



*Third Quarter Report*

**FRESHWATER FISH MARKETING CORPORATION**

*January 31, 2015*

## Statement of Management Responsibility by Senior Officials

Management is responsible for the preparation and fair presentation of these quarterly financial statements in accordance with IAS 34 Interim Financial Reporting and requirements in the Treasury Board of Canada Standard on Quarterly Financial Reports for Crown Corporations and for such internal controls as management determines is necessary to enable the preparation of quarterly financial statements that are free from material misstatement. Management is also responsible for ensuring all other information in this quarterly financial report is consistent, where appropriate with the quarterly financial statements.

To the best of our knowledge, these unaudited quarterly financial statements present fairly, in all material respects, the financial position, results of operations and cash flows of the corporation, as at the date and for the periods presented in the quarterly financial statements.



Donald R. Salkeld  
President and CEO  
Freshwater Fish Marketing Corporation



Stanley A. Lazar, CMA  
Chief Financial Officer  
Freshwater Fish Marketing Corporation

Winnipeg, Canada  
March 3, 2015

The Freshwater Fish Marketing Corporation (“the Corporation”) has prepared this report as required by section 131.1 of the *Financial Administration Act* using the standard issued by the Treasury Board of Canada. This narrative should be read in conjunction with the unaudited financial statements, the Corporation’s 2014/15 – 2018/19 Corporate Plan Summary and the Corporation’s 2013/14 Annual Report which includes the audited annual financial statements for the year ended April 30, 2014.

The Freshwater Fish Marketing Corporation has prepared these unaudited financial statements for the nine months ended January 31, 2015 and January 31, 2014 in compliance with International Financial Reporting Standards (IFRS).

Information about the Corporation, including the Annual Report and the Corporate Plan Summary can be found at [www.freshwaterfish.com](http://www.freshwaterfish.com) once approved by the Federal government.

### Quarterly Results

(in thousands)	3 months ended January 31, 2015			9 months ended January 31, 2015		
	Actual	Budget	Variance	Actual	Budget	Variance
Sales Revenue	\$ 15,738	\$ 16,105	\$ (367)	\$ 53,313	\$ 51,940	\$ 1,373
Expenses	\$ 13,765	\$ 16,098	\$ (2,333)	\$ 50,957	\$ 49,145	\$ 1,812
Profit before income taxes	\$ 1,973	\$ 7	\$ 1,966	\$ 2,356	\$ 2,795	\$ (439)

#### Revenues

The Corporation’s sales revenue is about 2.5% ahead of plan for the 9 months ending January 31, 2015. The mix of fish deliveries focused on rough species at the expense of Walleye has created challenges in the market as demonstrated in the 3% reduction in sales revenue compared to budget in the third quarter. The Russian trade embargo that occurred in August, 2014 reduced sales revenue from fish sold in Russia, specifically inconnu, drum and whitefish. Walleye deliveries are down 20 to 25% impacting both sales revenue and margins for Freshwater. New products and markets for carp, carp roe, mullet and mullet heads, however, continue to contribute to sales revenue through the end of the third quarter.

#### Expenses

Expenses for the 9 months ended January 31 are more than budget largely due to the mix of products being sold favouring rough species. The weakening Canadian dollar during the third quarter combined with the Corporation’s foreign exchange hedging contracts increased expenses. Accounting standards require the Corporation to adjust its foreign exchange contracts to their market value. The Bank of Canada reduced interest rates in January, 2015, and although borrowing costs did decline on Freshwater’s operating loans, interest rate swaps on the demand installment loans increased expenses by \$0.6 million in the third quarter. This expense will be mitigated as interest rates rise.

General and administrative costs were 11% and 12% below budget for the third quarter and year-to-date respectively. Field Operation costs were more than budget for the quarter and year-to-date because of lower than planned deliveries in walleye year-to-date.

## Delivery Statistics

(in thousands of round equivalent kilograms)

	3 months ended January 31, 2015			6 months ended January 31, 2015		
	Actual	Budget	Variance	Actual	Budget	Variance
Whitefish	697	512	185	3,410	3,038	372
Walleye	746	683	63	4,326	5,333	(1,007)
Northern Pike	764	672	92	1,564	1,377	186
Sauger	99	132	(33)	279	275	3
Mullet	469	475	(7)	1,372	1,158	214
Other	279	213	67	1,566	926	640
<b>Total Deliveries</b>	<b>3,054</b>	<b>2,687</b>	<b>367</b>	<b>12,516</b>	<b>12,107</b>	<b>409</b>

Total deliveries are slightly below budget for the 9 months ended January 31 and 9.5% above budget for the 3 months ended January 31. Although total year-to-date delivery volumes being near budget may indicate that the Corporation is meeting its delivery targets, the more critical issue is the mix of fish being delivered. Walleye deliveries are more than 25% below budget for the 9 months ended January 31, 2015 due to poor spring and fall fishery conditions predicated on a significant bio-mass change to the walleye fishery on Lake Winnipeg this year. Lack of walleye inventory in appropriate sizes required by the market may impact the Corporation's ability to support customers in early fiscal 2015/16. The Corporation, is concerned that this trend may continue and is working with fishers and customers to mitigate the potential impact. Walleye deliveries of 4% more than budget did occur in the 3<sup>rd</sup> quarter.

For the 3 months and 9 months ending January 31, the Corporation received increased deliveries all species excluding walleye.

Fishery management changes in Alberta and lower than planned deliveries from Great Slave Lake have affected year-to-date delivery volumes and will impact full-year deliveries.

## Risk analysis

### *Strategic Risks*

#### *Markets*

Key markets in Europe are struggling to emerge from recession and remain weak which may put planned and recently executed price increases at risk. Risks associated with current geopolitical uncertainty in Israel and Ukraine plus the Russian food embargo could put downward pressure on prices in some species, particularly whitefish, lake trout, inconnu and drum.

#### *\$CAD/\$US Exchange Rates*

The Corporation hedges 80% of its foreign currency receivables leaving 20% at risk. Although the weakening Canadian dollar during the third quarter improves Freshwater's US sales revenue, the Corporation's foreign exchange hedging contracts do not allow full participation in the recently strengthened American currency.

#### *Supply*

There are a number of commercial fishers within the Corporation's mandate area that are only marginally viable economically as a result of current fish prices or increasingly restrictive stock management practices. In these areas the industry is losing fishers to the resource sector with a subsequent decline in volume delivered.

*Operational Risks*

*Deliveries/Supply*

Deliveries for the 9 months ending January 31, 2015 are below budget primarily due to the walleye fishery. The Corporation is managing customer requirements relative to walleye inventory levels to alleviate the current situation. Fishery management changes in Alberta, summer flooding in Manitoba and lower than planned deliveries from Great Slave Lake will affect full year delivery volumes.

**FRESHWATER FISH MARKETING CORPORATION**  
**Statement of Financial Position**  
**As at January 31, 2015**  
**(in thousands of Canadian dollars)**  
**(unaudited)**

	As at	
	January 31, 2015	April 30, 2014
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ -	\$ 328
Accounts receivable (Note 5)	10,521	7,054
Prepaid expenses	179	84
Income taxes receivable	2	2
Inventories (Note 6)	18,095	13,418
	<u>28,797</u>	<u>20,886</u>
<b>Non-current</b>		
Property, plant and equipment (Note 7)	19,737	20,693
Intangible assets (Note 8)	192	241
	<u>19,929</u>	<u>20,934</u>
<b>Total Assets</b>	<b><u>\$ 48,726</u></b>	<b><u>\$ 41,820</u></b>
<b>LIABILITIES</b>		
<b>Current</b>		
Bank Indebtedness	\$ 78	\$ -
Accounts payable and accrued liabilities (Notes 5 and 9)	6,691	4,382
Accrued obligation for employee benefits (Note 11)	661	708
Provision for final payment to fishers	2	1,100
Loans payable (Notes 5 and 10)	27,595	25,984
Derivative-related liabilities (Note 5)	2,998	203
	<u>38,025</u>	<u>32,377</u>
<b>Non-current</b>		
Deferred tax liabilities	972	972
Accrued obligation for employee benefits (Note 11)	300	286
	<u>1,272</u>	<u>1,258</u>
<b>Equity</b>		
Retained earnings	9,429	8,185
	<u>\$ 48,726</u>	<u>\$ 41,820</u>

