



Consolidated Financial Statements
For the years ended December 31, 2018 and 2017

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of **Jamieson Wellness Inc.**

Opinion

We have audited the consolidated financial statements of Jamieson Wellness Inc. and its subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2018 and 2017, the consolidated statements of operations and comprehensive income (loss), consolidated statements of changes in equity (deficiency) and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2018 and 2017, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for opinion

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

Other information

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

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

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

We obtained Management's Discussion & Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

The Annual Report is expected to be made available to us after the date of the auditor's report. If based on the work we will perform on this other information, we conclude there is a material misstatement of other information, we are required to report that fact to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

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

INDEPENDENT AUDITOR'S REPORT (continued)

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Paula J. Smith.

The logo for Ernst & Young LLP, featuring the company name in a stylized, cursive script.

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Canada
February 26, 2019

Jamieson Wellness Inc.
Consolidated Statements of Financial Position
In thousands of Canadian dollars as at December 31,

	Notes	2018	2017
Assets			
Current assets			
Cash		12,445	4,833
Accounts receivable	5	82,227	71,996
Inventories	6	72,079	59,080
Derivatives	20	3,124	-
Prepaid expenses and other current assets		2,163	1,507
		172,038	137,416
Non-current assets			
Property, plant and equipment	7	50,234	45,173
Goodwill	8	122,975	122,975
Intangible assets	9	201,371	204,264
Deferred income tax	14	2,403	2,727
Total assets		549,021	512,555
Liabilities			
Current liabilities			
Accounts payable and accrued liabilities	10	83,481	66,621
Income taxes payable	14	4,454	4,267
Derivatives	20	-	1,081
Current portion of long-term debt	12	14,625	9,750
		102,560	81,719
Long-term liabilities			
Long-term debt	12	151,287	153,459
Post-retirement benefits	13	2,923	4,856
Deferred income tax	14	51,529	51,697
Total liabilities		308,299	291,731
Shareholders' equity			
Share capital	15	239,404	234,908
Contributed surplus	16	9,037	7,437
Deficit		(10,670)	(19,486)
Accumulated other comprehensive income (loss)		2,951	(2,035)
Total shareholders' equity		240,722	220,824
Total liabilities and shareholders' equity		549,021	512,555
Commitments and contingencies	21		

(see the accompanying notes to the consolidated financial statements)

Approved on behalf of the Board:

Angela Holtham
Director

David Williams
Director

Jamieson Wellness Inc.**Consolidated Statements of Operations and Comprehensive Income (Loss)**

In thousands of Canadian dollars, except share and per share amounts, for the years ended December 31,

	<u>Notes</u>	<u>2018</u>	<u>2017</u>
Revenue (2018: \$333,076 less reclassification adjustment of \$13,300)	2, 22	319,776	300,619
Cost of sales	2, 6, 17	204,358	195,770
Selling, general and administrative expenses	17	62,261	53,589
Share-based compensation	16	3,067	6,325
Earnings from operations		50,090	44,935
Foreign exchange loss		608	331
Termination benefits and related costs		2,933	4,132
Public offering costs	1	-	10,720
Acquisition costs	4	-	2,444
Other expenses	10, 18	298	9,410
Preferred share accretion	15	-	28,796
Interest expense and other financing costs	19	9,000	4,733
Income (loss) before income taxes		37,251	(15,631)
Provision for income taxes	14	10,578	8,156
Net income (loss)		26,673	(23,787)
<i>Other comprehensive income (loss)</i>			
Actuarial gain (loss) not to be reclassified subsequently to net income (loss)	13	2,512	(580)
Income tax		(649)	148
Net of tax		1,863	(432)
Net gain (loss) on cash flow hedges to be reclassified subsequently to net income (loss)	20	4,205	(989)
Income tax		(1,086)	262
Net of tax		3,119	(727)
Total other comprehensive income (loss)		4,982	(1,159)
Comprehensive income (loss)		31,655	(24,946)
Income (loss) per share attributable to common shareholders	24		
Basic, income (loss) per share		0.70	(1.79)
Diluted, income (loss) per share		0.67	(1.79)
Weighted average number of shares	24		
Basic		38,009,443	18,669,758
Diluted		39,531,078	18,669,758

(see the accompanying notes to the consolidated financial statements)

Jamieson Wellness Inc.
Consolidated Statements of Changes in Equity (Deficiency)
In thousands of Canadian dollars

	Notes	Share capital	Contributed surplus	Deficit	Accumulated other comprehensive income (loss)	Total Shareholders' equity (deficiency)
As at January 1, 2017		400	2,598	(153,724)	(876)	(151,602)
Net loss for the year		-	-	(23,787)	-	(23,787)
Issuance of treasury shares (net)	1	232,126	-	-	-	232,126
Capitalized transaction cost		(1,971)	-	-	-	(1,971)
Taxes realized on transaction costs		3,379	-	-	-	3,379
Redemption of preferred shares	15	800	-	173,662	-	174,462
Exercise of stock options	16	174	-	-	-	174
Preferred share dividend	15	-	-	(9,605)	-	(9,605)
Common share dividend (\$0.16 per share)		-	-	(6,032)	-	(6,032)
Other comprehensive loss		-	-	-	(1,159)	(1,159)
Share-based compensation	16	-	4,839	-	-	4,839
As at December 31, 2017		234,908	7,437	(19,486)	(2,035)	220,824
Impact of new accounting standards adopted January 1, 2018	2	-	-	(4,922)	-	(4,922)
Net income for the year		-	-	26,673	-	26,673
Issuance of treasury shares	15	4,496	(1,467)	-	-	3,029
Common share dividend (\$0.34 per share)		-	-	(12,935)	-	(12,935)
Other comprehensive income		-	-	-	4,982	4,982
Currency translation adjustment		-	-	-	4	4
Share-based compensation	16	-	3,067	-	-	3,067
As at December 31, 2018		239,404	9,037	(10,670)	2,951	240,722

(see the accompanying notes to the consolidated financial statements)

Jamieson Wellness Inc.
Consolidated Statements of Cash Flows
In thousands of Canadian dollars, for the years ended December 31,

Cash provided by (used in)	Notes	2018	2017
Operating activities			
Net income (loss)		26,673	(23,787)
Items not affecting cash			
Depreciation of property, plant and equipment	7	5,551	5,106
Amortization of intangible assets	9	3,495	3,396
Amortization of fair value adjustments		-	1,694
Amortization of deferred financing fees	12, 19	1,453	4,490
Deferred income taxes		196	(270)
Accrued interest	19	-	(8,966)
Share-based compensation	16	3,067	6,325
Former shareholder consideration reclassified as (other income)/compensation expense	4, 10	(1,066)	8,427
Preferred share accretion	15	-	28,796
Others		906	508
Net change in non-cash working capital		(5,170)	(7,874)
Payment of deferred compensation	4	(7,300)	-
		27,805	17,845
Investing activities			
Acquisition of business	4	-	(82,500)
Additions to property, plant and equipment, net	7	(10,935)	(4,714)
Acquisition of intangible assets	9	(602)	(272)
		(11,537)	(87,486)
Financing activities			
Proceeds from credit facilities	12	37,910	241,000
Repayment of credit facilities	12	(36,660)	(229,248)
Financing charges	12	-	(5,801)
Issuance of redeemable preferred shares, net	15	-	1,341
Issuance of common stock, net of transaction costs	15	-	230,155
Return of capital and repayment of Note to Finco	11, 15	-	(163,391)
Dividends to Preferred Shareholders	15	-	(9,605)
Dividends to Common Shareholders		(12,935)	(6,032)
Exercise of stock options and ESPP	15	3,029	174
		(8,656)	58,593
Increase (decrease) in cash		7,612	(11,048)
Cash - Beginning of the year		4,833	15,881
Cash - End of the year		12,445	4,833
Supplemental disclosure			
Amount of income taxes paid		10,206	6,187
Amount of interest paid		6,826	11,423

(see the accompanying notes to the consolidated financial statements)

Jamieson Wellness Inc.

Notes to the Consolidated Financial Statements

December 31, 2018 and 2017

1. Company overview

1.1 Description of the business and consolidated financial statements

Jamieson Wellness Inc. (“Jamieson” or the “Company”) was incorporated on January 24, 2014 as Jamieson Intermediate Holdings Ltd. On January 31, 2014, the Company’s wholly owned subsidiary, Intrepid Acquisition Corporation (“Intrepid”) acquired 100% of the shares of Jamieson Laboratories Ltd. On the same day, Intrepid and Jamieson Laboratories Ltd. amalgamated with the resulting company (“JLL”) carrying on operations under the name Jamieson Laboratories Ltd.

The consolidated financial statements of Jamieson and its subsidiaries for the year ended December 31, 2018 were authorized for issue by the Board of Directors of the Company on February 26, 2019. Jamieson is a company continued under the *Business Corporations Act* (Ontario) and resident in Canada. Jamieson’s registered office is located at 66 Wellington Street West, Suite 5300, TD Bank Tower, Toronto, ON, M5K 1E6.

The Company has manufacturing facilities located in Windsor, Ontario and in Toronto, Ontario and is principally engaged in the manufacturing, development, distribution, sales and marketing of branded and customer branded health products for humans including vitamins, herbal and mineral nutritional supplements.

On July 7, 2017, the Company completed an initial public offering (the “Offering”) of its common shares. The Offering consisted of the public offering of 19,050,000 common shares consisting of a treasury issuance by the Company of 15,554,755 common shares and a secondary offering of 3,495,245 common shares by certain selling shareholders (the “Selling Shareholders”). The offering price of \$15.75 per common share resulted in net proceeds to the Company of \$232,126, and \$52,160 to the Selling Shareholders after underwriting commissions of \$15,752. The over-allotment option was fully exercised after the Offering and resulted in additional net proceeds of \$42,634 after underwriting commissions of \$2,371 for one of the Selling Shareholders.

On October 18, 2017, a secondary offering (the “Secondary Offering”) by certain shareholders of the Company (the “Secondary Offering Shareholders”) of common shares, including the sale by the former majority shareholder of the Company (being entities (collectively, the “CCMP Shareholders”) that CCMP Capital Advisors, LP provided investment advisory services to) of all the common shares held by the CCMP Shareholders, was completed. The Secondary Offering consisted of 14,778,751 common shares (which includes 1,758,751 common shares that were sold by the CCMP Shareholders to the underwriters upon the exercise in full of the over-allotment option). The offering price of \$18.50 per common share resulted in net proceeds to the Secondary Offering Shareholders of \$262,471 after deducting underwriting commissions of \$10,936. The Company did not receive any proceeds from the Secondary Offering.

In addition to the underwriting fees that were paid by the Company, the Selling Shareholders and the Secondary Offering Shareholders (as described above), other expenses net of costs deducted from share capital related to the Offering and Secondary Offering of approximately \$10,513 were incurred and were paid by the Company. The Company’s common shares are listed on the Toronto Stock Exchange (“TSX”) under the stock symbol “JWEL”.

