognized in accounts payable and accrued liabilities in the statements of financial position.

14. Share capital

| | Number of common shares | Amount |
|---|-------------------------------|-----------------|
| Balance at December 31, 2022 | 316,742,746 | \$ 405.4 |
| Exercise of stock options | 2,811 | - |
| Balance at December 31, 2023 and September 30, 2024 | <u>316,745,557</u> | <u>\$ 405.4</u> |

On August 3, 2023, Western renewed its Normal Course Issuer Bid ("NCIB") 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 Company's common shares outstanding as of August 3, 2023. The renewed NCIB expired August 10, 2024 and was not renewed.

No shares were repurchased under the NCIB in 2023 or during the nine months ended September 30, 2024.

No stock options were exercised in the nine months ended September 30, 2024 (YTD 2023: 400,000 stock options exercised with 2,811 common shares issued on a cashless basis resulting in a \$0.4 million credit to retained earnings).

15. Non-controlling interest

On March 27, 2024, the Company completed the sale of a 34% ownership interest in its newly formed La-kwa sa muqw Forestry Limited Partnership ("LFLP") to four Vancouver Island First Nations: K'ómoks First Nation, Tlowitsis First Nation, We Wai Kai First Nation, and Wei Wai Kum First Nation, collectively referred to as the Nations, for gross proceeds of \$35.9 million. The LFLP is comprised of certain assets and liabilities of the Company's former Mid-Island Forest Operation, including TFL 64, which was created through the subdivision of Block 2 of TFL 39. This is considered a transaction with owners in their capacity as owners, and because it did not result in a loss of control, the gain on disposal of \$25.8 million and related deferred tax expense of \$6.6 million was recognized directly to retained earnings.

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16. 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 9,265,475 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 are exercisable only when the share price exceeds \$0.70 for a period of 60 consecutive days on a volume weighted average price basis. 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:

| | Nine months ended Sept. 30, 2024 | | Nine months ended Sept. 30, 2023 | |
|-----------------------------|----------------------------------|---------------------------------|----------------------------------|---------------------------------|
| | Number of options | Weighted average exercise price | Number of options | Weighted average exercise price |
| Outstanding at December 31 | 11,486,679 | \$ 1.79 | 15,133,457 | \$ 1.72 |
| Exercised | - | - | (400,000) | 1.27 |
| Expired | (948,000) | 2.60 | (1,000,000) | 1.27 |
| Forfeited | - | - | (2,246,778) | 1.64 |
| Outstanding at September 30 | <u>10,538,679</u> | <u>\$ 1.72</u> | <u>11,486,679</u> | <u>\$ 1.79</u> |

For the three and nine months ended September 30, 2024, the Company recorded negligible compensation expenses in respect of options (Q3 2023 and YTD 2023: negligible), with a corresponding change to contributed surplus.

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

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

| | Nine months ended Sept. 30, 2024 | | Nine months ended Sept. 30, 2023 | |
|-----------------------------|----------------------------------|--|----------------------------------|--|
| | Number of DSUs | Weighted average unit value ¹ | Number of DSUs | Weighted average unit value ¹ |
| Outstanding at December 31 | 2,567,991 | \$ 1.21 | 2,067,371 | \$ 1.45 |
| Granted ¹ | 1,019,930 | 0.53 | 638,536 | 0.97 |
| Redeemed | (1,314,470) | 1.34 | - | - |
| Outstanding at September 30 | <u>2,273,451</u> | <u>\$ 0.83</u> | <u>2,705,907</u> | <u>\$ 1.34</u> |

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

For the three and nine months ended September 30, 2024, the Company recorded a compensation expense of \$0.1 million and recovery of \$0.4 million for DSUs, respectively (Q3 2023 and YTD 2023: \$0.5 million and \$0.7 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.

| | Nine months ended Sept. 30, 2024 | | Nine months ended Sept. 30, 2023 | |
|-----------------------------|----------------------------------|--|----------------------------------|--|
| | Number of PSUs | Weighted average unit value ¹ | Number of PSUs | Weighted average unit value ¹ |
| Outstanding at December 31 | 3,574,946 | \$ 1.55 | 3,591,951 | \$ 1.46 |
| Granted ¹ | 3,621,608 | 0.64 | 1,638,257 | 1.29 |
| Redeemed | (1,130,621) | 1.54 | (1,655,262) | 1.08 |
| Outstanding at September 30 | <u>6,065,933</u> | <u>\$ 1.01</u> | <u>3,574,946</u> | <u>\$ 1.55</u> |