Commitments and Contingencies (Note 15)

*The accompanying notes are an integral part of these financial statements.*

**FRESHWATER FISH MARKETING CORPORATION**  
**Statement of Comprehensive Income**  
**(in thousands of Canadian dollars)**  
**(unaudited)**

	<b>3 months ended</b>		<b>9 months ended</b>	
	<u>January 31,</u>	<u>January 31,</u>	<u>January 31,</u>	<u>January 31,</u>
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
<b>Sales</b>				
Export	\$13,996	\$ 12,463	\$44,170	\$41,710
Domestic	<u>1,783</u>	<u>2,427</u>	<u>8,263</u>	<u>8,124</u>
	15,779	14,890	52,433	49,834
<b>Cost of sales</b>				
Opening inventory of processed fish products	18,275	19,832	12,546	12,745
Add fish purchases and processing expenses:				
Fish purchases	5,646	4,504	24,142	24,072
Plant salaries, wages and benefits	2,848	3,050	9,374	9,654
Packing allowances and agency operating costs	980	834	3,861	3,514
Packaging and storage	1,082	904	3,370	3,008
Freight	600	690	1,954	1,989
Repairs and maintenance, Winnipeg plant	290	438	1,278	1,559
Depreciation of production assets (Note 7)	410	481	1,269	1,385
Utilities and property taxes	674	446	1,868	1,655
Other	<u>306</u>	<u>282</u>	<u>729</u>	<u>717</u>
	31,111	31,461	60,391	60,298
Less ending inventory of processed fish products	<u>(17,267)</u>	<u>(18,633)</u>	<u>(17,267)</u>	<u>(18,633)</u>
	<u>13,844</u>	<u>12,828</u>	<u>43,124</u>	<u>41,665</u>
<b>Gross profit on operations</b>	<u>1,935</u>	<u>2,062</u>	<u>9,309</u>	<u>8,169</u>
<b>Marketing and administrative expenses</b>				
Salaries and benefits	934	1,000	2,490	2,535
Commissions (Note 12)	327	302	929	994
Data processing, office and professional services	238	295	788	796
Finance income	-	(2)	(5)	(2)
Finance costs	187	192	538	550
Advertising and promotion	120	96	313	298
Meeting fees and expenses	19	22	44	66
Other	45	56	129	136
Depreciation and amortization of administration assets (Notes 7 and 8)	<u>23</u>	<u>24</u>	<u>68</u>	<u>70</u>
	<u>1,893</u>	<u>1,985</u>	<u>5,294</u>	<u>5,445</u>
<b>Other income and expenses</b>				
Net foreign exchange loss (gain) (Note 5)	1,323	826	1,478	1,304
Net financial derivative (gain) loss (Note 5)	585	52	958	(415)
Other revenue (Note 13)	(87)	(85)	(1,094)	(901)
Other expenses (Note 13)	<u>152</u>	<u>187</u>	<u>1,014</u>	<u>725</u>
	<u>1,973</u>	<u>980</u>	<u>2,356</u>	<u>713</u>
<b>Profit before provision for final payment to fishers and income tax</b>	<b>(1,931)</b>	<b>(903)</b>	<b>1,659</b>	<b>2,011</b>
Income tax expense	<u>(482)</u>	<u>(264)</u>	<u>415</u>	<u>523</u>
<b>Total comprehensive income</b>	<u>\$ (1,449)</u>	<u>\$ (639)</u>	<u>\$ 1,244</u>	<u>\$ 1,488</u>

*The accompanying notes are an integral part of these financial statements.*

**FRESHWATER FISH MARKETING CORPORATION**  
**Statement of Changes in Equity**  
**9 months ended January 31, 2015**  
**(in thousands of Canadian dollars)**  
**(unaudited)**

	<u>January 31, 2015</u>	<u>April 30, 2014</u>
Retained earnings at the beginning of the period	\$ 8,185	\$ 6,880
Total comprehensive income	<u>1,244</u>	<u>1,305</u>
<b>Retained earnings at the end of the period</b>	<u><u>\$ 9,429</u></u>	<u><u>\$ 8,185</u></u>

*The accompanying notes are an integral part of these financial statements.*

**FRESHWATER FISH MARKETING CORPORATION**  
**Statement of Cash Flows**  
**For the period ended January 31, 2015**  
**(in thousands of Canadian dollars)**  
**(unaudited)**

	<b>3 months ended</b>		<b>9 months ended</b>	
	<b>January 31,</b>	January 31,	<b>January 31,</b>	January 31,
	<b>2015</b>	2014	<b>2015</b>	2014
<b>Operating activities</b>				
Comprehensive income for the period	\$ (1,449)	\$ (639)	\$ 1,244	\$ 1,488
Add (deduct) items not affecting cash:				
Current Future tax expense	(482)	-	415	-
Depreciation and amortization	517	505	1,421	1,539
Decrease in derivative-related assets	-	-	-	115
Increase (decrease) in derivative-related liabilities	1,891	715	2,795	607
Net changes in non-cash working capital:				
(Increase) in accounts receivable	(843)	292	(3,466)	(1,230)
(Increase) in inventories	1,103	1,166	(4,677)	(5,781)
(Increase) decrease in prepaid expenses	118	441	(95)	(104)
Increase in accounts payable and accrued liabilities	(66)	(2,255)	1,894	1,299
(Decrease) in final payment to fishers	(1,098)	(2,047)	(1,098)	(2,047)
(Decrease) in accrued obligation for employee benefits	(11)	469	(34)	-
<b>Cash generated by operating activities</b>	<b>(320)</b>	<b>(1,353)</b>	<b>(1,601)</b>	<b>(4,114)</b>
<b>Investing activities</b>				
Additions to property, plant and equipment and intangible assets	(64)	(131)	(416)	(1,392)
<b>Cash used in investing activities</b>	<b>(64)</b>	<b>(131)</b>	<b>(416)</b>	<b>(1,392)</b>
<b>Financing activities</b>				
Decrease in loans payable and cash used in financing activities	<b>342</b>	<b>651</b>	<b>1,611</b>	<b>5,843</b>
<b>Increase in cash during the year</b>	<b>(42)</b>	<b>(833)</b>	<b>(406)</b>	<b>337</b>
Cash at the beginning of the period	(36)	1,180	328	10
<b>Cash at the end of the period</b>	<b>\$ (78)</b>	<b>\$ 347</b>	<b>\$ (78)</b>	<b>\$ 347</b>
<b>Supplementary information:</b>				
Interest paid	\$ 59	\$ 131	\$ 311	\$ 379

*The accompanying notes are an integral part of these financial statements.*

# **FRESHWATER FISH MARKETING CORPORATION**

## **Notes to the Financial Statements**

**January 31, 2015**

**(in thousands of dollars)**

**(unaudited)**

### **1. NATURE AND DESCRIPTION OF THE CORPORATION**

The Corporation was established in 1969 pursuant to the *Freshwater Fish Marketing Act* for the purpose of marketing and trading in fish, fish products, and fish by-products in and outside of Canada. The address of the Corporation's registered office and principal place of business is 1199 Plessis Road in Winnipeg, Manitoba. The Corporation is required to purchase all fish legally caught in the freshwater region, which currently encompasses the provinces of Alberta, Manitoba, and the Northwest Territories. Participation of these provinces and territory was established by agreement with the Government of Canada.

The Corporation has the exclusive right to trade and market the products of the commercial fishery on an interprovincial and export basis, and it exercises that right with the objectives of marketing fish in an orderly manner, maximizing returns to fishers, promoting international markets, and increasing interprovincial and export trade in fish, fish products, and fish by-products.