1.2 Subsidiaries

The table below provides a summary of the Company’s subsidiaries. Unless otherwise stated, the subsidiaries as listed below have share capital consisting solely of common shares, which are held directly or indirectly by the Company. JWELL Holdings Inc. (“JWELL”) was created for certain limited purposes in connection with the Reorganization (as defined in Note 15). JWELL was wound up on July 4, 2017 and was formally dissolved on October 22, 2018.

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As at December 31, Entity	2018 %	2017 %	Principal Place of Operations	Functional Currency
Jamieson Laboratories Ltd.	100	100	Canada	Canadian dollar
International Nutrient Technologies Limited	100	100	Canada	Canadian dollar
JWELL Holdings Inc.	-	100	Canada	Canadian dollar
Body Plus Nutritional Products Inc.	100	100	Canada	Canadian dollar
Sonoma Nutraceuticals Inc.	100	100	Canada	Canadian dollar
Jamieson Health Products (Shanghai) Co., Ltd.	100	-	China	Chinese yuan
Jamieson Health Products Australia Pty Ltd.	100	-	Australia	Australian dollar

On January 1, 2019, Sonoma Nutraceuticals Inc. (“Sonoma”) was amalgamated into Body Plus Nutritional Products Inc. (“Body Plus”).

2. Summary of significant accounting policies

2.1 Basis of preparation and statement of compliance

The consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (“IFRS”).

The consolidated financial statements have been prepared on a historical cost basis, except for certain derivative financial instruments and liabilities associated with the post-retirement benefit plan that have been measured at fair value. The consolidated financial statements are presented in Canadian dollars and all values are rounded to the nearest thousand (\$000), except share and per share amounts and when otherwise indicated.

2.2 Share Split

As a result of the one-to-20.81010939 share split, effected July 5, 2017, all historical period per share data and number of common shares, Class A to V preferred shares (as defined in Note 15) and options outstanding in these consolidated financial statements are presented on a post share split basis.

2.3 Basis of consolidation

Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if, and only if, the Company has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Company’s voting rights and potential voting rights.

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company

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obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

Transactions and balances between the Company and its consolidated entities have been eliminated on consolidation.

2.4 Summary of significant accounting policies

The following are the significant accounting policies applied by the Company in preparing its consolidated financial statements:

2.4.1 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at the acquisition date fair value and the amount of any non-controlling interest in the acquiree. Acquisition-related costs are expensed as incurred and included in the consolidated statements of operations and comprehensive income (loss).

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. All contingent consideration (except that which is classified as equity) is subsequently re-measured to fair value at each reporting period end, with the changes in fair value recognized in profit or loss. Contingent consideration that is classified as equity is not re-measured, and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests) and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in net income (loss).

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units ("CGUs") (or group of CGUs) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a CGU (or group of CGUs) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

Jamieson Wellness Inc.

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2.4.2 Current versus non-current classification

The Company presents assets and liabilities in the consolidated statements of financial position based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred income tax assets and liabilities are classified as non-current assets and liabilities.

2.4.3 Fair value measurement

The Company measures financial instruments, such as derivatives, at fair value at each consolidated statements of financial position date. Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value or where fair values are disclosed are summarized in the following notes:

- Accounting policy disclosures (Note 2.4.3)
- Disclosures for valuation methods, significant estimates and assumptions (Notes 3, 8 and 15)
- Quantitative disclosures of fair value measurement hierarchy (Note 20)
- Financial instruments (including those carried at amortized cost) (Notes 12 and 20)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of instruments that are quoted in active markets is determined using the quoted prices. The Company uses valuation techniques to establish the fair value of instruments where prices quoted in active markets are not available. Therefore, where possible, parameter inputs to the valuation techniques are based on observable data derived from prices of relevant instruments traded in an active market. These valuation techniques involve some level of management estimation and judgment, the degree of which will depend on the price transparency for the instrument or market and the instrument's complexity.

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The Company categorizes its fair value measurements according to a three-level hierarchy. The hierarchy prioritizes the inputs used by the Company's valuation techniques. A level is assigned to each fair value measurement based on the lowest level input significant to the fair value measurement in its entirety.

The three levels of the fair value hierarchy are defined as follows:

Level 1 - Unadjusted quoted prices at the measurement date for identical assets or liabilities in active markets.

Level 2 - Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 - Significant unobservable inputs which are supported by little or no market activity.

The fair value hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.4.4 Revenue recognition

The majority of the Company's revenue is derived from the sale of Jamieson branded products to distributors, retail and wholesale customers, referred to as the Company's "Jamieson Brands" segment, as well as providing contract manufacturing services and the sale of products to strategic partners, referred to as the Company's "Strategic Partners" segment.

Revenue is recognized for the sale of Jamieson branded products and the manufacturing of products to its strategic partners at the point in time when control of the asset is transferred to the customer, either at FOB shipping or FOB destination. The Company generally has a right to payment at the time of delivery (which is the same time that the Company has satisfied its performance obligations under the arrangement), as such a receivable is recognized as the consideration is unconditional and only the passage of time is required before payment is due.

A portion of the Company's revenues derived from contract manufacturing services provided to customers in its Strategic Partners segment is under a tolling arrangement where the customer supplies the Company with a raw material or ingredient. Revenue is recognized net of the cost of the raw material or ingredient supplied by the customer.

Rights of return give rise to variable consideration. The variable consideration is estimated at contract inception using the expected value method as this best predicts the amount of variable consideration to which the Company is entitled. The variable consideration is constrained to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when any uncertainty is subsequently resolved. For products that are expected to be returned, a refund liability is recognized as a reduction of revenue at the time the control of the products purchased is transferred to the customers.

Jamieson may provide discounts and sales promotional incentives to its customers, which give rise to variable consideration. The variable consideration is constrained to the extent that it is highly probable that a significant

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reversal in the amount of cumulative revenue recognized will not occur when any uncertainty is subsequently resolved. The application of the constraint on variable consideration increases the amount of revenue that will be deferred. Jamieson applies the most likely amount method estimating discounts provided to customers using contracted rates and estimating sales promotional incentives provided to customers based on historical spending patterns. Jamieson may also provide other consideration to customers for customer-specific programs to promote the Company's products. Consequently, revenues are recognized net of these estimated program costs. All other estimated non-customer-specific promotional costs and consideration are expensed as selling, general and administrative expenses.

In subsequent periods, the Company monitors the performance of customers against agreed-upon obligations related to sales incentive programs and makes any adjustments to both revenue and sales incentive accruals as required.

Previously under IAS 18, "Revenue" ("IAS 18"), the Company recognized revenue from product sales at the fair value of the consideration received or receivable, net of estimated returns and an estimate of sales incentives provided to customers excluding taxes or duty. Revenue was recognized when the customer took ownership of the product, title was transferred, all the risks and rewards of ownership were transferred to the customer, recovery of the consideration was probable, the Company had satisfied its performance obligations under the arrangement, and had no ongoing involvement with the sold product. Revenue was recognized to the extent that it was probable that the economic benefits would flow to the Company and the revenue could be reliably measured, regardless of when the payment was received. A portion of the Company's revenues derived from contract manufacturing services provided to customers in its Strategic Partners Business was under a tolling arrangement where the customer supplied the Company with a raw material or ingredient. Revenue was recognized net of the cost of the raw material or ingredient supplied by the customer.

The value of sales incentives provided to customers was estimated using historical trends and was recognized at the time of sale as a reduction of revenue. Sales incentives included rebate and promotional programs provided to the Company's customers. These rebates were based on achievement of specified volume or growth in volume levels and other agreed promotional activities. In subsequent periods, the Company monitored the performance of customers against agreed-upon obligations related to sales incentive programs and made any adjustments to both revenue and sales incentive accruals as required. A provision for returns and sales provisions was recognized at the time the product was sold and recognized as a reduction to revenue.

2.4.5 Foreign currencies

The Company's consolidated financial statements are presented in Canadian dollars. For each entity, the Company determines the functional currency, and items included in the financial statements of each entity are measured using that functional currency (refer to Note 1.2).

Transactions and balances

Transactions in foreign currencies are initially recorded by the entities at their respective functional currency spot rate at the date the transaction first qualifies for recognition.

- Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange in effect at the reporting date.
- Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.
- Revenue and expense items are translated using the average exchange rate during the year.

Differences arising on settlement or translation of monetary items are recognized in profit or loss.

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Exchange differences arising on translation for consolidation are recognized in other comprehensive income ("OCI"). On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is reclassified to profit or loss.

2.4.6 Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the consolidated statements of operations and comprehensive income (loss). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation, and it establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred income taxes are not recognized where:

- The deferred income tax liability arises from the initial recognition of goodwill;
- The deferred income tax asset or liability arises on the initial recognition of an asset or liability in an acquisition that is not a business combination and, at the time of the acquisition, affects neither the accounting profit nor taxable profit or loss; and
- For temporary differences relating to investments in subsidiaries to the extent that the Company can control the timing of the temporary difference and it is probable that they will not reverse in the foreseeable future.

Deferred income tax assets are recognized for unused loss carry forwards and deductible temporary differences to the extent that it is probable that taxable profit will be available against which they can be utilized. At each reporting period, previously unrecognized deferred income tax assets are reassessed to determine whether it has become probable that future taxable profit will allow the deferred income tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Current and deferred income taxes relating to items recognized directly in OCI or equity are also recognized directly in OCI or equity, respectively.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances arise. The adjustment is either treated as an adjustment to goodwill (as long as it does not exceed goodwill) if it is incurred during the measurement period or recognized in net income (loss).

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Sales tax

Revenues, expenses and assets are recognized net of the amount of sales tax, except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the sales tax is recognized as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and
- Receivables and payables are stated with the amount of sales tax included. The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the consolidated statements of financial position.

2.4.7 Property, plant and equipment

Property, plant and equipment, with the exception of land, is recorded at cost less accumulated depreciation and any net accumulated impairment losses. Land is carried at cost and not depreciated. Construction-in-process assets are capitalized during construction and depreciation commences when the asset is available for use. Repair and maintenance costs are recognized in profit or loss as incurred unless the recognition criteria are satisfied and it substantially changes the useful life of an asset.

Depreciation is calculated on a straight-line basis, after taking into account residual values, over the following expected useful lives of the assets:

Land	Not depreciated
Buildings	20 years
Machinery and equipment	3-10 years
Furniture and fixtures	4 years
Computer equipment and software	3 years
Tools and dies	1 year

When parts of an item of property and equipment have different useful lives, those components are accounted for as components of property and equipment. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statements of operations and comprehensive income (loss) when the asset is derecognized.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

2.4.8 Intangible assets

Intangible assets are established as a result of business combinations and measured on initial recognition at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and any accumulated impairment losses.

Upon recognition of an intangible asset, the Company determines if the asset has a definite or indefinite life. In making this determination, the Company considers the expected use, expiry of agreements, the nature of the asset, and whether the value of the asset decreases over time.

Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period, as appropriate, and are

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treated as changes in accounting estimates. The amortization expense on intangible assets is recognized in the consolidated statements of operations and comprehensive income (loss) on a straight-line basis over their estimated useful lives as follows:

Customer relationships	25-30 years
Other	3-10 years

The Company expects its trade names to generate economic benefit in perpetuity, and accordingly, has assigned the trade names as indefinite-life intangible assets.

