

RECIPE UNLIMITED CORPORATION
(formerly Cara Operations Limited)
Management's Discussion and Analysis
For the 13 and 26 weeks ended July 1, 2018

The following Management's Discussion and Analysis ("MD&A") for Recipe Unlimited Corporation ("Recipe" or the "Company") provides information concerning the Company's financial condition and results of operations for the 13 and 26 weeks ended July 1, 2018 ("second quarter", "Q2", "the quarter" or "the period"). This MD&A should be read in conjunction with the Company's unaudited Condensed Consolidated Interim Financial Statements ("interim financial statements") and accompanying notes as at July 1, 2018. The consolidated results from operations for the 13 and 26 weeks ended July 1, 2018 are compared to the 13 and 26 weeks ended June 25, 2017. Recipe's fiscal year ends on the last Sunday in December.

Some of the information contained in this MD&A contains forward-looking statements that involve risks and uncertainties. See "Forward-Looking Statements" and "Risk and Uncertainties" for a discussion of the uncertainties, risks and assumptions associated with these statements. Actual results may differ materially from those indicated or underlying forward-looking statements as a result of various factors, including those described in "Risk and Uncertainties" and elsewhere in this MD&A.

This MD&A was prepared as at August 9, 2018. Additional information relating to the Company can be found on SEDAR at www.sedar.com.

Basis of Presentation

The Interim Financial Statements of the Company have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") and all amounts presented are in Canadian dollars unless otherwise indicated.

Highlights for the 13 and 26 weeks ended July 1, 2018:

- System Sales⁽¹⁾ grew \$213.4 million to \$874.2 million for the 13 weeks ended July 1, 2018 as compared to 2017, representing an increase of 32.3%. For the 26 weeks ended July 1, 2018, System Sales⁽¹⁾ grew \$310.2 million to \$1,630.1 million compared to the same period in 2017, representing an increase of 23.5%. The increase in System Sales is primarily related to same restaurant sales increases, the additions of Burger's Priest in June 2017, Pickle Barrel in December 2017, and The Keg in February 2018.
- Same Restaurant Sales ("SRS") Growth⁽¹⁾ for the 13 and 26 weeks ended July 1, 2018 was an increase of 1.9% compared to the same 13 and 26 weeks in 2017. This SRS increase represents the fourth consecutive positive SRS quarter. While management is pleased with the positive trend, management continues to focus on long-term profitable SRS growth with both short and long term strategies to improve SRS with focus on 4 Pillars - Quality of Food, Quality of Service, Value for Experience, and Ambience. This also includes new and improved e-commerce applications that will be expanded to most brands over the next 2 years, effective use of technology to enhance Guest experiences and efficiencies, and brand specific digital-social media marketing.
- Operating EBITDA⁽¹⁾ increased to \$55.2 million for the 13 weeks ended July 1, 2018 compared to \$41.6 million in 2017, an improvement of \$13.6 million or 32.7% for the quarter. Year to date, Operating EBITDA was \$102.6 million compared to \$84.5 million in 2017, an improvement of \$18.1 million or 21.4%. The increases have been driven by the same restaurant sales increases, improved contribution from the corporate and franchise segments, improved contribution from Original Joe's, and the addition of The Keg in February 2018, partially offset by The Keg royalty expense paid to the Keg Royalty Income Fund.
- Operating EBITDA Margin on System Sales⁽¹⁾ was 6.3% for the second quarter as compared to 6.3% in 2017. Year to date, Operating EBITDA Margin on System Sales was 6.3% compared to 6.4% in 2017. The decrease is related to The Keg royalty payment. Operating EBITDA Margin on System Sales before The Keg royalty was 6.7% for the second quarter compared to 6.3% in 2017. Year to date, Operating EBITDA Margin on System Sales before The Keg royalty was 6.6% compared to 6.4% in 2017. While The Keg will add EBITDA dollars, because of higher net central overhead costs and the royalty payments to the Keg Royalty Income Fund in the medium term, The Keg merger will reduce Recipe's Operating EBITDA margin on System Sales below the target 7% to 8% range. Management's focus will continue to be on improving the earnings efficiency of our

assets and our increased sales base to grow Operating EBITDA as a percentage of System Sales back to within our 7% to 8% target range by 2020-2022.