The Corporation is an agent Crown corporation named in Part I of Schedule III of the *Financial Administration Act*. The Corporation is required to conduct its operations on a self-sustaining basis without appropriations from Parliament. In accordance with the *Freshwater Fish Marketing Act*, the legislative borrowing limit of the Corporation is \$50 million. As at January 31, 2015, the total borrowings of the Corporation may not exceed \$39.5 million as authorized by the Minister of Finance.

The Corporation is a prescribed federal Crown corporation for tax purposes and is subject to federal income tax under the *Income Tax Act*.

### **2. SIGNIFICANT ACCOUNTING POLICIES**

#### **2.1 Basis of presentation**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB).

The financial statements were prepared on the historical cost basis, except for derivative instruments which were measured at fair value and the workers' compensation, pension deficiency, and sick leave benefits which were measured at the actuarial valuation amount.

All figures are stated in Canadian dollars unless otherwise specified.

These financial statements have been approved for public release by the Audit and Risk Committee of the Corporation on March 3, 2015.

#### **2.2 Cash**

Cash represents money in the bank.

#### **2.3 Accounts receivable**

Accounts receivable are recognized at their anticipated realizable value, which is the original invoice amount less an estimated allowance for impairment loss on these receivables. An estimated impairment loss on receivables is made when there is objective evidence that the Corporation will not be able to collect all amounts due according to the original terms of the receivables.

# **FRESHWATER FISH MARKETING CORPORATION**

## **Notes to the Financial Statements**

**January 31, 2015**

**(in thousands of dollars)**

**(unaudited)**

### **2.4 Inventories**

Processed fish products are recorded at the actual cost of fish purchases throughout the year plus direct labour and overhead directly related to processing. The Corporation uses a weighted-average cost formula to assign fixed and variable overhead costs to processed fish product inventory. At the reporting date inventories are valued at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale. Inventory write-downs and reversals of write-downs are included in cost of sales in the statement of comprehensive income.

### **2.5 Financial instruments**

Financial assets and financial liabilities are recognized when the Corporation becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

#### ***2.5.1 Effective interest method***

The effective interest method is a method of calculating the amortized cost of a financial asset or liability and of allocating interest expense over the relevant periods. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the net carrying amount on initial recognition.

### **2.6 Financial assets**

The Corporation's financial assets are classified into the following specified categories: financial assets at fair value through profit or loss and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

#### ***2.6.1 Loans and receivables***

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are measured at amortized cost using the effective interest method, less any impairment write downs. Assets in this category include accounts receivable and are classified as current assets in the statement of financial position.

Interest income is recognized by applying the effective interest rate except for short-term receivables, when the recognition of interest would be insignificant.

#### ***2.6.2 Financial assets at fair value through profit or loss (FVTPL)***

Financial assets are classified as FVTPL when the financial asset is either held for trading or it is designated as FVTPL.

## **FRESHWATER FISH MARKETING CORPORATION**

### **Notes to the Financial Statements**

**January 31, 2015**

**(in thousands of dollars)**

**(unaudited)**

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling it in the near term;
- on initial recognition it is part of a portfolio of identified financial instruments that the Corporation manages together and has a recent actual pattern of short-term profit-taking;
- it is a derivative that is not designated or effective as a hedging instrument, or
- a financial asset other than a financial asset held for trading may be designated as FVTPL upon initial recognition.

Financial assets classified as FVTPL are presented at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. Fair value is determined in the manner described in Note 5.2.

The Corporation has not designated any financial asset as FVTPL at the end of the reporting period.

#### ***2.6.3 Impairment of financial assets***

Financial assets, other than those classified as FVTPL, are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the asset have been affected.

Objective evidence of impairment could include:

- significant financial difficulty of the debtor;
  - breach of contract, such as a default or delinquency in payments;
  - it becoming probable that the debtor will enter bankruptcy or financial re-organization;
- or
- significant decrease in creditworthiness of the debtor.

For financial assets carried at amortized cost, the amount of the impairment loss recognized is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of accounts receivable, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the bad debt. Changes in the carrying amount of the allowance account are recognized in profit or loss.

For financial assets measured at amortized cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

#### ***2.6.4 Derecognition of financial assets***

The Corporation derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

## **FRESHWATER FISH MARKETING CORPORATION**

### **Notes to the Financial Statements**

**January 31, 2015**

**(in thousands of dollars)**

**(unaudited)**

#### **2.7 Financial liabilities**

Financial liabilities are classified as either financial liabilities at FVTPL or other financial liabilities.

##### **2.7.1 Financial liabilities at fair value through profit or loss (FVTPL)**

Financial liabilities are classified as FVTPL when the financial liability is either held for trading or it is designated as FVTPL.

A financial liability is classified as held for trading using the same criteria described in Note 2.6.2 for a financial asset classified as held for trading.

The Corporation has not designated any financial liabilities as FVTPL at the end of the reporting period.

Financial liabilities classified as FVTPL are presented at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. Fair value is determined in the manner described in Note 5.2.

##### **2.7.2 Other financial liabilities**

Other financial liabilities are initially measured at fair value plus transaction costs. Other financial liabilities (including borrowings) are subsequently measured at amortized cost using the effective interest method.

##### **2.7.3 Derecognition of financial liabilities**

The Corporation derecognizes financial liabilities when the Corporation's obligations are discharged, cancelled or they expire.

#### **2.8 Derivative financial instruments**

The Corporation selectively utilizes derivative financial instruments primarily to manage financial risks and to manage exposure to fluctuations in foreign exchange rates and interest rates. The Corporation's policy is not to enter into derivative instruments for trading or speculative purposes.

Derivatives are initially recognized at fair value when the Corporation becomes a party to the contractual provisions of the instrument and are subsequently remeasured to their fair value at the end of each reporting period. The hedges entered into represent economic hedges. Attributable transaction costs are recognized in profit or loss as incurred. The resulting gain or loss is recognized in profit or loss immediately.

A derivative with a positive fair value is recognized as a financial asset; a derivative with a negative fair value is recognized as a financial liability. A derivative is presented as a non-current asset or a non-current liability on the statement of financial position if the remaining contractual maturity of the instrument is more than 12 months and it is not expected to be realized or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

# FRESHWATER FISH MARKETING CORPORATION

## Notes to the Financial Statements

January 31, 2015

(in thousands of dollars)

(unaudited)

### 2.9 Capital assets

#### 2.9.1 Asset recognition

Property, plant and equipment are recorded at cost less accumulated depreciation and any accumulated impairment losses. Costs include directly attributable costs. Repairs and maintenance costs are recognized in the statement of comprehensive income as incurred. The cost of self-constructed assets includes the cost of materials and direct labour, and other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and borrowing costs on qualifying assets for which the commencement date for capitalization is on or after May 1, 2010.

#### 2.9.2 Depreciation

Depreciation is based on the estimated useful lives of the assets using the straight-line methodology:

Buildings:	Lake stations and other building improvements	5-65 years
	Plant	40 years
Equipment:	Machinery and office equipment	3 to 40 years
	Automotive	5 years
Fresh fish delivery tubs/totes		3 to 10 years
Vessels		3 to 35 years

The cost for systems under development and plant assets being upgraded or purchased that are not yet operational are charged to construction in progress. When the assets become operational, the cost is transferred to the appropriate property, plant and equipment classification and depreciated accordingly.

Freehold land is not depreciated.

Useful lives, residual values and depreciation methods are reviewed at each reporting period and necessary adjustments are recognized on a prospective basis as changes in estimates.

#### 2.9.3 Subsequent costs

Day-to-day repairs and maintenance costs are expensed when incurred.

Costs incurred on a replacement part for property, plant and equipment are recognized in the carrying amount of the part that was replaced.

Cost of major inspections or overhauls are recognized in the carrying amount of the item or as a replacement. Any remaining carrying amount of the cost of the previous inspection is derecognized.

#### 2.9.4 Derecognition

An item of property, plant and equipment is derecognized upon disposal or when no further future economic benefit is expected from its use or disposal. The gain or loss on disposal or retirement of an item is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss when the item is derecognized.