Indefinite-life intangibles including trade names are tested for impairment annually at December 31 and otherwise as required if events occur that indicate that the net carrying value may not be recoverable.

2.4.9 Financial instruments — initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Classification and measurement

All financial assets and liabilities are recognized initially at fair value plus, in the case of financial instruments not at fair value through profit or loss ("FVTPL"), transaction costs.

Debt financial instruments are subsequently measured at FVTPL, fair value through other comprehensive income ("FVOCI"), or amortized cost using the effective interest rate method. The Company determines the classification of its financial assets based on the Company's business model for managing the financial assets and whether the instruments' contractual cash flows represent solely payments of principal and interest on the principal amount outstanding. The Company's derivatives not designated as a hedging instrument in a qualifying hedge relationship are subsequently measured at FVTPL. Equity instruments within the scope of IFRS 9, "Financial Instruments" ("IFRS 9"), if any, are subsequently measured at FVTPL or elected irrevocably to be classified at FVOCI at initial recognition.

Financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL. Financial liabilities are subsequently measured as FVTPL when the financial liability is: (i) contingent consideration of an acquirer in a business combination; (ii) held for trading; or (iii) it is designated as FVTPL if eligible. Other financial liabilities are subsequently measured at amortized cost using the effective interest method.

For financial liabilities that are designated as FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the Company's own credit risk of that liability is recognized in OCI unless the recognition of the effects of changes in the liability's credit risk in OCI would create or enlarge an accounting mismatch in the consolidated statements of operations and comprehensive income (loss). The remaining amount of change in the fair value of liability is recognized in the consolidated statements of operations and comprehensive income (loss). Changes in fair value of a financial liability attributable to the Company's own credit risk that are recognized in OCI are not subsequently reclassified to the consolidated statements of operations and comprehensive income (loss); instead, they are transferred to retained earnings, upon derecognition of the financial liability.

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The Company has made the following financial instrument classifications:

Financial Instrument	IFRS 9 Measurement
Cash	Amortized cost
Accounts receivable	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Long-term debt	Amortized cost
Derivatives not designated as hedging instruments	FVTPL
Derivatives designated as hedging instruments	Fair value (hedge accounting)

Impairment

IFRS 9 requires a forward looking Expected Credit Loss (“ECL”) model. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive.

For accounts receivable, Jamieson applies the simplified approach and has determined the allowance based on lifetime ECLs at each reporting date. The Company has established a provision that is based on the Company’s historical credit loss experience, adjusted for forward-looking factors specific to the customers and the economic environment. There was no transitional adjustment as a result of adopting the new impairment requirements.

Derecognition

A financial asset is derecognized when the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statements of operations and comprehensive income (loss).

2.4.10 Derivative financial instruments and hedge accounting

The Company uses derivative financial instruments such as foreign exchange forward contracts to hedge its foreign currency risks. Derivative financial instruments are initially recognized at fair value on the date the derivative contract is executed and are subsequently remeasured at fair value each reporting period end.

At the inception of a hedging relationship, the Company designates and formally documents the relationship between the hedging instrument and the hedged item, the risk management objective, and its strategy for undertaking the hedge. The documentation identifies the specific asset, liability, or anticipated cash flows being hedged, the risk that is being hedged, the type of hedging instrument used, and how effectiveness will be assessed.

The Company also formally assesses, both at inception and at each reporting date thereafter, whether or not the derivatives that are used in hedging transactions are highly effective in offsetting the changes attributable to the hedged risks in the fair values or cash flows of the hedged items. If a hedge relationship becomes ineffective, it no longer qualifies for hedge accounting and any subsequent change in the fair value of the hedging instrument is recognized in net income (loss).

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The Company uses hedge accounting for highly probable forecasted transactions. When hedge accounting is appropriate, the hedging relationship is designated as a cash flow hedge. In a cash flow hedge, the change in fair value of the hedging instrument is recorded, to the extent it is effective, in other comprehensive income. If a hedged forecast transaction subsequently results in the recognition of a non-financial asset, the Company removes that amount from the cash flow hedge reserve and includes it directly in the initial cost of the inventory.

When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in other comprehensive income is immediately recognized in the consolidated statements of operations and comprehensive income (loss).

2.4.11 Inventories

Inventories are valued at the lower of cost and net realizable value. Raw material costs are accounted for using purchase cost on a first-in, first-out basis. Finished goods and work in progress costs are accounted for using cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs to sell. A provision for obsolescence is calculated based on historical experience and expiration.

2.4.12 Impairment of non-financial assets

Disclosures relating to impairment of non-financial assets are summarized in the following notes:

- Accounting policy disclosures (Note 2.4.12)
- Disclosures for significant assumptions (Note 3)
- Property, plant and equipment (Note 7)
- Goodwill and intangible assets (Notes 8 and 9)

The Company performs impairment testing annually for goodwill and indefinite-life intangible assets and, when circumstances indicate that there may be impairment, for other long-lived assets. Management judgment is involved in determining if there are circumstances indicating that testing for impairment is required, and in identifying CGUs for the purpose of impairment testing.

The Company assesses impairment by comparing the recoverable amount of a long-lived asset, CGU or CGU group to its carrying value. The recoverable amount is defined as the higher of: (i) value in use; or (ii) fair value less cost to sell.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

The determination of the recoverable amount involves significant estimates and assumptions, including those with respect to valuation multiples, future cash inflows and outflows, discount rates, and asset lives. These estimates and assumptions could affect the Company's future results if the current estimates of future performance and fair values change. These determinations will affect the amount of amortization expense on definite-life intangible assets recognized in future periods.

Where the carrying amount of an asset or CGU (or group of CGUs) exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses, if any, of continuing operations are recognized in the consolidated statements of operations and comprehensive income (loss) in those expense categories consistent with the function of the impaired asset.

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A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's or CGU's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset or group of assets does not exceed their recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the assets in prior years. Such reversal is recognized in the consolidated statements of operations and comprehensive income (loss). Impairment losses relating to goodwill cannot be reversed in future periods.

2.4.13 Cash

Cash in the consolidated statements of financial position comprises cash balances that are subject to an insignificant risk of changes in value.

2.4.14 Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the subsequent increase in the provision due to the passage of time is recognized as a finance cost.

2.4.15 Post-retirement benefits

The Company's post-retirement benefit plan (refer to Note 13) is unfunded and available to all Canadian hourly union personnel. The plan provides prescription and vision benefits to eligible employees upon attainment of age 65 with at least 15 years of service.

Post-retirement benefit costs for the plan are actuarially determined using the projected unit credit method prorated on service and management's best estimate of the appropriate discount rate, health care costs, inflation, mortality and other decrements. The accrued benefit obligation is based on the present value of future benefits based on the last actuarial valuation completed as of December 31, 2018.

Current and past years' service costs, interest income or expenses and gains and losses on curtailments are recognized in the consolidated statements of operations and comprehensive income (loss) as they occur and at the date of a plan amendment or curtailment.

Re-measurements, comprising actuarial gains and losses, are recognized immediately in the consolidated statements of financial position with a corresponding debit or credit to OCI in the period in which they occur. Re-measurements are not reclassified to net income (loss) in subsequent periods.

2.4.16 Share-based compensation

The Company has an equity-based compensation plan providing for the issuance of securities under which the grants will be made by the Company. Under the long-term incentive plan (the "LTIP"), the Board of Directors, at its discretion may grant share options, restricted shares, restricted share units in the form of time-based restricted share units ("RSUs") or performance-based share units ("PSUs"), stock appreciation rights and deferred share units. The awards are settled in common shares of the Company and have no cash settlement alternatives.

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Share-based compensation costs are accounted for on a fair value basis, as measured at the grant date, which is generally the date at which both the Company and employee have a mutual understanding of the terms of the award.

The compensation expense is based on the estimated number of awards that will eventually vest and adjustments for forfeitures are made as they occur.

Upon exercise of options and settlement of RSUs and PSUs the amount recognized in contributed surplus for the award plus the cash received upon exercise is recognized as an increase in share capital.

Legacy Option Plan

In connection with the Offering, on July 5, 2017 the legacy option plan (the "Legacy Option Plan") was amended and restated and option exchange agreements were entered into such that, among other things: (i) options issued under the Legacy Option Plan became exercisable for common shares (rather than Class A common shares, which were a part of the authorized share capital of the Company prior to the Reorganization (as described in Note 15)); and (ii) adjustments were made to reflect the share split.

The vesting requirements are service and performance-based and the options have a contractual life of no more than 10 years. Options had an exercise price equal to no less than the market price on the date of grant. The share price on the date of grant was estimated by the Company by calculating the fair value of the Company using a capitalized adjusted EBITDA approach and determining the residual value attributable to common shareholders.

No further awards may be made under the Legacy Option Plan.

Time-based share options under the Legacy Option Plan

The Company granted time-based share options to directors, officers and employees to purchase common shares of the Company, which vested over four years with the vesting period generally beginning on the date of grant, but in some cases on an earlier date tied to the beginning of the individual's employment with the Company (vesting 50% on each of the third and fourth anniversary from the beginning of the vesting period).

The resulting share-based compensation cost is recognized based on the graded vested method of accounting with the corresponding credit to contributed surplus over the vesting period, typically four years, which is considered a contribution as the share option plan is settled in shares of the Company.

Performance-based share options under the Legacy Option Plan

The Company granted performance-based share options to certain employees to purchase common shares of the Company. These options vest based on the achievement of specified targets, which range from two to three times Intrepid's initial investment in JLL plus a preferred return. The Company has concluded that the specified target represents a market condition, and thus, recognizes the compensation cost over the estimated vesting period irrespective of whether the market condition is satisfied provided that service conditions are satisfied. The corresponding credit is recognized as contributed surplus and is considered a contribution as the share option plan is settled in shares of the Company.

Fair value measurement of share options granted under the Legacy Option Plan

The fair value of time-based and performance-based options is determined using a binomial option valuation model, which requires the Company to develop a scenario analysis by forecasting several estimated outcomes, including forecasting the consideration the Company may achieve on the sale of the Company and associating a probability to each. Other inputs to the valuation model include discount rate, estimated life and fair value of the Company at the grant date.

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Long-term incentive plan

In conjunction with the Offering, the Company adopted the LTIP.

Options are granted with an exercise price equal to or greater than their fair value, as determined by the closing price on the TSX immediately preceding the grant date of the shares into which they may be converted. Options granted to directors of the Company fully vest on the one-year anniversary from the grant date or vest at a rate of 25% per year on each anniversary date from the beginning of the vesting period. Options granted to persons other than directors of the Company vest at a rate of 25% per year on each anniversary date from the beginning of the vesting period. Options expire no later than the 10th anniversary of the beginning of the vesting period or upon termination of employment.

The fair value of the share options is estimated using the Black-Scholes option-pricing model. Several assumptions are used in the underlying calculation of fair values of the Company's share options using the Black-Scholes option-pricing model, including the market value at grant date, expected life of the option, stock-price volatility, forfeiture rates, and risk-free interest rates.