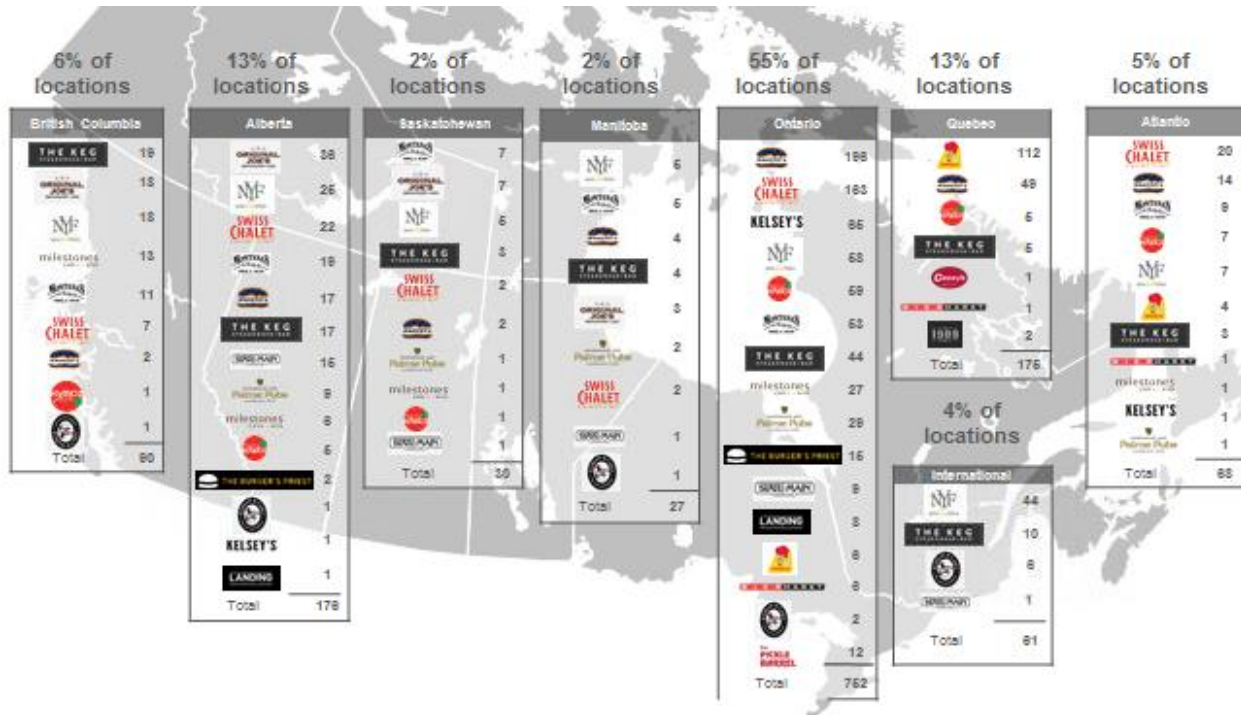
- Earnings before change in fair value of non-controlling interest liability, change in fair value of Exchangeable Keg Partnership units, and income taxes was \$32.1 million for the 13 weeks ended July 1, 2018 compared to \$21.6 million in 2017, an increase of \$10.5 million or 48.6% for the quarter. Year to date, Earnings before change in fair value and income taxes was \$59.1 million for the 26 weeks ended July 1, 2018 compared to \$49.1 million in 2017, an increase of \$10.0 million or 20.4% year-to-date. The increase was primarily related to the same restaurant sales increases, improved contribution from the corporate and franchise segments, improved contribution from Original Joe's, and the addition of The Keg in February 2018, partially offset by The Keg royalty expense paid to the Keg Royalty Income Fund, and an increase in interest in long-term debt related to the acquisitions.
 - Adjusted Basic Earnings per Share ("EPS") for the 13 and 26 weeks ended July 1, 2018 was \$0.49 and \$0.92 compared to \$0.44 and \$0.87 in 2017, an increase of \$0.05 per share and \$0.05 per share, respectively. Adjusted Diluted EPS for the 13 and 26 weeks ended July 1, 2018 was \$0.47 and \$0.89 compared to \$0.42 and \$0.84 in 2017, also an increase of \$0.05 per share and \$0.05 per share, respectively.
- (1) See "Non-IFRS Measures" on page 27 for definitions of System Sales, SRS Growth, Adjusted Net Earnings, Operating EBITDA, Operating EBITDA Margin on System Sales, and Adjusted EPS. See "Reconciliation of Net Earnings to EBITDA" and "Reconciliation of Net Earnings to Adjusted Net Earnings" for a reconciliation of Operating EBITDA and Adjusted Net Earnings.