#### 2.9.5 Intangible assets

## **FRESHWATER FISH MARKETING CORPORATION**

### **Notes to the Financial Statements**

**January 31, 2015**

**(in thousands of dollars)**

**(unaudited)**

Intangible assets include costs associated with information systems software, including initial set-up and configuration costs. These costs are amortized, after technological feasibility is established, on a straight-line basis over the estimated useful life of five years. The Corporation has no indefinite intangible assets. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each reporting period. If the expected useful life of the asset is different from previous estimates, the amortization period shall be changed accordingly.

#### ***2.9.6 Impairment of tangible and intangible assets***

The Corporation assesses at each reporting date whether there is an indication that an asset may be impaired. If such an indication exists, or when annual testing for an asset is required, the Corporation estimates the asset's recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Value in use is determined by discounting estimated future cash flows using a pre-tax discount rate that reflects the current market assessment of the time value of money and the specific risks of the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Corporation bases its impairment calculation on a detailed budget and forecast to which the assets are allocated. The budget and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

An impairment loss is recognized in the statement of comprehensive income if an asset's carrying amount is higher than its recoverable amount. Impairment losses are recognized in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Corporation estimates the asset's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in a prior period. Such a reversal is recognized in the statement of comprehensive income.

#### ***2.9.7 Borrowing costs***

Finance costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other finance costs are expensed in the period they occur.

#### **2.10 Payments to fishers and retained earnings**

The Corporation purchases fish at initial prices established by the Board of Directors based upon operational forecasts prepared by the Corporation and the cost of such purchases is included in cost of sales. Final payments to fishers, if any, are approved by the Board of Directors. The Corporation

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recognizes the final payment to fishers as a liability in the statement of financial position and as an expense on the statement of comprehensive income.

A final payment to fishers is calculated based on the following formula: Annual comprehensive income before income tax plus annual depreciation less the three year rolling average (the current and previous two fiscal years) of cash purchases of capital assets.

However, regardless of the formulated final payment calculation, the Board of Directors reserves final decision as to when and how much cash and/or retained earnings will be distributed to fishers in the form of a final payment.

### **2.11 Foreign currency translation**

Revenues and expenses are translated into Canadian dollars using the monthly average exchange rate for the month in which the transaction occurred. Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the exchange rate in effect at the reporting date. All foreign exchange gains and losses incurred are included in net foreign exchange gain or loss in the statement of comprehensive income.

### **2.12 Employee benefits**

#### ***2.12.1 Current employee benefits***

Current employee benefits are employee benefits that are due to be settled within twelve months after the end of the period in which the employees render their related service. The Corporation's current benefits include wages and salaries, annual leave and other types of current benefits.

The Corporation recognizes the undiscounted amount of current employee benefits earned by an employee in exchange for services rendered during the period as a liability in the statement of financial position, after deducting any amounts already paid as an expense in profit and loss.

#### ***2.12.2 Pension benefits***

Substantially all of the employees of the Corporation are covered by the Public Service Pension Plan (the "Plan"), a contributory defined benefit plan established through legislation and sponsored by the Government of Canada. Contributions are required by both the employees and the Corporation to cover current service cost. Pursuant to legislation currently in place, the Corporation has no legal or constructive obligation to pay further contributions with respect to any past service or funding deficiencies of the Plan. Consequently, contributions are recognized as an expense in the year when employees have rendered service and represent a pension obligation of the Corporation.

The accrued pension obligation also includes the actuarially determined net present value of the liability for the employer's cost of buyback service related to an agreement with the Corporation's union that established the employment status of its fish plant employees on a go forward basis and retroactively to April 1, 1973. The Corporation is required to fund the employer's portion of any employee contributions that arise from this agreement.

Changes in the net present value of this unfunded liability are based on updated actuarial estimates of future costs as a result of actual experience and changes in actuarial assumptions. Adjustments arising from actuarial gains and losses are recognized in the year in which they occur.

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#### ***2.12.3 Accrued obligation for workers' compensation***

The Corporation is subject to the *Government Employees Compensation Act* and, therefore, is self-insured for benefits for work-related injuries of the employees of the Freshwater Fish Marketing Corporation. As a self-insured employer, the Corporation is accountable for all such liabilities incurred since incorporation. Liabilities for workers' compensation benefits are recorded based on known awarded disability and survivor pensions in respect of injuries or illnesses that have occurred.

The accrued obligation for workers' compensation represents the actuarially determined net present value of liabilities for benefits for work-related injuries of the employees of the Freshwater Fish Marketing Corporation when awards are approved by the Workers Compensation Board of Manitoba, or when legislative amendments are made and the anticipated future costs can be reasonably calculated.

Changes in the net present value of this unfunded liability are based on updated actuarial estimates of future costs as a result of actual experience and changes in actuarial assumptions. Adjustments arising from actuarial gains and losses are recognized in the year in which they occur.

#### ***2.12.4 Accrued obligation for sick leave benefits***

The Corporation's sick leave benefit plan provides accumulating sick leave benefits to eligible employees. The plan is an unfunded defined benefit plan paid on a cash basis by contributions from the Freshwater Fish Marketing Corporation.

The accrued obligation for sick leave benefits represents the actuarially determined net present value of liabilities for sick leave benefits for eligible employees of the Freshwater Fish Marketing Corporation.

Changes in the net present value of this unfunded liability are based on updated actuarial estimates of future costs as a result of actual experience and changes in actuarial assumptions. Adjustments arising from actuarial gains and losses are recognized in the year in which they occur.

### **2.13 Revenue recognition**

Sales, net of promotional allowances and sales returns, are recorded on an accrual basis and are recognized when all of the following criteria have been satisfied: the Corporation has transferred to the buyer the significant risks and rewards of ownership; the Corporation retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold; the amount of revenue can be measured reliably; it is probable that the economic benefits associated with the transaction will flow to the Corporation; and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

### **2.14 Provisions**

Provisions are recognized when the Corporation 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 required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Corporation expects some or all of a provision to be reimbursed, the

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reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### **2.15 Asset retirement obligation**

Asset retirement obligations are obligations associated with the retirement of property, plant and equipment when the obligation arises from the acquisition, construction, development or normal operation of the assets. When it is considered probable that a liability exists, the Corporation recognizes such a liability in the period in which it is incurred if a reasonable estimate of fair value can be determined. The liability is initially measured at fair value, and is subsequently adjusted each period to reflect the passage of time and the risks specific to the liability through accretion expense and any changes in the estimated future cash flows underlying the initial fair value measurement. The associated costs are capitalized as part of the carrying value of the related asset and amortized over the remaining life of the underlying asset to which it relates.

The Corporation monitors new statutory or regulatory requirements which may impose new asset retirement obligations. In such circumstances, the liability will be recognized when the obligation is first imposed.

### **2.16 Income tax**

Income tax expense comprises the sum of the tax currently payable and deferred tax.

#### ***2.16.1 Current tax***

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Corporation's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

#### ***2.16.2 Deferred tax***

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner

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in which the Corporation expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

### ***2.16.3 Current and deferred tax for the period***

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

## **3. KEY SOURCES OF ESTIMATION UNCERTAINTY AND CRITICAL JUDGEMENTS**

### **3.1 Key sources of estimation uncertainty**

The preparation of the financial statements requires the use of estimates and assumptions to be made in applying the accounting policies that affect the reported amounts of assets, liabilities, income, expenses and the disclosure of contingent liabilities. The estimates and related assumptions are based on previous experience and other factors considered reasonable under the circumstances, the results of which form the basis of making assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Judgments made by management in the application of IFRSs that have significant effect on the financial statements relate to the following:

#### ***3.1.1 Impairment of non-financial assets***

The Corporation's impairment test is based on value in use calculations that use a discounted cash flow model. The cash flows are derived from the budget for the next five years and are sensitive to the discount rate used as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

#### ***3.1.2 Capital assets***

Capital assets, comprising property, plant and equipment and intangible assets with finite useful lives are depreciated or amortized over their useful lives. Useful lives are based on management's estimates of the periods of service provided by the assets. The useful lives of these assets are periodically reviewed for continued appropriateness. Changes to the useful life estimates would affect future depreciation or amortization expense and the future carrying value of assets.