PSUs and RSUs granted represent the right to receive one common share of the Company for each PSU or RSU. PSUs vest on the third anniversary of the grant date if the weighted average price of the shares on the TSX for the 90 day period immediately preceding the third anniversary of the grant date, measured over the three year term of the PSUs, increases 6% or more annually (using a compound annual growth rate) over the weighted average price of the shares on the TSX for the 90 day period immediately preceding the grant date.

The Company has determined that the above specified performance condition represents a market condition. Accordingly, the Company recognizes the compensation cost over the vesting period, irrespective of whether the market condition is satisfied, provided that service conditions are satisfied.

The fair value of PSUs is estimated at grant date using the Monte Carlo simulation. Several assumptions are used in the underlying calculation of fair values of the Company's PSUs, including the market value of a JWEL common share at grant date, expected dividend and stock-price volatility.

The RSUs vest at a rate of 1/3 per year on each anniversary date from the beginning of the vesting period.

The fair value of RSUs is measured at grant date based on the market value of a JWEL common share at grant date.

Employee share purchase plan

The Company maintains an Employee Share Purchase Plan ("ESPP") for all eligible employees. Employees can contribute any amount of their eligible earnings subject to an annual cap of 10% of aggregate base salary and commissions to the ESPP. Share purchases occur 14 days following the end of the Company's fiscal quarter (the "Purchase Date"), or the first business day thereafter if any Purchase Date is not a business day. Eligible employees are able to purchase common shares at 90 percent of the volume weighted average closing price on the TSX on the five trading days immediately preceding the Purchase Date.

Employees pay for their stock purchases through payroll deductions at a rate equal to any whole percentage from 1 percent to 10 percent.

Contributions to the ESPP are recorded as share capital at each Purchase Date.

A maximum of 10% of the issued common shares outstanding are reserved for issuance under the LTIP and ESPP plans combined.

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2.4.17 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalized at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the consolidated statements of operations and comprehensive income (loss).

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

The Company does not have any finance lease arrangements.

An operating lease is a lease other than a finance lease. Operating lease payments are recognized as an operating expense in the consolidated statements of operations and comprehensive income (loss) on a straight-line basis over the lease term.

2.5 Recently adopted accounting standards

The following accounting policy changes were adopted on January 1, 2018. The Company has also adopted other new standards which were effective from January 1, 2018 that did not have a material impact on the Company's financial statements.

2.5.1 IFRS 9, "Financial Instruments"

IFRS 9 replaces the provisions of IAS 39, "Financial Instruments Recognition and Measurement" for annual periods beginning on or after January 1, 2018. IFRS 9 includes the recognition, classification and measurement of financial assets and financial liabilities; a forward looking "expected loss" impairment model; and a substantially-reformed approach to hedge accounting. IFRS 9 also amended IFRS 7, "Financial Instruments: Disclosures", which requires additional disclosures. With the exception of hedge accounting, which the Company applied prospectively, the Company has applied IFRS 9 retrospectively, with the initial application date of January 1, 2018. As permitted by the transitional provisions of IFRS 9, the Company elected not to restate comparative figures or note disclosures. Any adjustments to the carrying amounts of financial assets and liabilities at the transition date are to be recognized in the opening retained earnings of the current period. However, the Company assessed that no adjustments to the carrying amounts of financial assets and liabilities were required upon adoption of IFRS 9.

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As at January 1, 2018, the measurement category of the Company's financial instruments comparing IAS 39 to IFRS 9 are as follows, with no transitional adjustment required:

Financial Instrument	IAS 39 Measurement	IFRS 9 Measurement
Cash	FVTPL	Amortized cost
Accounts receivable	Amortized cost (loans and receivables)	Amortized cost
Accounts payable and accrued liabilities	Amortized cost (other liabilities)	Amortized cost
Long-term debt	Amortized cost (other liabilities)	Amortized cost
Derivatives not designated as hedging instruments	FVTPL	FVTPL
Derivatives designated as hedging instruments	Fair value (hedge accounting)	Fair value (hedge accounting)

Refer to Note 2.4.9 for the Company's accounting policies for financial instruments.

Hedge Accounting

The Company applied hedge accounting prospectively. At the date of the initial application, all of the Company's existing hedging relationships were eligible to be treated as continuing hedging relationships. Consistent with prior periods, the Company has continued to designate the change in fair value of the entire foreign currency forward contracts in the Company's cash flow hedge relationships used to hedge highly probable forecasted inventory purchases. The adoption of the hedge accounting requirements of IFRS 9 had no significant impact on the Company's financial statements.

2.5.2 IFRS 15, "Revenue from Contracts with Customers"

IFRS 15, "Revenue from Contracts with Customers" ("IFRS 15"), establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. Under IFRS 15, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognizing revenue.

As of January 1, 2018, the Company has adopted IFRS 15 using the modified retrospective method and has elected to apply the standard retrospectively only to contracts that are not completed contracts at the date of initial application. The adoption of IFRS 15 did not have an impact on the timing of revenue recognition. However, the amount of revenue to be recognized was affected by certain promotional incentives provided to its customers. Previously, under IAS 18, the value of certain promotional incentives provided to customers was recognized when a liability for the promotion had occurred. IFRS 15 requires that all potential variable consideration be considered and reflected in the transaction price at contract inception and reassessed as the Company performs. The requirements on estimating variable consideration require that such amounts be considered at contract inception even if the Company has not yet provided or explicitly promised this consideration to the customer. As such, the impact of adopting IFRS 15 on the opening consolidated statements of financial position is as follows:

As at	January 1, 2018
	\$
Accounts payable and accrued liabilities	6,697
Deferred income tax	(1,775)
Deficit	(4,922)

The adoption of IFRS 15 resulted in a reclassification in the presentation of certain consideration paid to customers. Specifically, certain payments for customer-specific programs did not meet the specific criteria within the new guidance of providing a "distinct" good or service, and therefore an amount of \$13,300 was

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reclassified from cost of sales to reductions to revenue, with no impact to net income, for the year ended December 31, 2018.

Results for the year ended December 31, 2018 are presented under the new guidance, while prior year results have not been adjusted and continue to be reported in accordance with historical accounting guidance. The following table provides a comparison of the Company's results under the new guidance, versus if the historical guidance had continued to be applied in the consolidated statements of operations and comprehensive income (loss):

For the year ended December 31, 2018	As Reported	Under Historical Guidance	Effect of Change
	\$	\$	\$
Revenue	319,776	333,076	(13,300)
Cost of Sales	204,358	217,658	(13,300)

The above impacts on the adoption of IFRS 15 related primarily to the Jamieson Brands segment. There is no material impact on the consolidated statements of cash flows.

As required for the consolidated financial statements, the Company disaggregated revenue recognized from contracts with customers. Refer to Note 23 for the disclosure on disaggregated revenue.

Refer to Note 2.4.4 for the Company's policy for revenue recognition.

3. Significant accounting judgments, estimates and assumptions

The preparation of the Company's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgments

The Company has identified the following judgments, apart from estimates, that management made in the process of applying the Company's accounting policies, and that have the most significant effect on the amounts recognized in the consolidated financial statements.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Useful lives of property, plant and equipment and intangible assets with finite useful lives

The Company employs significant estimates to determine the estimated useful lives of property, plant and equipment and intangible assets with finite useful lives, including assets arising from business combinations, considering industry trends such as technological advancements, past experience, expected use and review of asset lives.

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Components of an item of property, plant and equipment may have different useful lives. The Company makes estimates when determining depreciation methods, depreciation rates and asset useful lives, which requires taking into account industry trends and company-specific factors. The Company reviews these decisions at least once each year or when circumstances change. The Company will change depreciation methods, depreciation rates or asset useful lives if they are different from previous estimates.

Long-lived assets valuation

The Company performs impairment testing annually for goodwill and indefinite-life intangible assets and when circumstances indicate long-lived assets may be impaired. Management judgment is involved in determining if there are circumstances indicating that testing for impairment is required, and in identifying CGUs for the purpose of impairment testing. The Company assesses impairment by comparing the recoverable amount of a long-lived asset, CGU, or CGU group to its carrying value. The recoverable amount is defined as the higher of: (i) value in use; or (ii) fair value less costs of disposal.

The determination of the recoverable amount involves significant estimates and assumptions. Fair value less costs to sell is determined using market multiples. Value in use is determined using future cash inflows and outflows, discount rates, growth rates and asset lives. These estimates and assumptions could affect the Company's future results if the current estimates of future performance and fair values change. These determinations will affect the amount of amortization expense on definite-life intangible assets recognized in future periods.

Valuation of inventory

Management makes estimates of the future customer demand for products when establishing appropriate provisions for inventory. In making these estimates, management considers the product life of inventory and the profitability of recent sales of inventory. In many cases, products sold by the Company turn quickly and inventory on-hand values are low, thus reducing the risk of inventory obsolescence. However, code or "best before" dates are very important in the determination of realizable value of inventory. Management ensures that systems are in place to highlight and properly value inventory that may be approaching code dates. To the extent that actual losses on inventory differ from those estimated, inventory, net income (loss), and comprehensive income (loss) will be affected in future periods.

Estimating variable consideration for returns, trade merchandise allowances and sales promotional incentives

The Company uses historical customer return data to determine the expected return percentages. These percentages are applied to determine the expected value of the variable consideration. Any significant changes in experience as compared to historical return pattern will impact the expected return percentages estimated by the Company.

The Company provides for estimated payments to customers based on various trade programs and sales promotional incentives. The Company estimates the most likely amount payable to each customer for each trade and incentive program separately using (i) the projected level of sales volume for the relevant period; (ii) customer rates for allowances, discounts, and rebates; (iii) historical spending patterns; and (iv) sales lead time. These arrangements are complex and there are a significant number of customers and products affected. Management has systems and processes in place to estimate and value these obligations.

The Company updates its expected return, trade merchandise allowances and sales promotional incentives on a quarterly basis and the refund liability and trade and promotional accruals are adjusted accordingly. To the extent that payments differ from estimates of the related liability, accounts payable and accrued liabilities, net income (loss), and comprehensive income (loss) will be affected in future periods.

Employee benefit plans

The cost of post-employment medical benefits and the present value of the benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from

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actual developments in the future. These include the determination of the discount rate, mortality rates and future benefit cost increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, management considers the interest rates of high quality corporate bonds and extrapolates as needed along the yield curve to correspond with the expected term of the defined benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are removed from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at intervals in response to demographic changes. Inflation and health care costs are based on expected trend rates for the respective segment.

Further details about the Company's post-retirement benefit obligations are provided in Note 13.

Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. When the measurement of fair values cannot be determined based on quoted prices in active markets, fair value is measured using valuation techniques and models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Changes in assumptions about the inputs to these models could affect the reported fair value of the Company's financial and non-financial assets and liabilities.

Tangible and intangible assets acquired through business combinations are initially recorded at their fair values based on assumptions of management. These assumptions include estimating the cost of tangible assets and future expected cash flows arising from intangible assets identified. Financial instruments acquired are determined based on the amortized costs at the acquisition date that approximate their carrying values.