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

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16. Share-based compensation plans (continued)

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

For the three and nine months ended September 30, 2024, the Company recorded a compensation recovery of \$0.1 million and a negligible expense for PSUs, respectively (Q3 2023 and YTD 2023: \$0.5 and \$0.4 million recovery, respectively), with corresponding changes to accounts payable and accrued liabilities and other liabilities.

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

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

| | Nine months ended Sept. 30, 2024 | | Nine months ended Sept. 30, 2023 | |
|-----------------------------|----------------------------------|--|----------------------------------|--|
| | Number of RSUs | Weighted average unit value ¹ | Number of RSUs | Weighted average unit value ¹ |
| Outstanding at December 31 | 4,665,771 | \$ 1.54 | 3,438,775 | \$ 1.61 |
| Granted ¹ | 8,464,859 | 0.65 | 1,568,231 | 1.28 |
| Redeemed | (1,179,006) | 1.54 | (341,235) | 1.08 |
| Outstanding at September 30 | 11,951,624 | \$ 0.91 | 4,665,771 | \$ 1.54 |

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

For the three and nine months ended September 30, 2024, the Company recorded compensation expense for RSUs of \$0.8 million and \$1.2 million, respectively (Q3 2023 and YTD 2023: \$0.1 million recovery and \$0.5 million expense, respectively) with corresponding changes in accounts payable and accrued liabilities and to other liabilities.

17. 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 Sept. 30, | | Nine months ended Sept. 30, | |
|-----------------------------|------------------------------|-----------------|-----------------------------|-----------------|
| | 2024 | 2023 | 2024 | 2023 |
| Primary geographic markets | | | | |
| Canada | \$ 81.7 | \$ 86.9 | \$ 283.6 | \$ 293.9 |
| United States | 95.8 | 88.1 | 273.5 | 286.3 |
| Japan | 23.7 | 27.5 | 101.8 | 81.9 |
| China | 18.6 | 11.6 | 63.0 | 54.9 |
| Other | 18.8 | 13.8 | 59.0 | 43.7 |
| Europe | 3.1 | 3.2 | 9.8 | 10.2 |
| | <u>\$ 241.7</u> | <u>\$ 231.1</u> | <u>\$ 790.7</u> | <u>\$ 770.9</u> |
| Major Products | | | | |
| Lumber | \$ 189.9 | \$ 179.9 | \$ 602.8 | \$ 603.3 |
| Logs | 39.9 | 38.5 | 141.5 | 129.8 |
| By-products | 9.1 | 7.1 | 32.0 | 29.9 |
| Forestry services and other | 2.8 | 5.6 | 14.4 | 7.9 |
| | <u>\$ 241.7</u> | <u>\$ 231.1</u> | <u>\$ 790.7</u> | <u>\$ 770.9</u> |

Contract balances

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

| | Sept. 30, 2024 | Dec. 31, 2023 |
|---|-------------------|------------------|
| Trade and other receivables | \$ 58.8 | \$ 50.9 |
| Long-term loan receivable ^(Note 9) | 0.7 | 0.9 |
| Contract liabilities | 43.0 | 44.5 |

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17. Revenue (continued)

Contract balances (continued)

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 22(c)). The Company recognized related revenue of \$0.5 million and \$1.5 million for the three and nine months ended September 30, 2024 (Q3 2023 and YTD 2023: \$0.5 million and \$1.5 million, respectively).