#### ***3.1.3 Accounts receivable***

The Corporation reviews its individually significant receivables at each reporting date to assess whether an impairment loss should be recorded in the statement of comprehensive income. In particular, judgment by management is required in the estimation of the amount and timing of future cash flows when determining the impairment loss. In estimating these cash flows, the Corporation makes judgments about the borrower's financial situation. These estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the allowance.

#### ***3.1.4 Fair value of financial instruments***

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Where the fair value of financial assets and financial liabilities recorded in the statement of financial position cannot be derived from active markets, fair value is determined using valuation techniques including the discounted cash flow 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. The judgments include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer to Note 5.2.2 for further details about the assumptions.

#### ***3.1.5 Long-term employee benefits***

The Corporation's long-term benefits include benefits for employees in receipt of long-term pension and workers' compensation benefits. The present value of these obligations is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension 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. In determining the appropriate discount rate, management considers the interest rates of corporate bonds in the respective currency with at least AA rating. The underlying bonds are further reviewed for quality, and those having excessive credit spreads are removed from the population 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 for Canada. Future salary increases and pension increases are based on expected future inflation rates for Canada. Further details about the assumptions used are provided in Note 11.

#### ***3.1.6 Inventory valuation allowance***

Inventory valuation allowance is estimated for slow moving or obsolete inventories. Management reviews the estimation regularly. Any change in the estimation will impact the inventory valuation allowance.

#### ***3.1.7 Income tax***

The Corporation operates in a jurisdiction which requires calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Liabilities are recognized for anticipated tax exposures based on estimates of the additional taxes that are likely to become due. Where the final tax outcome of these matters is different from the amount that was initially recorded, such differences will affect the income tax and deferred tax provisions in the period in which such determination is made.

Deferred tax assets and liabilities are comprised of temporary differences between the carrying values and tax basis of assets and liabilities. Deferred tax assets are only recorded to the extent that it is probable that they will be realized. The timing of the reversal of the temporary differences may take many years and the related deferred tax is calculated using substantively enacted tax rates for the related period.

If future outcomes were to adversely differ from management's best estimate of future results from operations affecting the timing of reversal of deductible temporary differences, the Corporation could experience material deferred income tax adjustments. Such deferred income tax adjustments would not result in an immediate cash outflow nor would they affect the Corporation's immediate liquidity.

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### **3.2 Critical judgments**

The critical judgments that the Corporation's management has made in the process of applying the Corporation's accounting policies, apart from those involving estimations, that have the most significant effects on the amounts recognized in the Corporation's financial statements are as follows:

#### ***3.2.1 Capital assets***

Tangible and intangible capital assets with finite useful lives are required to be tested for impairment only when indication of impairment exists. Management is required to make a judgment with respect to the existence of impairment indicators at the end of each reporting period.

#### ***3.2.2 Provisions and contingent liabilities***

In determining whether a liability should be recorded in the form of a provision, management is required to exercise judgment in assessing whether the Corporation has a present legal or constructive obligation as a result of a past event, whether it is probable that an outflow of resources will be required to settle the obligation, and whether a reasonable estimate can be made of the amount of the obligation. In making this determination, management may use past experience, prior external precedents and the opinions and views of legal counsel. If management determines that the above three conditions are met, a provision is recorded for the obligation. Alternatively, a contingent liability is disclosed in the notes to the financial statements if management determines that any one of the above three conditions is not met, unless the possibility of outflow in settlement is considered to be remote.

## **4. APPLICATION OF NEW AND REVISED IFRS**

### **4.1 New and revised IFRS affecting amounts reported and/or disclosed in the financial statements**

In the current year, the Corporation has applied new and revised IFRS issued by the International Accounting Standards Board (IASB) that are mandatorily effective for accounting periods that begin on or after May 1, 2013.

#### ***IFRS 13 Fair Value Measurement***

The Corporation has applied IFRS 13 for the first time in the current year. IFRS 13 establishes a single source of guidance for fair value measurements and disclosure about fair value measurements. The scope of IFRS 13 is broad and applies to both financial instruments and non-financial instruments for which other IFRSs require or permit fair value measurements and disclosures, except for certain prescribed IFRSs.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal, or most advantageous, market at the measurement date under current market conditions. IFRS 13 includes extensive disclosure requirements.

IFRS 13 requires prospective application and specific provisions were given such that comparative disclosure requirements were not required for periods before the initial application of the standard. In accordance with these transitional provisions, the Corporation has not included new disclosures for the period ended January 31, 2015.

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### **4.2 New and revised IFRS in issue but not yet effective**

The Corporation has reviewed new and revised accounting pronouncements that have been issued but are not yet effective and determined that the following may have an impact on the Corporation's financial statements in future years.

#### ***IFRS 7 Financial Instruments: Disclosures***

An amendment was released in December 2011 to IFRS 7 regarding requiring disclosures about the initial application of IFRS 9 which currently does not have an effective date. The amendments are to be applied retrospectively.

An additional amendment was released in November 2013 to IFRS 7 regarding additional hedge accounting disclosures resulting from the introduction of the hedge accounting section of IFRS 9 which currently does not have an effective date. The amendments are to be applied retrospectively.

The Corporation is currently evaluating the impact of these amendments to IFRS 7 on its financial statements therefore the impact is not known at this time.

#### ***IFRS 9 Financial Instruments***

The mandatory application date of IFRS 9 was removed in the amendment to the standard in November 2013 (it had been amended in December 2011 for an effective date for annual periods beginning on or after January 1, 2015).

The November 2013 amendment also incorporates a hedge accounting section and included permitting the early application of the requirements for presenting in other comprehensive income the 'own credit' gains or losses on financial liabilities designated under the fair value option without early adopting the other requirements of IFRS 9.

The Corporation will be required to retrospectively adopt IFRS 9 on the effective date, which is the result of the IASB's project to replace IAS 39, "Financial Instruments: Recognition and Measurement". The new standard defines the classification, recognition, derecognition and measurement guidance for financial assets and financial liabilities.

The Corporation is currently evaluating the impact of the adoption of IFRS 9 on its financial statements therefore the impact is not known at this time.

#### ***IFRS 13 Fair Value Measurement***

An amendment was released in December 2013 to IFRS 13 as part of the "Annual Improvements – 2011-2013 Cycle" project and is effective for annual periods beginning on or after July 1, 2014. The amendment clarifies that the scope of the portfolio exception defined in paragraph 52 of IFRS 13 includes all contracts accounted for within the scope of IAS 39 "Financial Instruments: Recognition and Measurement" or IFRS 9, regardless of whether they meet the definition of financial assets or financial liabilities as defined in IAS 32 "Financial Instruments: Presentation". The adoption of the amendment is not expected to have a material impact on the Corporation's financial statements.

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## 5. FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

### 5.1 Capital Risk Management

The Corporation is subject to the *Freshwater Fish Marketing Act* and the *Financial Administration Act* and any directives issued pursuant to these acts. These acts affect how the Corporation manages its capital by, among other things, setting broad objectives for the Corporation. Specifically, the Corporation must have regard for the need to conduct its operations on a self-sustaining financial basis while generating a return to fishers.

The Corporation defines and computes its capital as follows:

	<b>As at January 31, 2015</b>	As at April 30, 2014
Retained earnings	\$ 9,429	\$ 8,185
Loans payable	\$ 27,595	\$ 25,984
	<u>\$ 37,024</u>	<u>\$ 34,169</u>

The Corporation's objectives in managing capital are to:

- Provide sufficient liquidity to support its financial obligations and its operating and strategic plans;
- Generate increasing returns to the fishers; and
- Maintain financial capacity and access to credit facilities to support future development of the business, including for capital expenditures.

During the reporting period presented, the Corporation primarily relied on cash flows provided by operating activities to support its objectives.