To the extent that these estimates differ from those realized, the measured asset or liability, net income (loss), and/or comprehensive income (loss) will be affected in future periods. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in Notes 8, 13, 15, 16 and 20.

Taxes

The calculation of current and deferred income taxes requires the Company to make estimates and assumptions and to exercise judgment regarding the carrying values of assets and liabilities that are subject to accounting estimates inherent in those balances, the interpretation of income tax legislation across various jurisdictions, expectations about future operating results, the timing of reversal of temporary differences and possible audits of income tax filings by the tax authorities.

Changes or differences in underlying estimates or assumptions may result in changes to the current or deferred income tax balances on the consolidated statements of financial position, a charge or credit to income tax expense in the consolidated statements of operations and comprehensive income (loss) and may result in cash payments or receipts.

All income, capital and commodity tax filings are subject to audits and reassessments. Changes in interpretations or judgments may result in a change in the Company's income, capital or commodity tax provisions in the future. The amount of such a change cannot be reasonably estimated.

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4. Business Combinations

On January 31, 2017, JLL acquired 100% of the outstanding shares of Body Plus and Sonoma, and, as a result, Body Plus and Sonoma became wholly owned subsidiaries of JLL.

Consideration for the acquisition totalled \$82,500 (net of cash acquired), plus acquisition costs of \$3,233, which were recognized in the consolidated statements of operations and comprehensive income (loss) of the Company for the year ended December 31, 2017, except for approximately \$789 of the acquisition costs, which the Company recognized during the year ended December 31, 2016. The purchase price was funded with cash. An additional \$1,863 was to be paid as a retention bonus (the "Retention Bonus") to key employees of Body Plus and Sonoma, subject to these individuals remaining employed for 12 and/or 18 months following the closing of the acquisition. Pursuant to the purchase agreement, the former owner was entitled to a \$7,500 payment (the "Holdback Amount") subject to a consulting agreement entered into between JLL and the former owner, if the consulting relationship continued for 12 months following the closing of the acquisition. In accordance with IFRS 3 "Business Combinations," the deferred compensation of \$9,363 comprised of the Holdback Amount and the Retention Bonus has been accounted for as deferred compensation.

On January 31, 2018, the Company paid the former owner a reduced Holdback Amount of \$5,500 (representing a \$2,000 reduction) in exchange for the Company to release the remaining balance held in escrow to the former owner in relation to the general and tax indemnities and releasing the former owner from the Company's post-closing indemnification rights under the purchase agreement. In addition, the Company paid \$1,800 of Retention Bonus for total payments of deferred compensation of \$7,300 to settle the liability. No further payments are expected.

For the year ended December 31, 2018, the Company has recognized a net gain of \$1,066 of deferred consideration (2017 - an expense of \$8,427) in the other expenses line in the consolidated statements of operations and comprehensive income (loss).

Body Plus markets, develops and distributes premium quality sports nutrition products under the Progressive, Precision and Iron Vegan brands. Sonoma manufactures, develops and distributes sports nutrition products, supplements and also provides contract manufacturing services.

The following table provides the value of the net assets acquired at their fair value amounts:

	Body Plus and Sonoma
	\$
Accounts receivable	5,442
Inventories	13,736
Prepaid expenses and other current assets	292
Accounts payable and accrued liabilities	(2,879)
Property, plant and equipment	1,672
Goodwill	28,322
Intangible assets	49,500
Income taxes payable	(7)
Deferred income tax liability	(13,578)
Total net assets acquired	82,500

The determination of the fair value of assets acquired and liabilities assumed has been based upon management's estimates and certain assumptions with respect to the fair values of the net assets acquired and liabilities assumed except for deferred taxes, which are based on the full amount required under IAS 12, "Income Taxes" ("IAS 12").

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The fair value of intangible assets acquired comprises \$44,800 of trade names and \$4,700 of customer relationships.

The goodwill represents the future economic benefit arising from other assets acquired in the acquisition that are not individually identifiable and separately recognized. The goodwill arising from the acquisition of \$28,322 is attributable to expected future income and cash-flow projections and synergies the Company expects to achieve in combining the acquisition into its operations. Goodwill is allocated between the fair value of the assembled workforce and the residual value.

For the year ended December 31, 2017, revenues of \$44,239 and net income of \$4,607 from the operations of Body Plus and Sonoma have been included in the consolidated statements of operations and comprehensive income (loss). Had the acquisition occurred at the beginning of the annual reporting period ended December 31, 2017, the revenue and net loss for the Company on a consolidated basis would have been \$304,091 and \$23,480, respectively.

5. Accounts Receivable

As at December 31,	2018	2017
	\$	\$
Trade	81,783	71,974
Other miscellaneous receivables	517	172
Allowance for doubtful accounts	(73)	(150)
	82,227	71,996

The Company maintains an allowance for doubtful accounts that represents its estimate of uncollectible amounts based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the customers and the economic environment.

The aging of receivables is as follows:

As at December 31,	2018	2017
	\$	\$
Current	62,088	52,323
Aged 1-30 days past due	17,789	17,079
Aged 31-60 days past due	1,827	2,247
Aged > 60 days past due	596	497
Allowance for doubtful accounts	(73)	(150)
	82,227	71,996

6. Inventories

As at December 31,	2018	2017
	\$	\$
Raw material and packaging	32,410	25,878
Bulk product and work in process	9,029	7,957
Packaged finished goods	33,709	27,760
Inventory provision	(3,069)	(2,515)
	72,079	59,080
Inventories expensed during the year	189,530	161,691

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An inventory provision is estimated by management based on historical sales, inventory aging and expiry, point of sales information and expected future sales and is included in cost of sales. Subsequent changes to the provision are recorded in cost of sales in the consolidated statements of operations and comprehensive income (loss).

For the year ended December 31, 2018, inventory write-downs of \$1,919 were expensed through cost of sales (2017 - \$1,263).

7. Property, plant and equipment

	Land \$	Buildings \$	Machinery and equipment \$	Other \$	Total \$
Cost					
At January 1, 2017	2,497	23,342	27,167	2,865	55,871
Acquisitions (Note 4)	-	-	1,097	575	1,672
Additions	-	312	3,102	1,300	4,714
Disposals	-	(5)	(27)	(3)	(35)
At December 31, 2017	2,497	23,649	31,339	4,737	62,222
Additions	-	154	8,870	2,081	11,105
Disposals	-	-	(308)	(562)	(870)
At December 31, 2018	2,497	23,803	39,901	6,256	72,457
Accumulated Depreciation					
At January 1, 2017	-	3,248	7,621	1,101	11,970
Depreciation for the year	-	1,172	3,127	807	5,106
Disposals	-	(1)	(24)	(2)	(27)
At December 31, 2017	-	4,419	10,724	1,906	17,049
Depreciation for the year	-	1,177	3,428	946	5,551
Disposals	-	-	(138)	(239)	(377)
At December 31, 2018	-	5,596	14,014	2,613	22,223
Net book value					
At December 31, 2018	2,497	18,207	25,887	3,643	50,234
At December 31, 2017	2,497	19,230	20,615	2,831	45,173

There are no fixed assets under finance leases included in the amounts noted above. Other comprises furniture and fixtures, computer equipment, and leasehold improvements.

8. Goodwill

Of the goodwill acquired through the business combinations, \$94,287 is allocated to the domestic and international sales CGU and \$28,688 is allocated to the Specialty Brands sales CGU (as defined in Note 23) for the purpose of impairment testing, which are expected to benefit from the synergies of the business combination in which the goodwill arose. The two CGUs comprise the Jamieson Brands segment.

The carrying amount of goodwill for the years ended December 31, 2018 and 2017 is as follows:

	2018 \$	2017 \$
Balance, beginning of the year	122,975	94,653
Acquisitions (Note 4)	-	28,322
Balance, end of year	122,975	122,975

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The estimated recoverable amount was determined by the Company as the fair value less costs of disposal of the CGU by using the capitalized adjusted EBITDA approach, based on a 11.5x multiple (2017 - 10.5x), whereby the Company referenced comparable companies in determining adjusted EBITDA multiples. Comparable companies were determined by reference to size and operation in similar industries.

The impairment analysis is not sensitive to reasonable possible changes to the multiple. There have been no impairment losses recognized against goodwill during the years ended December 31, 2018 and 2017.

9. Intangible assets

	Customer relationships \$	Trademarks \$	Other	Total \$
Cost				
At January 1, 2017	96,885	70,324	-	167,209
Acquisitions (Note 4)	4,700	44,800	-	49,500
Additions	-	-	272	272
At December 31, 2017	<u>101,585</u>	<u>115,124</u>	<u>272</u>	<u>216,981</u>
Additions	-	-	602	602
At December 31, 2018	<u>101,585</u>	<u>115,124</u>	<u>874</u>	<u>217,583</u>
Accumulated amortization				
At January 1, 2017	9,321	-	-	9,321
Amortization charge for the year	3,373	-	23	3,396
At December 31, 2017	<u>12,694</u>	<u>-</u>	<u>23</u>	<u>12,717</u>
Amortization charge for the year	3,397	-	98	3,495
At December 31, 2018	<u>16,091</u>	<u>-</u>	<u>121</u>	<u>16,212</u>
Net book value				
At December 31, 2018	<u>85,494</u>	<u>115,124</u>	<u>753</u>	<u>201,371</u>
At December 31, 2017	<u>88,891</u>	<u>115,124</u>	<u>249</u>	<u>204,264</u>

The remaining amortization period of customer relationships is 23-26 years. Amortization is recorded in cost of sales on the consolidated statements of operations and comprehensive income (loss).

The carrying amount of indefinite-life intangible assets comprises trademarks, of which \$68,000 is allocated to the domestic and international sales CGU and \$47,124 is allocated to the Specialty Brands sales CGU (as defined in Note 23).

Other comprises patents, registrations, definite-life trademarks, and business development costs.

Refer to note 8 for the Company's determination of the recoverable amount.

There have been no impairments losses recognized against intangible assets during the years ended December 31, 2018 and 2017.

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10. Accounts payable and accrued liabilities

As at December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Trade payables and accrued liabilities	44,481	28,908
Trade and promotional accruals	28,336	17,059
Refund liabilities	4,403	4,812
Salaries, commissions and bonuses	5,391	5,339
Deferred compensation	-	8,427
Termination benefits	802	1,992
Accrued interest - current	68	84
	<u>83,481</u>	<u>66,621</u>

Deferred compensation

In conjunction with the acquisition of Body Plus and Sonoma, the Company recognized a net gain of \$1,066 (2017 - an expense of \$8,427) recorded in other expenses on the consolidated statements of operations and comprehensive income (loss), of which \$nil (2017 - \$8,427) of deferred compensation is recorded in accrued liabilities on the consolidated statements of financial position (refer to Note 4).