18. Operating restructuring items

| | Three months ended Sept. 30, | | Nine months ended Sept. 30, | |
|--|------------------------------|-----------------|-----------------------------|---------------|
| | 2024 | 2023 | 2024 | 2023 |
| Retirement and other benefits (recovery) | \$ 0.3 | \$ (0.3) | \$ 1.3 | \$ 6.3 |
| Supplies and other inventory impairment | 1.3 | - | 1.3 | - |
| Other | 0.3 | 0.1 | 0.8 | 0.3 |
| | <u>\$ 1.9</u> | <u>\$ (0.2)</u> | <u>\$ 3.4</u> | <u>\$ 6.6</u> |

19. Other income (loss)

| | Three months ended Sept. 30, | | Nine months ended Sept. 30, | |
|---|------------------------------|---------------|-----------------------------|---------------|
| | 2024 | 2023 | 2024 | 2023 |
| Gain (loss) on disposal of property, plant, and equipment | \$ (0.1) | \$ 0.2 | \$ 0.1 | \$ 0.3 |
| Foreign exchange gain (loss) | (0.5) | 2.0 | 1.7 | 0.4 |
| Other | (0.1) | - | (0.1) | 0.6 |
| | <u>\$ (0.7)</u> | <u>\$ 2.2</u> | <u>\$ 1.7</u> | <u>\$ 1.3</u> |

20. 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 Sept. 30, | | Nine months ended Sept. 30, | |
|---|------------------------------|-----------------|-----------------------------|------------------|
| | 2024 | 2023 | 2024 | 2023 |
| Loss before income taxes | \$ (28.2) | \$ (23.9) | \$ (52.6) | \$ (75.5) |
| Income tax recovery at statutory rate of 27% | \$ (7.6) | \$ (6.5) | \$ (14.2) | \$ (20.4) |
| Difference in tax rates | 0.2 | 0.1 | 0.6 | 0.3 |
| Other permanent differences | 0.2 | (0.1) | 0.2 | 0.4 |
| Change in unrecognized deductible temporary differences | (1.8) | - | (6.2) | - |
| Other | 0.4 | - | 0.3 | - |
| | <u>\$ (8.6)</u> | <u>\$ (6.5)</u> | <u>\$ (19.3)</u> | <u>\$ (19.7)</u> |
| Recognized in Other comprehensive loss | | | | |
| Deferred tax recovery | <u>\$ (0.1)</u> | <u>\$ (0.3)</u> | <u>\$ (0.2)</u> | <u>\$ (0.2)</u> |
| Recognized in Retained earnings | | | | |
| Deferred tax expense ^(Note 15) | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 6.6</u> | <u>\$ -</u> |

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21. Loss per share

Net 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 Sept. 30, 2024 | | | Three months ended Sept. 30, 2023 | | |
|------------------------------------|--|-----------------------------------|-----------|--|-----------------------------------|-----------|
| | Net loss attributable to equity shareholders | Weighted average number of shares | Per share | Net loss attributable to equity shareholders | Weighted average number of shares | Per share |
| Issued shares, beginning of period | | 316,745,557 | | | 316,745,557 | |
| Effect of shares: | | | | | | |
| Issued in the quarter | | | | | - | |
| Basic loss per share | \$ (18.0) | 316,745,557 | \$ (0.06) | \$ (16.7) | 316,745,557 | \$ (0.05) |
| Effective of dilutive securities: | | | | | | |
| Stock options ¹ | | | | | - | |
| Diluted loss per share | \$ (18.0) | 316,745,557 | \$ (0.06) | \$ (16.7) | 316,745,557 | \$ (0.05) |
| | | | | | | |
| | Nine months ended Sept. 30, 2024 | | | Nine months ended Sept. 30, 2023 | | |
| | Net loss attributable to equity shareholders | Weighted average number of shares | Per share | Net loss attributable to equity shareholders | Weighted average number of shares | Per share |
| Issued shares at December 31 | | 316,745,557 | | | 316,742,746 | |
| Effect of shares: | | | | | | |
| Issued in the first nine months | | | | | 2,317 | |
| Basic loss per share | \$ (29.9) | 316,745,557 | \$ (0.09) | \$ (54.7) | 316,745,063 | \$ (0.17) |
| Effective of dilutive securities: | | | | | | |
| Stock options ¹ | | | | | 154,179 | |
| Diluted loss per share | \$ (29.9) | 316,745,557 | \$ (0.09) | \$ (54.7) | 316,745,063 | \$ (0.17) |

¹ Where the addition of stock options to the total shares outstanding has an anti-dilutive impact on the diluted loss per share calculation, those stock options have not been included in the total shares outstanding for purposes of the calculation of diluted loss per share.