The Corporation's ability to obtain additional capital is subject to market conditions and pursuant to the provisions of the acts. The limitations on the borrowings of the Corporation and its access to credit facilities are outlined in Note 1. Pursuant to Part X of the *Financial Administration Act*, the Corporation must indicate its intention to borrow money in its annual corporate plan, or in an amendment thereto, which are subject to the approval of the Board of Directors and the Governor in Council. The timing of future borrowings is not determinable.

These objectives and strategies are reviewed in the annual corporate plan submission, approved by the Board of Directors. The Corporation's overall strategy with respect to capital risk management remains unchanged from the year ended April 30, 2014 as payouts to fishers are based on annual comprehensive income before income tax plus annual depreciation less the three year rolling average of cash purchases of capital assets.

The Corporation is not subject to any externally imposed capital requirements.

### 5.2 Classification and fair value measurements of financial instruments

**FRESHWATER FISH MARKETING CORPORATION****Notes to the Financial Statements****January 31, 2015****(in thousands of dollars)****(unaudited)****5.2.1 Carrying amount and fair value of financial instruments**

The classification, as well as the carrying amount and fair value, of the Corporation's financial assets and financial liabilities are as follows:

(CAD\$ thousands)	As at January 31, 2015		As at April 30, 2014	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial assets</b>				
Financial asset at fair value through profit and loss				
Cash	\$ -	\$ -	\$ 328	\$ 328
Loans and receivables				
Accounts receivable	10,521	10,521	7,054	7,054
	<u>\$ 10,521</u>	<u>\$ 10,521</u>	<u>\$ 7,382</u>	<u>\$ 7,382</u>
<b>Financial liabilities</b>				
Financial liability at fair value through profit or loss				
At maturity variable rate forwards	\$ 1,837	\$ 1,837	\$ -	\$ -
Interest rate swaps	1,161	1,161	203	203
Other financial liabilities				
Bank Indebtedness	78	78		
Loans payable	27,595	27,595	25,984	25,984
Accounts payable and accrued liabilities	6,691	6,691	4,382	4,382
Final payment to fishers	2	2	1,100	1,100
	<u>\$ 37,364</u>	<u>\$ 37,364</u>	<u>\$ 31,669</u>	<u>\$ 31,669</u>

The Corporation did not have any held-to-maturity or available-for-sale financial assets at the end of the reporting period presented.

The Corporation has estimated the fair values of its financial instruments as follows:

- i) The carrying amounts of cash, accounts receivable and accounts payable and accrued liabilities approximate their fair values as a result of the relatively short-term nature of these financial instruments.
- ii) The fair values of loans payables have been estimated based on a discounted cash flow approach using current market rates appropriate as at the respective date presented.
- iii) The fair values of the Corporation's foreign currency forward and interest rate swap contracts are based on estimated credit-adjusted market prices. The Corporation takes counterparty risk and its own risk into consideration for the fair value of financial instruments.

**5.2.2 Fair value hierarchy**

Financial instruments, other than those that are not subsequently measured at fair value and for which fair value approximates carrying value, whether or not they are carried at fair value in the statement of financial position, must disclose their fair value and be classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements:

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

The fair value measurement of cash is classified as level 1 of the fair value hierarchy as at January 31, 2015 and April 30, 2014. The fair value measurements of all other financial instruments held by the Corporation are classified as level 2 of the fair value hierarchy as at January 31, 2015 and April 30, 2014.

There were no transfers of financial instruments between levels during the period ended January 31, 2015.

The fair value measurements of the derivative financial instruments as recorded in the statement of financial position are classified as follows:

	As at January 31, 2015	As at April 30, 2014
At maturity variable rate forward \$	1,837	\$ -
Interest rate swaps	1,161	203
<b>Derivative-related liabilities</b> \$	<b>2,998</b>	<b>\$ 203</b>

### 5.2.3 Finance costs

The Corporation has recorded finance costs in relation to the following financial instruments:

(CAD\$ thousands)

	As at January 31, 2015	As at January 31, 2014
Other financial liabilities		
Interest expense on loans and other payables \$	311	\$ 379

### 5.3 Financial risk management objectives and framework

The Corporation has exposure to the following risks from its use of financial instruments:

- i) credit risk
- ii) liquidity risk
- iii) market risk (which includes currency risk and interest rate risk)

The Board of Directors has overall responsibility for the establishment and oversight of the Corporation's risk management framework. The Audit and Risk Committee assists the Board of Directors and is responsible for review, approval and monitoring the Corporation's risk management policies including the development of a risk management program which involves establishing corporate risk tolerance, identifying and measuring the impact of various risks, and

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developing risk management action plans to mitigate risks that exceed corporate risk tolerance. The Audit and Risk Committee reports regularly to the Board of Directors on its activities.

### 5.3.1 Credit risk management

Credit risk is the risk of financial loss to the Corporation if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Corporation's cash, accounts receivable and derivative financial instruments. The Corporation has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Corporation's exposure and the credit ratings of its counterparties are continuously monitored.

The carrying amount of financial assets recorded in the financial statements represents the maximum risk exposure.

### 5.3.2 Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they become due. The Corporation manages liquidity risk by continuously monitoring actual and forecasted cash flows to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Corporation's reputation.

The following financial liabilities have contractual maturities of less than 1 year:

(CAD\$ thousands)	As at January 31, 2015	As at April 30, 2014
Bank indebtedness	\$ 78	\$ -
Accounts payable and accrued liabilities	6,691	4,382
Derivative-related liabilities	2,998	203
Provision for final payment to fishers	2	1,100
Loans payable	27,595	25,984
Total	\$ 37,364	\$ 31,669

### 5.3.3 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Corporation's future cash flows or the fair values of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

#### *Foreign exchange risk*

The Corporation is exposed to currency risk on a significant portion of its sales transactions which are denominated in U.S. dollars. The Corporation hedges up to 80 percent of all accounts receivable denominated in U.S. dollars and a portion of its forecasted sales, based on its hedging policy. In addition, a portion of loans payable are U.S. dollar denominated (Note 10). The Corporation manages its exposure to exchange rate fluctuations between the U.S. dollar and the Canadian dollar by entering into forward contracts that provide the Corporation with the ability to exchange currencies at a pre-agreed strike rate. In the event that the spot rate trades above the contractual strike rate and below the predetermined conditional trigger rate, no currency exchange

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occurs. The forward contracts have a maturity of less than one year from the reporting date and are entered into only within limits approved by the Board of Directors.

### *Interest rate risk*

The Corporation is exposed to interest rate risk on its loans payables due to fluctuations of interest rates. The Corporation manages its exposure by entering into an interest rate swap on \$14,908 (April 30, 2014 – \$9,000) of its loans payable approved by the Board of Directors.

*Interest rate swaps* – Contracts that provide the Corporation with the ability to exchange a fixed payment for a floating payment that is linked to an interest rate. The Corporation uses an interest rate swap to limit exposure to fluctuations in interest rates.

The Corporation also uses such contracts in the process of managing its overall cash requirements. Included on the statement of financial position are derivative-related assets of nil (April 30, 2014 - nil) and derivative-related liabilities of \$2,998 (April 30, 2014 - \$203) representing the fair value of derivative financial instruments held:

(CAD\$ thousands)	As at January 31, 2015	As at April 30, 2014
At maturity variable rate forwards	\$(1,837)	\$ -
Interest rate swaps	(1,161)	(203)
Assets, net of liabilities	\$(2,998)	\$ (203)

Notional principal amounts outstanding are listed below for foreign exchange and interest rate swap derivative contracts entered into by the Corporation:

(in U.S. \$ thousands)	As at January 31, 2015	As at April 30, 2014
At maturity variable rate forwards	\$ 10,700	\$ -
Interest rate swaps	\$ 14,908	\$ 9,000

The net foreign exchange loss of \$1,478 (January 31, 2014 - loss of \$1,304) represents realized losses (gains) on settlement of financial instruments and unrealized losses (gains) on loans and accounts receivables.