On May 25, 2017, preferred shares issued as deferred compensation to Lorna Vanderhaeghe Health Solutions Inc. ("LVHS") were vested under an accelerated vesting agreement, pursuant to which 25,668 shares were vested. The Company recognized share-based compensation expense for the year ended December 31, 2018 of \$nil (2017 - \$1,486) for these shares.

The asset purchase agreement had provided the former owner the right to redeem the shares for cash, once vested. The Company had classified this instrument as a financial liability that was re-measured to fair value at each reporting year-end. Subsequent to vesting, the deferred compensation had been reclassified to redeemable preferred shares on the consolidated statements of financial position and subsequently redeemed as part of the pre-closing capital changes (refer to Note 15 for details).

11. Related party transactions

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note.

Due to Jamieson Finco LP ("Finco")

On January 30, 2014, Finco subscribed for 3,121,516 common shares, on a post share split basis, in the capital of the Company for proceeds of \$83,501. On February 1, 2014, the Company repurchased the common shares it issued to Finco on January 30, 2014 in exchange for a note in the amount of \$83,501. The proceeds of the subscription were used by the Company to fund a portion of its acquisition of JLL. The term of the note was seven years and bore an interest rate of 9.75%.

On June 28, 2017, Finco forgave \$12,958 of accrued interest, reducing the principal and accrued interest in respect of the note to \$98,289 (\$83,501 principal and \$14,788 accrued interest). Through a series of transactions, the principal and accrued interest was settled on a net basis in exchange for 94,592,252.49 Class W preferred shares of the Company (refer to Note 15) and the Company agreeing to remit \$3,697 of tax payable on behalf of Finco (the "Finco Tax Payable").

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The following table provides a reconciliation of the change in financing liabilities with respect to the note:

	Note to Finco
	\$
As at January 1, 2017	107,255
Accrued interest	3,992
Interest forgiveness	(12,958)
Finco tax payable	(3,697)
Issuance of Class W preferred shares (Note 15)	(94,592)
As at December 31, 2017	-

The balance of the note as at December 31, 2018 is \$nil (December 31, 2017 - \$nil) including accrued interest of \$nil (2017 - \$nil).

Share-based compensation

The Company offers its employees a share-based compensation plan. Please refer to Note 16 for details of the share-based compensation awards.

Compensation of key management personnel of the Company

Key management personnel are those persons having authority and responsibility for planning, directing, and controlling the activities of the Company and/or its subsidiaries, directly or indirectly, including any non-executive director of the Company.

Remuneration of key management personnel including C-suite executives of the Company comprises the following expenses:

For the years ended December 31,	2018	2017
	\$	\$
Short-term employee benefits	3,260	4,966
Termination and post-employment benefits	-	282
Share-based compensation	1,935	1,427
Total remuneration	5,195	6,675

The amounts disclosed in the table are the amounts recognized as an expense during the reporting period related to key management personnel.

12. Long-term debt

As at December 31,	2018	2017
	\$	\$
Revolving credit facility	41,000	30,000
Term credit facility	127,938	137,688
Deferred financing fees	(3,026)	(4,479)
	165,912	163,209
Less: Current portion	(14,625)	(9,750)
	151,287	153,459

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The following table provides a reconciliation of the change in financing liabilities with respect to the Credit Facilities (as hereinafter defined):

	2018	2017
	\$	\$
As at January 1	163,209	152,777
Net drawing from credit facilities	1,250	11,752
Capitalized financing costs	-	(5,801)
Amortization of deferred financing fees	1,453	4,490
Other	-	(9)
As at December 31	165,912	163,209

On January 31, 2017, JLL entered into a credit agreement (the “Credit Agreement”) with a syndicate of lenders. The Credit Agreement provided a secured term credit facility of \$195,000 (with the option to increase the facility up to \$255,000) and a secured revolving credit facility of \$75,000 (including a \$10,000 swingline facility) (collectively, the “Credit Facilities”). The Credit Facilities mature on January 31, 2021 with the outstanding principal repayable in full on this date. Financing costs of \$4,265 and \$1,536 were incurred as part of the issuance of the term credit facility and revolving credit facility, respectively.

As at December 31, 2018, the weighted average interest rate on this facility was 4.3% (2017 - 4.5%).

For the year ended December 31, 2018, JLL made drawings of \$nil (2017 - \$195,000) and debt repayments of \$9,750 (2017 - \$57,312) applied against the term credit facility.

For the year ended December 31, 2018, JLL made drawings of \$37,910 (2017 - \$46,000) and debt repayments of \$26,910 (2017 - \$16,000) applied against the revolving credit facility.

As at December 31, 2018, the Company had an outstanding letter of credit (“LC”) for \$nil (2017 - \$1,060). Any outstanding LC reduces the available borrowing against the revolving credit facility by the LC amount.

The Credit Facilities are secured by a general security agreement and first charge over the assets including property, plant and equipment of JLL and its subsidiaries, subject to permitted liens.

Under the terms of the Credit Facilities, JLL is subject to restrictive covenants and must maintain an interest coverage ratio of not less than 3.00:1.00 and a leverage ratio not greater than 4.05:1.00. JLL is in compliance with all covenants as at the date of these consolidated financial statements.

On January 31, 2017, JLL extinguished its credit facilities with CPPIB Credit Investments Inc. (“CPPIB”) and Wells Fargo Capital Finance Corporation (“Wells Fargo”) and made a debt repayment of \$155,936. JLL expensed the remaining unamortized deferred financing fees of \$2,340 related to the CPPIB credit facility and \$819 related to the Wells Fargo credit facility.

13. Post-retirement benefits

The Company maintains an unfunded post-retirement benefit plan that provides health and vision care coverage to retirees at age 65 with 15 or more years of service. The Company uses actuarial reports prepared by independent actuaries to measure its accrued obligation for funding and accounting purposes.

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Changes in the present value of the post-retirement benefit plan are as follows:

As at December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Balance, beginning of the year	4,856	3,797
Benefits paid	(13)	(21)
Actuarial (gain)/loss	(2,512)	580
Interest costs	170	152
Current service costs	422	348
Balance, end of the year	2,923	4,856

The following significant economic assumptions were employed to determine the accrued benefit obligation:

As at December 31,	2018	2017
	<u>%</u>	<u>%</u>
Benefit obligations		
Discount rate - expense for the year	3.50	4.00
Discount rate - year-end obligation	4.00	3.50
Health care cost inflation	-	5.00 - 6.00
Dental care cost inflation	-	4.50
Drug cost inflation - expense for the year	5.00 - 5.50	-
Drug cost inflation - year-end obligation	4.50 - 5.50	-

Impact of an increase/decrease in the health care trend of 1%:

As at December 31,	Accrued benefit obligation		Service cost		Interest cost	
	1% Increase	1% Decrease	1% Increase	1% Decrease	1% Increase	1% Decrease
2018	771	(574)	77	(55)	31	23
2017	1,339	(938)	143	(98)	47	(33)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on the post-retirement benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The sensitivity analyses are based on a change in a significant assumption, keeping all other assumptions constant. The sensitivity analysis may not be representative of an actual change in the post-retirement benefit obligation as it is unlikely that changes in assumptions would occur in isolation of one another. The same method has been applied for the sensitivity analysis as used to calculate the recognized post-retirement liability.

The following payments are expected contributions to the post-retirement benefit plan in future years:

As at December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Within one year	19	24
Between 2 and 5 years	139	165
Between 5 and 10 years	407	525
Total expected payments	565	714

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14. Income taxes

The major components of income tax expense for the years ended December 31:

Years ended December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Current income tax expense	10,380	9,119
Deferred income tax expense (recovery)	198	(963)
Provision for income taxes	<u>10,578</u>	<u>8,156</u>

Reconciliation of effective tax rate

Income tax expense (recovery) varies from the amount that would be computed by applying the combined federal and provincial statutory income tax rates as a result of the following:

As at December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Income tax expense (recovery) at combined statutory rate of 25.9% (2017 - 26.5%)	9,628	(4,141)
Non-deductible expenses	143	109
Share-based compensation	794	1,622
Deferred compensation	(305)	1,842
Non-deductible acquisition costs	-	980
Other and deductible temporary differences not benefited	318	7,744
	<u>10,578</u>	<u>8,156</u>

Income tax recognized in other comprehensive income (loss)

As at December 31,	2018	2017
	<u>\$</u>	<u>\$</u>
Derivative instruments	(1,086)	262
Post-retirement benefit plan	(649)	148
	<u>(1,735)</u>	<u>410</u>

Deferred income tax assets and liabilities

Deferred income tax assets and liabilities arise on the timing differences between accounting and tax treatment of goodwill and intangible assets, property plant and equipment, post-retirement employee benefit obligations, deferred financing fees, and non-capital losses carried forward.

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Deferred income tax assets and liabilities comprise the following:

As at December 31,	2018	2017
	\$	\$
Non-capital losses carried forward	367	-
Deferred financing fees	3,057	4,585
Post retirement	756	1,249
Property, plant and equipment	(5,483)	(6,052)
Goodwill and intangible assets	(48,903)	(49,353)
Other	1,080	601
Total deferred income tax liabilities	<u>(49,126)</u>	<u>(48,970)</u>
Classified in the consolidated financial statements as:		
Deferred income tax assets	2,403	2,727
Deferred income tax liabilities	(51,529)	(51,697)
Net deferred income tax liabilities	<u>(49,126)</u>	<u>(48,970)</u>

The Company has Canadian based non-capital loss carry forwards as at December 31, 2018 of \$1,388 (2017 - \$nil) on a pre-tax basis. The non-capital loss expires in 2038.

15. Share capital and redeemable preferred shares

The following tables reflect the impact of the share split as it was retrospectively applied to all periods presented.

	Common Shares	
	#	\$
As at December 31, 2017	37,740,121	234,908
Exercise of stock options	448,943	4,102
Employee stock purchase plan	18,050	394
As at December 31, 2018	<u>38,207,114</u>	<u>239,404</u>

	Common Shares	
	#	\$
As at December 31, 2016	520,253	400
Issued during the period (net)	15,554,755	233,534
Exercise of options	261,233	174
Exchange of Class A to V preferred shares	21,403,880	800
As at December 31, 2017	<u>37,740,121</u>	<u>234,908</u>

	Class A-V Preferred Shares		Class W Preferred Shares (Note 11)	
	#	\$	#	\$
As at December 31, 2016	21,314,440	197,901	-	-
Issued during the year	96,636	1,391	94,592,252	94,592
Accelerated vesting of preferred shares (Note 10)	-	11,527	-	-
Repurchased during the year	(7,196)	(50)	-	-
Redeemed during the year	(21,403,880)	(239,565)	(94,592,252)	(94,592)
Preferred share accretion during the year	-	28,796	-	-
As at December 31, 2017	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

As at December 31, 2018 and 2017, the authorized share capital consisted of:

a) Unlimited number of Common Shares with no par value. The holders of Common Shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

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b) Unlimited number of Preference Shares, issuable in series.