Subsequent events

On August 9, 2018, the Company's Board of Directors declared a dividend of \$0.1068 per share of subordinate and multiple voting common stock. Payment of the dividend will be made on September 14, 2018 to shareholders of record at the close of business on August 31, 2018. With the Company's strong balance sheet and growing cash flows, management will continue to pursue strategic acquisitions and will explore alternatives to return more capital to its shareholders including continuation of its NCIB and increases to the Company's dividend rate.

Overview

Recipe is a full-service restaurant company that franchises and operates iconic restaurant brands. As at July 1, 2018, Recipe had 19 brands and 1,379 restaurants, 85% of which are operated by franchisees and joint venture partners. Recipe's restaurant network includes, Harvey's, Swiss Chalet, Kelsey's, East Side Mario's, Montana's, Milestones, Prime Pubs, Casey's, Bier Markt, Landing, New York Fries, St-Hubert, Original Joe's, State & Main, Elephant & Castle, Burger's Priest, Pickle Barrel, 1909 Taverne Moderne, and The Keg restaurants. Recipe's iconic brands have established Recipe as a nationally recognized franchisor of choice.



Unit count (unaudited)	As at July 1, 2018				As at December 31, 2017			
	Corporate	Franchise	Joint Venture	Total	Corporate	Franchise	Joint Venture	Total
Swiss Chalet	7	209	0	216	8	210	0	218
Harvey's	10	274	0	284	11	271	0	282
Montana's	7	97	0	104	7	98	0	105
East Side Mario's ⁽¹⁾	3	75	0	78	3	73	0	76
Kelsey's	7	60	0	67	12	56	0	68
Casey's	0	1	0	1	0	2	0	2
Prime Pubs	4	38	0	42	4	37	0	41
Bier Markt	8	0	0	8	8	0	0	8
Milestones	23	23	2	48	23	23	2	48
Landing	9	0	0	9	9	0	0	9
New York Fries	16	146	0	162	15	146	0	161
St-Hubert	12	110	0	122	12	110	0	122
Original Joe's	21	18	25	64	20	18	28	66
State & Main	15	4	8	27	15	4	8	27
Elephant & Castle	10	1	0	11	10	1	0	11
Burger's Priest	0	0	17	17	0	0	14	14
1909 Taverne Moderne	0	0	2	2	0	0	2	2
Pickle Barrel	12	0	0	12	12	0	0	12
The Keg	48	57	0	105	0	0	0	0
Total restaurants	212	1,113	54	1,379	169	1,049	54	1,272
	15%	81%	4%	100%	13%	83%	4%	100%

⁽¹⁾ Unit count excludes East Side Mario restaurants located in the United States.

Selected Financial Information

The following table summarizes select results of Recipe's operations for the 13 and 26 weeks ended July 1, 2018 and June 25, 2017:

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018	June 25, 2017	July 1, 2018	June 25, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
System Sales ⁽²⁾⁽⁴⁾	\$ 874.2	\$ 660.8	\$ 1,630.1	\$ 1,319.9
Sales	\$ 263.5	\$ 152.0	\$ 465.7	\$ 309.0
Franchise revenues ⁽³⁾	48.8	42.3	93.2	83.9
Total gross revenue ⁽¹⁾	\$ 312.3	\$ 194.4	\$ 558.9	\$ 392.9
Cost of inventories sold	(99.5)	(67.8)	(184.3)	(138.2)
Selling, general and administrative expenses ⁽³⁾	(177.4)	(97.5)	(307.6)	(193.8)
Impairment of assets, net of reversals	(0.7)	(2.4)	(1.3)	(3.6)
Restructuring and other	(0.5)	(2.7)	(0.7)	(2.7)
Operating income ⁽¹⁾	\$ 34.2	\$ 23.9	\$ 65.0	\$ 54.6
Net interest expense and other financing charges	(3.0)	(2.7)	(6.3)	(5.8)
Share of loss from investment in associates and joint ventures	0.8	0.4	0.4	0.3
Earnings before change in fair value and income taxes ⁽¹⁾	\$ 32.1	\$ 21.6	\$ 59.1	\$ 49.1
Change in fair value of non-controlling interest liability	(1.0)	-	(1.0)	-
Change in fair value of exchangeable partnership units	(2.6)	-	(0.4)	-
Earnings before income taxes ⁽¹⁾	\$ 28.5	\$ 21.6	\$ 57.8	\$ 49.1
Income taxes - current	(2.9)	(0.4)	(5.5)	(3.5)
Income taxes - deferred	(6.1)	(3.8)	(11.2)	15.7
Net earnings ⁽¹⁾	\$ 19.5	\$ 17.4	\$ 41.0	\$ 61.3
Adjusted Net Earnings ⁽²⁾	\$ 30.5	\$ 26.4	\$ 56.4	\$ 52.1
Total assets	\$ 1,600.5	\$ 1,320.8	\$ 1,600.5	\$ 1,320.8
Non-current financial liabilities	\$ 881.0	\$ 573.7	\$ 881.0	\$ 573.7
Earnings per share attributable to common shareholders (in dollars)				
Basic EPS	\$ 0.31	\$ 0.29	\$ 0.67	\$ 1.02
Diluted EPS	\$ 0.30	\$ 0.28	\$ 0.65	\$ 0.99
Adjusted Basic EPS ⁽²⁾	\$ 0.49	\$ 0.44	\$ 0.92	\$ 0.87
Adjusted Diluted EPS ⁽²⁾	\$ 0.47	\$ 0.42	\$ 0.89	\$ 0.84