The net financial derivative loss of \$958 (January 31, 2014 – gain of \$ 415) includes a gain of \$878 (January 31, 2014 – gain of \$1,437) representing the change in fair value of the interest rate swap, and a loss of \$1,836 (January 31, 2014 – loss of \$1,022) representing the change in fair value of derivative financial instruments classified as held for trading.

The Corporation is exposed to currency risk through its cash, accounts receivable, accounts payable, accrued liabilities and loans payable as follows:

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(in U.S. \$ thousands)	<b>As at January 31, 2015</b>	As at April 30, 2014
Cash	\$ 17	\$ 307
Accounts receivable	10,050	4,209
Accounts payable and accrued liabilities	(51)	(65)
Loans payable	(4,000)	(4,000)
<b>Net assets exposed to currency risk</b>	<b>\$ 6,016</b>	<b>\$ 451</b>

*Interest rate risk*

The Corporation's loans payable of \$27,595 (April 30, 2014 - \$25,984) are variable rate instruments and expose the Corporation to cash flow interest rate risk. Of the loans payable, \$14,908 have their interest rate fixed by way of interest rate swaps.

Of the Corporation's loans payable of \$27,595 (April 30, 2014 - \$25,984), an increase of 100 basis points in interest rates at the reporting date would have decreased comprehensive income by \$276, assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year and that all other variables, in particular foreign exchange rates, remained constant (April 30, 2014 – decrease of \$260).

*Other price risk*

The Corporation does not believe it is exposed to any other significant price risk in relation to its financial instruments.

**6. INVENTORIES**

Inventories included:

(CAD\$ thousands)	<b>As at January 31, 2015</b>	As at April 30, 2014
Supplies	\$ 828	\$ 872
Processed fish products	18,595	12,894
Write-down of processed fish products expensed in the year	(1,328)	(348)
	<b>\$ 18,095</b>	<b>\$ 13,418</b>

Inventory write-downs are included in inventory values in the cost of sales. The amount of inventories recognized as an expense during the period is \$43,124 (January 31, 2014 - \$41,665). There is no pledged collateral in respect of inventory. There were no prior write-downs reversed in the current period.

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**7. PROPERTY, PLANT AND EQUIPMENT**

(CAD\$ thousands)

	<b>January 31, 2015</b>	April 30, 2014
Cost	\$ 40,718	\$ 40,444
Accumulated depreciation	(20,981)	(19,751)
<b>Carrying amount</b>	<b>\$ 19,737</b>	<b>\$ 20,693</b>
<b>Carrying amount by asset class</b>		
Land	\$ 336	\$ 336
Buildings	5,384	5,446
Equipment	11,605	12,357
Fresh fish delivery tubs/totes	154	238
Vessels	2,258	2,316
<b>Carrying amount</b>	<b>\$ 19,737</b>	<b>\$ 20,693</b>

# FRESHWATER FISH MARKETING CORPORATION

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	Land	Buildings	Equipment	Fresh fish delivery tubs/totes	Vessels	Construction in progress	Total
<b>Cost</b>							
Balance at May 1, 2013	\$ 336	\$ 12,200	\$ 20,892	\$ 1,263	\$ 3,328	\$ 923	\$ 38,942
Additions	-	1,006	498	32	36	-	1,572
Transfers	-	245	678	-	-	(923)	-
Adjustment	-	66	93	-	-	-	159
Disposals	-	(1)	(228)	-	-	-	(229)
<b>Balance at April 30, 2014</b>	<b>336</b>	<b>13,516</b>	<b>21,933</b>	<b>1,295</b>	<b>3,364</b>	<b>-</b>	<b>40,444</b>
Additions	-	235	195	-	-	3	433
Transfers	-	-	-	-	-	-	-
Adjustment	-	-	-	-	-	-	-
Disposals	-	(2)	(157)	-	-	-	(159)
<b>Balance at January 31, 2015</b>	<b>\$ 336</b>	<b>\$ 13,749</b>	<b>\$ 21,971</b>	<b>\$ 1,295</b>	<b>\$ 3,364</b>	<b>\$ 3</b>	<b>\$ 40,718</b>
<b>Accumulated depreciation</b>							
Balance at May 1, 2013	\$ -	\$ 7,657	\$ 8,481	\$ 970	\$ 937	\$ -	\$ 18,045
Depreciation	-	407	1,277	87	111	-	1,882
Adjustment	-	7	20	-	-	-	27
Disposals	-	(1)	(202)	-	-	-	(203)
<b>Balance at April 30, 2014</b>	<b>-</b>	<b>8,070</b>	<b>9,576</b>	<b>1,057</b>	<b>1,048</b>	<b>-</b>	<b>19,751</b>
Depreciation	-	298	930	84	58	-	1,370
Adjustment	-	-	-	-	-	-	-
Disposals	-	-	(140)	-	-	-	(140)
<b>Balance at January 31, 2015</b>	<b>\$ -</b>	<b>\$ 8,368</b>	<b>\$ 10,366</b>	<b>\$ 1,141</b>	<b>\$ 1,106</b>	<b>\$ -</b>	<b>\$ 20,981</b>
<b>Carrying amount at January 31, 2015</b>	<b>\$ 336</b>	<b>\$ 5,381</b>	<b>\$ 11,605</b>	<b>\$ 154</b>	<b>\$ 2,258</b>	<b>\$ 3</b>	<b>\$ 19,737</b>

Depreciation expense is recorded on the statement of comprehensive income in cost of sales (January 31, 2015 - \$1,269; January 31, 2014 - \$1,385), in marketing and administrative expenses (January 31, 2015 - \$19; January 31, 2014 - \$23) and in other expenses (January 31, 2015 - \$84; January 31, 2014 - \$84).

No indicators of impairment were found for property, plant and equipment as at January 31, 2015.

No property, plant and equipment were pledged as security for borrowing as at January 31, 2015.

## 8. INTANGIBLE ASSETS

(CAD\$ thousands)

	January 31, 2015	April 30, 2014
Cost	\$ 458	\$ 458
Accumulated amortization	(266)	(217)
<b>Carrying amount</b>	<b>\$ 192</b>	<b>\$ 241</b>
<b>Carrying value by asset class</b>		
Information systems software	\$ 192	\$ 241
Construction in progress	-	-
<b>Carrying amount</b>	<b>\$ 192</b>	<b>\$ 241</b>

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(CAD\$ thousands)	<b>Information</b>		
	<b>Systems Software</b>	<b>Construction in Progress</b>	<b>Total</b>
<b>Cost</b>			
Balance at May 1, 2013	\$ 183	\$ 275	\$ 458
Additions	-	-	-
Disposals	275	(275)	-
Balance at April 30, 2014	458	-	458
Additions	-	-	-
Transfers	-	-	-
Disposals	-	-	-
<b>Balance at January 31, 2015</b>	<b>\$ 458</b>	<b>\$ -</b>	<b>\$ 458</b>

<b>Accumulated amortization</b>			
Balance at May 1, 2013	\$ 154	\$ -	\$ 154
Amortization	63	-	63
Disposals	-	-	-
Balance at April 30, 2014	217	-	217
Amortization	49	-	49
Disposals	-	-	-
<b>Balance at January 31, 2015</b>	<b>\$ 266</b>	<b>\$ -</b>	<b>\$ 266</b>

Amortization of intangible assets is recorded on the statement of comprehensive income in marketing and administrative expenses (January 31, 2015 - \$49; January 31, 2014 - \$47).

No indicators of impairment were found for intangible assets as at January 31, 2015.

**9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

(CAD\$ thousands)	<b>As at January 31, 2015</b>		<b>As at April 30, 2014</b>	
Canadian dollars	\$	6,651	\$	4,317
U.S. dollars		40		65
<b>Total accounts payable and accrued liabilities</b>	<b>\$</b>	<b>6,691</b>	<b>\$</b>	<b>4,382</b>

**10. LOANS PAYABLE**

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(CAD\$ thousands)	As at January 31, 2015	As at April 30, 2014
Promissory note	\$ 5,087	\$ 4,384
Bankers' acceptances	22,508	21,600
Total loans payable	<u>\$ 27,595</u>	<u>\$ 25,984</u>

The loans payable consist of the following borrowing facilities:

A \$7,600 bankers' acceptance bearing interest at an annual rate of 1.60% (April 30, 2014 – 1.80%) and maturing on February 5, 2015. The weighted-average interest rate during the year was 1.81% (April 30, 2014 – 1.80%). Subsequent to February 6, 2015, new bankers' acceptances were entered into at a rate of 1.60%.