As at June 30, 2017, the authorized share capital consisted of:

- a) Unlimited number of common shares with no par value.
- b) Unlimited number of class A common shares with no par value.
- c) Unlimited number of convertible and redeemable preferred shares, issuable in series, voting, with a cumulative dividend accruing at 4.5% annually as and when declared. Retractable by the holder and redeemable by the Company at an amount that is the greater of: a) the original purchase price plus any declared but unpaid dividends and b) the as-if converted value (convertible 1:1 for common shares, subject to adjustment for declared and unpaid dividends) (the “Class A to V” preferred shares). Prior to any conversion, the preferred shareholder who was converting was entitled to receive a return of capital in an amount equal to the amount paid by the shareholder to the Company for such shares less the value, at the time of the issuance of the preferred shares, of the common shares issuable upon conversion of those preferred shares (the “Return of Capital Right”).
- d) Unlimited number of redeemable preferred shares, non-voting with a cumulative dividend accruing at 4.5% compounded quarterly as and when declared. Retractable by the holder and redeemable by Company at an amount equal to \$1.00 per share plus accrued and unpaid dividends (the “Class W preferred shares”).

On May 25, 2017, preferred shares issued as deferred compensation to LVHS were vested under an accelerated vesting agreement. The accrued compensation had been reclassified to redeemable preferred shares on the consolidated statements of financial position.

On June 8, 2017, the Supreme Court in British Columbia (the Company’s governing jurisdiction at the time) granted an order to amend and rectify certain language in the articles of the Company and to create 22 separate classes of preferred shares. The purpose of the order was to clarify the Return of Capital Right of preferred shareholders and to facilitate the payment of a cumulative 4.5% dividend upon declaration prior to the conversion of preferred shares into common shares. The amended articles had been considered in the accounting for the preferred shares on a prospective basis.

Pre-closing capital changes

Prior to the closing of the Offering, the Company executed the following transactions (collectively, the “Reorganization”): (i) declared accrued and unpaid dividends (at 4.5% compounded quarterly) on the then outstanding Class A to V and Class W preferred shares in an aggregate amount of \$9,605, which dividends (net of Part XIII tax withholdings (the “Dividend Tax Withholding”)) were satisfied through the issuance of promissory notes (the “Dividend Notes”); (ii) returned capital on the then outstanding Class A to V preferred shares in the aggregate amount of \$65,102, which return of capital was satisfied through the issuance of promissory notes (the “ROC Notes”); (iii) redeemed all of the outstanding Class W preferred shares in exchange for a note payable of \$94,592 (“Class W Promissory Note”); and (iv) agreed to remit the Dividend Tax Withholding and Finco Tax Payable of \$3,697 (refer to Note 11).

The Company used a portion of the proceeds from the Offering to repay the Dividend Notes, the ROC Notes, the Class W Promissory Note, and the Finco Tax Payable, such that these obligations are no longer outstanding.

Following the transactions described immediately above and also forming part of the Reorganization: (i) each of the holders of the then outstanding Class A to V preferred shares converted their shares on a 1:1 basis into Common Shares of the Company; and (ii) the Company filed articles of amendment to split each common share into 20.81010939 Common Shares, add a new class of Preference Shares and eliminate the Class A common shares and Class A to W preferred shares. In addition, the Company amended and restated the Legacy Option Plan and entered into option exchange agreements (as described in Note 16).

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16. Share-based compensation

All options that had been issued under the Legacy Option Plan vested in conjunction with the Offering and Secondary Offering.

Outstanding options held under the Legacy Option Plan and LTIP to purchase common shares have the following expiry dates and exercise prices:

Range of Exercise Prices	2018 Outstanding Options			2018 Exercisable Options	
	Number of Options Outstanding	Weighted Average Remaining Contractual Life (Years)	Weighted Average Exercise Price/Share	Number of Exercisable Options	Weighted Average Exercise Price/Share
\$0.00-\$10.00	1,281,719	6.43	1.99	1,281,719	1.99
\$10.01-\$20.00	1,199,050	7.51	15.07	807,550	14.72
\$20.01-\$30.00	478,106	9.46	25.58	-	-

The following is a summary of the Company's share option plan activity for the years ended December 31:

	2018		2017	
	Number of Shares	Weighted Average Exercise Price/Share	Number of Shares	Weighted Average Exercise Price/Share
Outstanding, beginning of year	3,005,088	8.13	2,505,059	4.42
Granted	518,956	25.61	1,043,662	13.97
Exercised	(448,944)	5.87	(261,233)	0.67
Forfeited	(116,225)	19.35	(282,400)	3.89
Outstanding, end of year	2,958,875	11.10	3,005,088	8.13
Exercisable, end of year	2,089,269	6.91	2,275,722	5.59

The following is a summary of the Company's PSU and RSU activity for the year ended December 31:

	2018	
	PSUs	RSUs
Outstanding beginning of year	-	-
Granted	108,280	27,000
Forfeited	(12,574)	-
Outstanding end of year	95,706	27,000
Exercisable, end of year	-	-

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The inputs used in measuring the fair value of equity-based compensation granted during the years ended December 31 are shown in the table below.

	2018		2017
	Options	PSUs	Options
Type of compensation			
Weighted average share price at the measurement date	\$ 25.61	\$ 25.01	\$ 13.48
Weighted average fair value at the grant date	\$ 7.57	\$ 14.65	\$ 4.85
Expected volatility (i)	32%-38%	32%-36%	35%-43%
Risk-free interest rate (ii)	1.9%-2.1%	1.9%-2.3%	1.1%-1.9%
Expected life (in years) (iii)	5.5-7	3.0	3-6.5
Expected dividend yield	1.2%-1.5%	1.2%-1.3%	0%-2.0%
Pricing Model	Black-Scholes	Monte Carlo	Black-Scholes, Binomial

(i) Estimated by considering comparable industry share price volatility. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome either.

(ii) Based on Government of Canada Bonds.

(iii) Based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur.

The fair value of RSUs granted during 2018 was \$738.

The Company's share-based compensation expense for the year ended December 31, 2018 is \$3,067 (2017 - \$4,839), and is classified as contributed surplus on the Company's consolidated statements of financial position.

17. Employee benefits expense

The Company recognized employee benefit expenses included in cost of sales and selling, general and administrative expenses on the consolidated statements of operations and other comprehensive income (loss) as follows:

For the year ended December 31,	2018	2017
	\$	\$
Salaries, wages and bonus	59,873	52,212
Other employee benefits	12,205	10,704
Post-retirement benefits (Note 13)	592	500
	72,670	63,416

Additionally, the Company recognized termination benefits for the year ended December 31, 2018 of \$2,918 (2017 - \$4,132) related to reorganization activities to gain flexibility and improve efficiency. The costs related to both years are mainly composed of severance costs and salary continuances.

18. Other expenses

As at December 31,	2018	2017
	\$	\$
Deferred compensation (Note 4)	(1,066)	8,427
Consulting costs	961	-
Other	403	983
	298	9,410

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19. Interest expense and other financing costs

As at December 31,	2018	2017
	\$	\$
Interest on debt and borrowings	7,547	9,209
Interest on note to Finco (Note 11)	-	(8,966)
Amortization of deferred financing fees (Note 12)	1,453	4,490
	9,000	4,733

20. Financial instruments and risk management activities

Financial instruments

The Company's financial assets and liabilities have been classified in Note 2.

Fair value measurement

Foreign exchange forward contracts measured at FVOCI are designated as hedging instruments in cash flow hedges for forecast purchases and sales in US\$ and have been classified as Level 2 in the fair value hierarchy. Derivatives not designated in a formal hedging relationship are classified as FVTPL and classified as Level 2 in the fair value hierarchy. Net gains and losses on financial instruments held for trading consist of realized and unrealized gains and losses on derivatives that were de-designated or were otherwise not in a formal hedging relationship.

The Company is holding the following foreign exchange forward contracts:

	Maturity					Total
	Less than 1 month	1 to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	
As at December 31, 2018						
Notional Amount (\$USD)	3,000	6,000	9,000	9,000	9,000	36,000
Average forward rate (USD/CAD)	1.25	1.25	1.25	1.30	1.29	-
As at December 31, 2017						
Notional Amount (\$USD)	3,000	6,000	9,000	10,000	8,000	36,000
Average forward rate (USD/CAD)	1.34	1.33	1.33	1.24	1.24	-

The fair values and notional amounts of derivative financial instruments shown below are as at December 31:

	2018			2017		
	Notional Amount	Fair Value		Notional Amount	Fair Value	
	\$USD	Asset	Liability	\$USD	Asset	Liability
		\$	\$		\$	\$
Foreign currency forward contract designated as hedging instruments	36,000	3,124	-	36,000	-	(1,081)

The terms of the foreign currency forward contracts match the terms of the expected highly probable forecast transactions. As a result, there is no hedge ineffectiveness to be recognized in the consolidated statements of operations and comprehensive income (loss).

Potential sources of hedge ineffectiveness are:

- Differences in the timing of the cash flows of the hedged items and the hedging instruments;
- The counterparty's credit risk differently impacting the fair value movements of the hedging instruments and hedged items; and
- Changes to the forecasted amount of cash flows of hedged items and hedging instruments.

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The fair values of financial assets and liabilities classified as amortized cost (excluding long-term debt) approximate their carrying value due to their short-term nature.

The carrying value of long-term debt as at December 31, 2018 and December 31, 2017 approximates their fair value. The fair value of the Company's long-term debt was estimated based on discounted future cash flows using current rates for similar financial instruments subject to similar risks and maturities. The fair value of long-term debt is considered a Level 2 fair value measurement.

There were no transfers between levels during 2018 and 2017.

Financial instrument risk management objectives and policies

The Company is exposed to credit risk, market risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's financial instruments and policies for managing these risks are detailed below.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in financial loss to the Company. The Company is exposed to credit risk from its customers (primarily related to trade accounts receivable) in the normal course of business. The Company has adopted a policy of only dealing with creditworthy counterparties. To mitigate this risk, the Company carries out regular credit evaluations and purchases credit insurance for international customers, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company is also exposed to counterparty credit risk inherent in its financing activities, trade receivable insurance and foreign currency derivatives. The Company has assessed these risks as minimal.

Market risk

Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily from transactions in US dollars such as a portion of trade accounts payable, trade accounts receivable and cash.

The Company uses foreign exchange forward contracts to manage foreign exchange transaction exposure. As of December 31, 2018, \$45,814 (2017 - \$46,259) of anticipated foreign currency denominated sales and purchases have been hedged with underlying foreign exchange forward contracts settling at various dates in the year preceding the consolidated statements of financial position date.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate, with all other variables held constant, of the Company's net income (loss) before income taxes (due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives) and the Company's pre-tax OCI (due to changes in the fair value of foreign exchange forward contracts designated as cash flow hedges).