⁽¹⁾ Figures may not total due to rounding.

⁽²⁾ See "Non-IFRS Measures" on page 27 for definitions of System Sales, Adjusted Net Earnings, Adjusted Basic EPS and Adjusted Diluted EPS. See page 5 for a reconciliation of Net Earnings to Adjusted Net Earnings.

⁽³⁾ Prior year comparative figures have been updated to include advertising fund payments as a result of implementing IFRS 15.

⁽⁴⁾ Results from East Side Mario restaurants in the United States are excluded from System Sales totals. See "Non-IFRS Measures" on page 27 for definition of System Sales.

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018 (unaudited)	June 25, 2017 (unaudited)	July 1, 2018 (unaudited)	June 25, 2017 (unaudited)
Dividends Declared (in dollars per share) ⁽¹⁾				
Subordinate Voting Shares, Multiple Voting Shares and Subscription Receipts	\$ 0.11	\$ 0.20	\$ 0.22	\$ 0.20
Reconciliation of net earnings to Adjusted Net Earnings ⁽²⁾				
Net earnings	\$ 19.5	\$ 17.4	\$ 41.0	\$ 61.3
Deferred income taxes	6.1	3.8	11.2	(15.7)
Restructuring and other	0.5	2.7	0.7	2.7
Transaction costs	0.1	0.1	0.7	0.2
Change in fair value of non-controlling interest liability	1.0	-	1.0	-
Change in fair value of exchangeable partnership units	2.6	-	0.4	-
Impairment charges	0.7	2.4	1.3	3.6
Adjusted Net Earnings ⁽¹⁾⁽²⁾	\$ 30.5	\$ 26.4	\$ 56.4	\$ 52.1
Reconciliation of net earnings to EBITDA ⁽²⁾				
Net earnings	\$ 19.5	\$ 17.4	\$ 41.0	\$ 61.3
Net interest expense and other financing charges	3.0	2.7	6.3	5.8
Income taxes	9.0	4.2	16.8	(12.2)
Depreciation of property, plant and equipment	14.6	10.8	27.7	20.8
Amortization of other assets and deferred gain	0.7	1.6	2.3	3.1
EBITDA ⁽²⁾	\$ 46.8	\$ 36.7	\$ 94.1	\$ 78.9
Reconciliation of EBITDA ⁽²⁾ to Operating EBITDA ⁽²⁾:				
Income on Partnership units	2.6	-	3.6	-
Fair value adjustments	3.6	-	1.4	-
Losses on early buyout/cancellation of equipment rental contracts	0.3	0.1	0.5	0.1
Restructuring and other	0.5	2.7	0.7	2.7
Transaction costs	0.1	0.1	0.7	0.2
Conversion fees	0.1	(0.3)	(0.2)	(0.5)
Net gain (loss) on disposal of property, plant and equipment	(0.3)	(1.1)	(0.4)	(1.6)
Impairment of assets	0.7	2.4	1.3	3.6
Stock based compensation	0.7	0.8	1.3	1.3
Restricted share unit expense	0.3	-	0.3	-
Change in onerous contract provision	(1.0)	(0.2)	(1.3)	(0.5)
Proportionate share equity of joint venture results	0.8	0.4	0.4	0.3
Operating EBITDA ⁽¹⁾⁽²⁾	\$ 55.2	\$ 41.6	\$ 102.6	\$ 84.5
% change	32.7%	26.8%	21.4%	40.1%

⁽¹⁾ Figures may not total due to rounding.

⁽²⁾ See "Non-IFRS Measures" on page 27 for definitions of Adjusted Net Earnings, EBITDA and Operating EBITDA.