A \$8,625 bankers' acceptance with an interest rate swap bearing an interest rate at 3.47% if the floating rate option on any reset date is less than or equal to 3.65%. If the floating rate option on any reset date is greater than 3.65%, the fixed rate for the calculation period is 4.22%. The Corporation hedges the loan for interest rate risk via an interest rate swap exchanging variable rate interest for fixed rate interest. The structure of the loan involves the use of a revolving banker's acceptance and an interest rate swap to lock in the interest rate for 17 years and 3 months. At January 31, 2015, \$1,375 in principal has been paid on the loan.

A \$6,283 bankers' acceptance with an interest rate swap bearing an interest rate at 2.85% if the floating rate option on any reset date is less than or equal to 3.15%. If the floating rate option on any reset date is greater than 3.15%, the fixed rate for the calculation period is 3.60%. The Corporation hedges the loan for interest rate risk via an interest rate swap exchanging variable rate interest for fixed rate interest. The structure of the loan involves the use of a revolving banker's acceptance and an interest rate swap to lock in the interest rate for 14 years and 6 months. At January 31, 2015, \$217 in principal has been paid on the loan.

The principal of the bankers' acceptances as at January 31, 2015 is \$22,509 (April 30, 2014 – \$21,600) and the fair value of the loans are \$22,508 (April 30, 2014 – \$21,600).

A \$4,000 U.S. dollar denominated promissory note (\$5,087 Canadian dollars) repayable in U.S. dollars, bearing interest at a rate of 0.86% (April 30, 2014 – 0.95%) and maturing on March 30, 2015. The balance of the principal as at January 31, 2015 is \$5,087 (April 30, 2014 – \$4,384) and the fair value of the loan is \$5,087 (April 30, 2014 – \$4,384).

The bankers' acceptances and promissory note are secured by the authorization of the Minister of Finance of the Corporation's bank borrowing limit (Note 1).

## 11. EMPLOYEE BENEFITS

### 11.1 Pension benefits

Substantially all of the employees of the Corporation are covered by the Public Service Pension Plan (the "Plan"), a contributory defined benefit plan established through legislation and sponsored by the Government of Canada. Contributions are required by both the employees and the Corporation. The President of the Treasury Board of Canada sets the required employer contributions based on a multiple of the employees' required contribution. The contribution rate effective at January 1, 2015

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for employees enrolled in the Plan prior to January 1, 2013 is 1.28 (January 31, 2014 – 1.45) and for employees enrolled in the Plan beginning January 1, 2013 is 1.28 (January 31, 2014 - 1.43). Total contributions of \$951 (January 31, 2014 - \$1,079) were recognized as an expense in the current period.

The Government of Canada holds a statutory obligation for the payment of benefits relating to the Plan. Pension benefits generally accrue up to a maximum period of 35 years at an annual rate of 2 percent of pensionable service times the average of the best five consecutive years of earnings. The benefits are coordinated with the Canada Pension Plan benefits and they are indexed to inflation.

Contributions to the Public Service Pension Plan consisted of:

(CAD\$ thousands)	As at January 31, 2015	As at January 31, 2014
Contributions by the Corporation	\$ 951	\$ 1,079
Contributions by employees	\$ 652	\$ 740

Effective June 1, 2007, the Corporation concluded an agreement with its union that established the employment status of its fish plant employees on a go forward basis and retroactively to April 1, 1973. During 2011, the Corporation agreed to terms with the Public Service Pension Centre (PSPC) that established the manner in which the Corporation will document cases for employees who should become members under the *Public Service Superannuation Act* (PSSA) retroactively and on a go forward basis. It also established how the PSPC will deal with those cases in establishing the pension status of the Corporation's fish plant employees. PSPC establishes the employee's eligibility to contribute, the periods of service countable for pension purposes and the periods of service that an employee can buy back. As employee contributions are made to the pension plan, the Corporation is required to fund the employer's portion of these contributions.

The Corporation estimates that it has a discounted pension obligation of \$271 for future matching contributions required under this agreement.

### 11.2 Accrued obligation for sick leave benefits and workers' compensation

The Corporation's accrued obligation for sick leave benefits provides accumulating sick leave benefits to eligible employees. The liability was actuarially determined as the present value of all payouts, multiplied by the employee's service at the valuation date to the employee's service at the date when the employee is eligible for the benefit and considered the current balances in any sick leave banks, the annual accumulation of net sick leave credits and the future entitlement to, or utilization of, sick leave benefits.

The Corporation's accrued obligation for workers' compensation represents the unfunded liability for the costs of benefits specified and administered by the Workers Compensation Board of Manitoba for work-related injuries of Freshwater Fish Marketing Corporation employees. The actuarially determined liability consists of long-term pension awards and temporary compensation costs related to future claims payment administration by the Workers Compensation Board of Manitoba.

## 12. SALES COMMISSIONS

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During the 9 months ended January 31, 2015, the Corporation paid commissions of \$929 (January 31, 2014 - \$994) to foreign sales agents. Commissions are included in marketing and administrative expenses on the statement of comprehensive income.

### **13. OTHER REVENUE AND EXPENSES**

Other revenue comprises the operation of the Poplar River Barge on Lake Winnipeg and the sale of fishing supplies to fishers. The revenue earned from the operation of the Poplar River Barge and sales of fishing supplies is \$1,094 (January 31, 2014 - \$901).

Other expenses of \$1,014 (January 31, 2014 - \$725) consist of costs incurred to earn revenue for the Poplar River Barge and the sales of fishing supplies to fishers.

### **14. RELATED PARTY TRANSACTIONS**

The Corporation is related in terms of common ownership to all Government of Canada owned entities.

The Corporation enters into transactions with these entities in the normal course of business, at fair value, under the same terms and conditions that apply to unrelated parties. In accordance with the disclosure exemption regarding “government-related entities”, the Corporation is exempt from certain disclosure requirements of IAS 24 relating to its transactions and outstanding balances with:

- a government that has control, joint control or significant influence over the reporting entity; or
- another entity that is a related party because the same government has control, joint control or significant influence over both the reporting entity and the other entity.

Based on this exemption, as the Corporation has not entered into any transactions with these related parties which are considered to be individually or collectively significant, the Corporation has not disclosed any details of its transactions with:

- the Government of Canada, and departments thereof; or
- all federal Crown corporations.

Certain members of the Board of Directors and their closely related family members are fishers who sell their catch to the Corporation. During the period, delivered fish volume by Board members and their closely related family members was 45,561 kilograms (January 31, 2014 – 48,066 kilograms) valued at \$116 (January 31, 2014 – \$132). These transactions are measured at fair value and were incurred during the normal course of business on similar terms and conditions to those entered into with unrelated parties.

### **15. COMMITMENTS AND CONTINGENCIES**

#### **15.1 Commitments**

As of January 31, 2015 the Corporation did not have any capital commitments (January 31, 2014 - nil).

#### **15.2 Contingencies and Provisions**

**FRESHWATER FISH MARKETING CORPORATION**

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The Corporation is involved in various legal claims arising from the normal course of business. The outcome of these claims is currently not determinable, and accordingly, no amounts have been recorded in the financial statements. Amounts payable, if any, will be recorded when any liability is considered likely and the associated costs can be reasonably estimated.

A number of vacant facilities may contain some environmental risk with associated remediation costs. The Corporation's ongoing efforts to assess these sites may result in environmental liabilities related to the sites. A provision will be recorded when a reliable estimate can be determined for the amount of the obligations and when the Corporation considers that it is probable that it will remediate the contaminated sites. As of January 31, 2015, no liability has been recorded for contaminated sites in the financial statements.