As at December 31,	<u>Change in US\$ fx rate</u>	<u>Effect on income (loss) before tax</u>	<u>Effect on pre-tax OCI</u>
	%	\$	\$
2018	5	388	1,800
2017	5	521	1,800

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The Company's exposure to foreign currency changes for all other currencies is not material.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's accounts receivable and accounts payable are non-interest bearing. The Company's exposure to the risk of changes in market interest rates arises from long-term debt obligations issued at fixed rates that create fair value interest rate risk and variable rate borrowings that create cash flow interest rate risk.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

With all other variables held constant, the sensitivity to a reasonably possible change in interest rates on floating rate borrowings of the Company would have the following impact to net income (loss) before income taxes:

As at December 31,	Increase/decrease in basis points +/-	Effect on income (loss) before tax \$
2018	100	1,773
2017	100	1,936

Changes in market interest rates cause the fair value of long-term debt with fixed interest rates to fluctuate but do not affect net income (loss), as the Company's debt is carried at amortized cost and the carrying value does not change as interest rates change.

Commodity price risk

The Company is exposed to price risk related to purchases of certain commodities used as raw materials. The Company may use fixed price contracts with suppliers to mitigate commodity price risk. Concentration in any one raw material is not significant to the Company.

Liquidity risk

Liquidity risk is the risk the Company will not be able to meet its financial obligations associated with financial liabilities. The Company is exposed to this risk mainly in respect of its accounts payable and accrued liabilities, various long-term debt agreements, obligations under its post-retirement benefits plan and operating lease commitments.

The Company manages its liquidity risk through continuous monitoring of its forecast and actual cash flows and also through the management of its capital structure. The Company continually revises its available liquid resources as compared to the timing of the payment of liabilities to manage its liquidity risk.

The contractual undiscounted principal cash flows payable in respect of financial liabilities as at the consolidated statements of financial position date were as follows:

As at December 31,	2018 \$	2017 \$
Amounts payable in more than 12 months	157,236	162,794
Amounts payable in less than 12 months	98,106	76,371
	255,342	239,165

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Capital

The Company's objective is to maintain a cost-effective capital structure that supports its long-term growth strategy, supports the business and maximizes shareholder value. The Company typically uses leverage in its capital structure to reduce the cost of capital. The Company's goal is to maintain its primary credit ratios and leverage at levels that are designed to provide continued access to investment-grade credit pricing and terms. The Company measures its credit profile using a number of metrics, some of which are non-IFRS measures, primarily cash, less long-term debt and bank indebtedness ("net cash (debt)") to earnings before interest, income taxes, depreciation, amortization, restructuring and other related costs, and interest coverage. Additionally, the Company maintains a cash flow reserve to service obligations as they come due.

In addition to senior debt, credit facilities, and equity, the Company uses leases as additional sources of financing.

There have been no material changes to the Company's risk management activities since inception of the Company's operations.

The Company is subject to capital requirements under the credit facility agreement, as described in Note 12. As at December 31, 2018, the Company was in compliance with all financial covenants.

21. Commitments and contingencies

Operating lease commitments

JLL and its subsidiaries have entered into a number of operating leases for vehicles, production equipment, computer and communications equipment, office equipment and office space.

Total minimum lease payments payable in future years are as follows:

As at December 31,	2018	2017
	\$	\$
Within one year	2,790	1,766
After one year but not more than five years	3,436	1,726
More than five years	3,882	-
	10,108	3,492

For the year ended December 31, 2018, an amount of \$2,133 was recognized as an expense in respect of operating leases (2017 - \$1,692).

General contingencies

In addition, various claims and potential claims arising in the normal course of operation are pending against JLL. It is the opinion of management that these claims or potential claims are without merit and the amount of potential liability, if any, is not determinable. Management believes the final determination of these claims or potential claims will not materially affect the financial position or results of the Company.

22. Segment information

The Company has two reportable operating segments with all material operations carried out in Canada:

- The Jamieson Brands segment principal activity is the manufacturing, distribution and marketing of branded natural health products including vitamins, minerals and supplements; and

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- The Strategic Partners segment principal activity is providing contract manufacturing services to consumer health companies and retailers worldwide.

The Company's chief operating decision maker evaluates segment performance on the basis of earnings from operations, as reported to internal management, on a periodic basis.

Inter-segment revenues and expenses are eliminated upon consolidation and relate mainly to sales from the Strategic Partners segment to the Jamieson Brands segment. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

	For the year ended December 31, 2018		
	Jamieson Brands	Strategic Partners	Total
	\$	\$	\$
Revenue	<u>243,772</u>	<u>76,004</u>	<u>319,776</u>
Earnings from operations	<u>45,171</u>	<u>4,919</u>	<u>50,090</u>
Foreign exchange loss			608
Termination benefits and related costs			2,933
Other expenses			298
Interest expense and other financing costs			9,000
Provision for income taxes			<u>10,578</u>
Net income			26,673

	For the year ended December 31, 2017		
	Jamieson Brands	Strategic Partners	Total
	\$	\$	\$
Revenue	<u>237,001</u>	<u>63,618</u>	<u>300,619</u>
Earnings from operations	<u>37,595</u>	<u>7,340</u>	<u>44,935</u>
Foreign exchange loss			331
Termination benefits and related costs			4,132
Public offering costs			10,720
Acquisition costs			2,444
Other expenses			9,410
Preferred share accretion			28,796
Interest expense and other financing costs			4,733
Provision for income taxes			<u>8,156</u>
Net loss			(23,787)

Share-based compensation is allocated to the Jamieson Brands operating segment.

Geographic information

Net income earned outside of Canada for the years ended December 31, 2018 and 2017 represents an insignificant portion of total net income.

Information about major customers

The following table provides the proportion of revenue attributed to each significant customer:

For the years ended December 31,	<u>2018</u>	<u>2017</u>
Customer 1	17.0%	17.9%
Customer 2	11.2%	10.6%
Customer 3	9.9%	10.5%
	<u>38.1%</u>	<u>39.0%</u>

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The revenue concentration noted mirrors the consolidated nature of the retail grocery landscape in Canada. It is management's opinion that the loss of any customer, significant or otherwise, would not impact the Company's viability. No other sales were made to any one customer that represented more than 10% of total sales.

23. Revenue from contracts with customers

The following table sets forth the disaggregation of the Company's revenue from contracts with customers in the Jamieson Brands operating segment:

For the years ended December 31,	2018	2017
	\$	\$
Domestic sales	169,432	165,552
International sales	27,462	21,420
Specialty Brands sales	46,878	50,029
Total revenue from contracts with customers	243,772	237,001

Revenues generated from our previous acquisitions of Body Plus and LVHS are known as "Specialty Brands" given the availability of these brands across food, drug and health food channels.

24. Income per share

Basic income (loss) per share amounts are calculated by dividing the net income (loss) attributable to common shareholders of the Company less dividends declared and paid to preferred shareholders by the weighted average number of shares outstanding during the year.

Diluted income (loss) per share amounts are calculated by dividing the net income (loss) attributable to common shareholders of the Company less dividends declared and paid to preferred shareholders by the weighted average number of shares outstanding during the year, adjusted for the effects of potentially dilutive preferred shares, share options, PSUs, and RSUs.

The following table sets forth the calculation of net income (loss) available to common shareholders:

For the year ended December 31,	2018	2017
	\$	\$
Net income (loss)	26,673	(23,787)
Preferred share dividends	-	(9,605)
Basic, net income (loss) available to common shareholders	26,673	(33,392)

The following table sets forth the calculation of basic and diluted income (loss) per share ("EPS"), and reflects the impact of the share split as if it was retrospectively applied to all periods presented:

Year ended December 31,	2018			2017		
	Net income available to common shareholders	Weighted average number of shares	EPS \$	Net loss available to common shareholders	Weighted average number of shares	EPS \$
<i>Basic</i>						
Continuing operations	26,673	38,009,443	0.70	(33,392)	18,669,758	(1.79)
<i>Diluted</i>						
Continuing operations	26,673	39,531,078	0.67	(33,392)	18,669,758	(1.79)

For the year ended December 31, 2017, diluted EPS excludes the effect of approximately 3,005,088 options on a post share split basis that are anti-dilutive.

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25. Future accounting standards issued but not yet effective

The standards and interpretations that have been issued, but are not yet effective, up to the date of issuance of these consolidated financial statements are disclosed below. The Company intends to adopt these standards on the required effective date.

IFRIC Interpretation 23, “Uncertainty over Income Tax Treatment”

IFRS Interpretation 23 (the “Interpretation”) addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12 and does not apply to taxes or levies outside the scope of IAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments.

The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

An entity must determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed. The Interpretation is effective for annual reporting periods beginning on or after January 1, 2019, but certain transition reliefs are available.

IAS 19, “Plan Amendment, Curtailment or Settlement (Amendment to IAS 19)”

IAS 19, “Employee Benefits” (“IAS 19”), specifies how a company accounts for a defined benefit plan. When a plan event (i.e. a plan amendment, curtailment or settlement) occurs, IAS 19 requires a company to update its assumptions and remeasure its net defined benefit liability or asset.

The amendments clarify that after a plan event, a company would use these updated assumptions to measure current service cost and net interest for the remainder of the reporting period after the plan event. The amendments are effective for annual periods beginning on or after January 1, 2019, with early application permitted.

IAS 12, “Income tax consequences of payments on instruments classified as equity (Amendments to IAS 12)”

IAS 12 requires a company to recognize the tax consequences of dividends in profit or loss in some circumstances.

The amendments to IAS 12 clarify that a company accounts for all income tax consequences of dividends in the same way, regardless of how the tax arises, and are effective for annual periods beginning on or after January 1, 2019, with early application permitted.

The Company is currently evaluating the impact of these three new amendments on its consolidated financial statements.

IFRS 16, “Leases”

In January 2016, the IASB issued IFRS 16, “Leases” (“IFRS 16”), which replaces IAS 17, “Leases” (“IAS 17”), and its associated interpretative guidance. The new standard brings most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. The standard is effective for

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annual periods beginning on or after January 1, 2019, with early adoption permitted if entities have also applied IFRS 15.

At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Transition to IFRS 16

The Company plans to adopt the modified retrospective approach on January 1, 2019 and measure the right-of-use asset at its carrying amount as if IFRS 16 had been applied since the commencement date. The Company will elect to apply the standard to contracts that were previously identified as leases under IAS 17 and IFRIC 4 and has performed a completeness check to ensure all leases have been considered in the implementation of the new standard. The Company will elect to use the exemptions proposed by the standard on lease contracts for which the lease terms end within 12 months as of the date of initial application, and lease contracts for which the underlying asset is of low value.

The Company has completed a preliminary evaluation of IFRS 16, including quantifying the impact of the transitional adjustment of this new standard on the opening consolidated statements of financial position, which is as follows:

As at	January 1, 2019
	\$
Prepaid expenses and other current assets	(259)
Property, plant and equipment	7,434
Accounts payable and accrued liabilities	(300)
Other long-term liabilities	7,799
Deferred income tax	(85)
Deficit	(239)

On the consolidated statements of operations and comprehensive income (loss), the Company's depreciation of property, plant and equipment included in cost of sales and selling, general and administrative expenses and interest expense and other financing costs will increase and operating lease expenses included in cost of sales and selling, general and administrative expenses will decrease.

On the consolidated statements of cash flows, cash flows from operating activities will increase due to higher depreciation of property, plant and equipment. Cash flows from financing activities will decrease due to repayment of lease liabilities.