22. 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.

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22. Commitments and contingencies (continued)

(a) Softwood lumber duty dispute (continued)

As cash deposit rates differed from final duty rates for lumber shipments made in 2017 through 2022, the Company recognized a long-term interest-bearing duty receivable totalling USD\$47.3 million (CAD\$64.0 million) in its statement of financial position, of which USD\$0.8 million (CAD\$1.0 million) was recognized as an export tax recovery in the three and nine months ended September 30, 2024 (Q3 2023 and YTD 2023: USD\$3.5 million; CAD\$4.3 million). This recovery was netted against export tax expense resulting in a net export tax of \$5.2 million and \$15.5 million for the three and nine months ended September 30, 2024, respectively, (Q3 2023 and YTD 2023: \$0.9 million and \$11.8 million, respectively) as recorded in the statement of comprehensive loss.

Under US law, the DoC and US International Trade Commission (“USITC”) are required to conduct a sunset review 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. On November 30, 2023, the USITC issued its final determination under the sunset review, concurring with the DoC conclusion.

On January 17, 2024, the Government of Canada filed a notice of intent to challenge the ITC decision to maintain duties on Canadian softwood lumber products, under Chapter 10 of the Canada-United States-Mexico Agreement.

On March 5, 2024, the DoC initiated its sixth AR of CV and AD for shipments in 2023, with a completion deadline of January 25, 2025.

On August 12, 2024, the DoC released its final determination for CV and AD rates from its fifth AR for shipments in 2022, and on September 24, 2024 amended the AD rate to correct a ministerial calculation error. The Company recognized an additional export tax recovery of USD\$0.8 million (CAD\$1.0 million) in the three and nine months ended September 30, 2024. Effective August 19, 2024, cash deposits will continue at the revised combined duty rate of 14.4% until publication of final rates of the sixth AR in the federal register, after which time the 2023 shipment rate 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 2022:

| Lumber shipment date | Aug. 1, 2023 | Aug. 9, 2022 | Jan. 10, 2022 | Dec. 1, 2021 | Dec. 1, 2020 | Jan. 1, 2020 | Year | | | |
|----------------------|----------------------|-----------------------|-----------------------|----------------------|----------------------|-----------------------|-----------------------|----------------------|----------------------|----------------------|
| | Aug. 19, 2024 onward | through Aug. 18, 2024 | through Jul. 31, 2023 | through Aug. 8, 2022 | through Jan. 9, 2022 | through Nov. 30, 2021 | through Nov. 30, 2020 | 2019 | 2018 | 2017 |
| Cash deposit rate | | | | | | | | | | |
| CV | 6.74% | 1.79% | 3.83% | 6.32% | 6.31% | 7.42% | 14.19% | 14.19% | 14.19% | 14.19% |
| AD | 7.66% | 6.26% | 4.76% | 11.59% | 11.59% | 1.57% | 6.04% | 6.04% | 6.04% | 6.04% |
| Combined | 14.40% | 8.05% | 8.59% | 17.91% | 17.90% | 8.99% | 20.23% | 20.23% | 20.23% | 20.23% |
| | | | | | AR5 2022 Final | AR4 2021 Final | AR3 2020 Final | AR2 2019 Final | AR1 2018 Final | AR1 2017 Final |
| Lumber shipment year | | | | | | | | | | |
| Duty rate | | | | | | | | | | |
| CV | | | | | 6.74% | 1.79% | 3.83% | 6.32% | 7.42% | 7.26% |
| AD | | | | | 7.66% | 6.26% | 4.76% | 11.59% | 1.57% | 1.57% |
| | | | | | 14.40% | 8.05% | 8.59% | 17.91% | 8.99% | 8.83% |

As at September 30, 2024, including interest of USD\$9.4 million (December 31, 2023: USD\$6.8 million), the duty receivable of USD\$56.7 million (December 31, 2023: USD\$53.4 million) was revalued at the period-end exchange rate to CAD\$76.7 million (December 31, 2023: CAD\$70.8 million).

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22. Commitments and contingencies (continued)

(a) Softwood lumber duty dispute (continued)

Interest revenue of \$1.4 million and \$3.5 million for the three and nine months ended September 30, 2024, respectively, was recorded in finance costs (Q3 2023 and YTD 2023: \$1.2 million and \$2.7 million, respectively). Related foreign exchange losses of \$0.8 million and gains of \$1.5 million for the three and nine months ended September 30, 2024, respectively, were recorded in other income (loss) (Q3 2023 and YTD 2023: \$2.1 million and \$0.6 million foreign exchange gains, respectively).

As at September 30, 2024, the Company had paid \$240.3 million of duties, all of which remain held in trust by US Department of Treasury (December 31, 2023: \$219.3 million). With the exception of USD\$47.3 million (CAD\$64.0 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.

(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 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 September 30, 2024. The Company anticipates satisfying annual fibre commitments for the year ending December 31, 2024.

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

| | September 30, 2024 | | | | December 31, 2023 | | |
|--|--------------------|--------------------|-----------------|-----------------|--------------------|-----------------|-----------------|
| | Level | Mandatory at FVTPL | Amortized cost | Total | Mandatory at FVTPL | Amortized cost | Total |
| Financial assets | | | | | | | |
| Cash and cash equivalents | 2 | \$ - | \$ 5.0 | \$ 5.0 | \$ - | \$ 2.3 | \$ 2.3 |
| Foreign currency forward contracts | 2 | 0.1 | - | 0.1 | - | - | - |
| Trade and other receivables | 3 | - | 58.7 | 58.7 | - | 50.9 | 50.9 |
| Note receivable (Note 9) | 3 | - | 2.6 | 2.6 | - | 2.6 | 2.6 |
| Long-term loan receivable (Note 9) | 3 | - | 0.4 | 0.4 | - | 0.6 | 0.6 |
| Other advances | 3 | - | 0.8 | 0.8 | - | 1.0 | 1.0 |
| Export tax and related interest receivable (Note 22(a)) | 3 | 76.7 | - | 76.7 | 70.8 | - | 70.8 |
| Total financial assets | | \$ 76.8 | \$ 67.5 | \$ 144.3 | \$ 70.8 | \$ 57.4 | \$ 128.2 |
| Financial liabilities | | | | | | | |
| Bank indebtedness | 2 | \$ - | \$ 1.4 | \$ 1.4 | \$ - | \$ 0.9 | \$ 0.9 |
| Accounts payable and accrued liabilities | 2 | - | 86.2 | 86.2 | - | 102.8 | 102.8 |
| Liabilities directly associated with assets held for sale (Note 6) | 2 | - | 0.5 | 0.5 | - | 0.3 | 0.3 |
| Long-term debt (Note 10) | 2 | - | 90.6 | 90.6 | - | 84.1 | 84.1 |
| Lease liabilities | 2 | - | 17.5 | 17.5 | - | 19.9 | 19.9 |
| Total financial liabilities | | \$ - | \$ 196.2 | \$ 196.2 | \$ - | \$ 208.0 | \$ 208.0 |

The Company enters into forward contracts to sell USD and JPY in order to mitigate a portion of the foreign currency risk. At September 30, 2024, the Company had outstanding obligations to sell an aggregate USD\$20.0 million at an average exchange rate of CAD\$1.3558 per USD with maturities through October 22, 2024. (December 31, 2023: USD\$13.0 million at an average exchange rate of CAD\$1.3279 per USD).

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 Sept. 30, | | Nine months ended Sept. 30, | |
|---|------------------------------|-----------------|-----------------------------|---------------|
| | 2024 | 2023 | 2024 | 2023 |
| Fair value of liability (asset), beginning of period | \$ (0.1) | \$ 0.1 | \$ - | \$ (0.1) |
| Fair value of asset (liability) at September 30 | 0.1 | - | 0.1 | - |
| Change in unrealized foreign currency gains (losses) | - | 0.1 | 0.1 | (0.1) |
| Realized foreign currency gains (losses) on settled contracts | 0.4 | (0.6) | (0.2) | 0.8 |
| Foreign currency gains (losses) recognized in revenue | \$ 0.4 | \$ (0.5) | \$ (0.1) | \$ 0.7 |

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



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