The following table summarizes Recipe's System Sales Growth, SRS Growth, number of restaurants, Selling, general and administrative expenses, Operating EBITDA, Operating EBITDA Margin, and Operating EBITDA on System Sales.

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018	June 25, 2017	July 1, 2018	June 25, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
System Sales ⁽¹⁾⁽³⁾	\$ 874.2	\$ 660.8	\$ 1,630.1	\$ 1,319.9
System Sales Growth ⁽¹⁾⁽³⁾	32.3%	46.7%	23.5%	46.6%
SRS Growth ⁽²⁾⁽³⁾	1.9%	(0.3)%	1.9%	(0.5)%
Number of corporate restaurants (at period end).....	212	164	212	164
Number of joint venture restaurants (at period end).....	54	50	54	50
Number of franchised restaurants (at period end).....	1,113	1,041	1,113	1,041
Total number of restaurants (at period end).....	1,379	1,255	1,379	1,255
Total gross revenue.....	\$ 312.3	\$ 194.4	\$ 558.9	\$ 392.9
Selling, general and administrative expenses ("SG&A").....	\$ 177.4	\$ 97.5	\$ 307.6	\$ 193.8
The Keg royalty expense.....	\$ 6.0	\$ -	\$ 8.5	\$ -
SG&A as a percentage of gross revenue.....	56.8%	50.2%	55.0%	49.3%
SG&A excluding The Keg royalty expense as a percentage of gross revenue.....	54.9%	50.2%	53.5%	49.3%
Operating EBITDA ⁽³⁾	\$ 55.2	\$ 41.6	\$ 102.6	\$ 84.5
Operating EBITDA Margin ⁽³⁾	17.7%	21.4%	18.4%	21.5%
Operating EBITDA on System Sales ⁽³⁾	6.3%	6.3%	6.3%	6.4%

⁽¹⁾ Results from East Side Mario restaurants in the United States are excluded in the System Sales totals and number of restaurants. See "Non-IFRS Measures" on page 27 for definition of System Sales.

⁽²⁾ Results from New York Fries located outside of Canada, East Side Mario restaurants in the United States, Casey's restaurants are excluded from SRS Growth. See "Non-IFRS Measures" on page 27 for definition of SRS Growth.

⁽³⁾ See "Non-IFRS Measures" on page 27 for definitions of System Sales, System Sales Growth, SRS Growth, Operating EBITDA, Operating EBITDA Margin, and Operating EBITDA on System Sales.

Factors Affecting Our Results of Operations

SRS Growth

SRS Growth is a metric used in the restaurant industry to compare sales earned in establishing locations over a certain period of time, such as a fiscal quarter, for the current period and the same period in the previous year. SRS Growth helps explain what portion of sales growth can be attributed to growth in established locations separate from the portion that can be attributed to the opening of net new restaurants. Recipe calculates SRS Growth as the percentage increase or decrease in sales of restaurants open for at least 24 complete months. Recipe's SRS Growth results exclude Casey's restaurants as the Company is in the process of winding down its operations; and sales from international operations from 44 New York Fries and 3 East Side Mario's.

SRS Growth is primarily driven by changes in the number of guest transactions and changes in average transaction dollar size. Recipe's SRS Growth results are principally impacted by both its operations and marketing efforts. Recipe's SRS Growth results are also impacted by external factors, particularly macro-economic developments that affect discretionary consumer spending regionally and across Canada.

Atypical weather conditions over a prolonged period of time can adversely affect Recipe's business. In particular, during the winter months, unusually heavy snowfalls, ice storms, or other extreme weather conditions can impede guest visits to restaurants and, in turn, can negatively impact sales and profitability.

Management will continually assess each brand to ensure that it maintains a strong consumer proposition, an engaged franchisee and associate network and a culture that reflects their business goals to achieve leadership in the Restaurant business by putting people at the center of everything they do.

To continually ensure a strong Consumer Proposition, management will focus on 4 fundamental pillars for the Guest Experience; Quality of Food, Quality of Service, Value for the Experience and Ambience. This will continue to include the use of technology to improve both the timeliness and transparency of data but also the integration of that data to enable management to be more effective and efficient in delivering a great guest experience. Further focus on developing effective training programs for both leadership, franchisees and front line associates will also be enhanced as a critical component to having a successful formula to build SRS by increasing guest transactions.

SRS growth for the 13 and 26 weeks ended July 1, 2018 was an increase of 1.9% compared to 2017.

See “Non-IFRS Measures” on page 27 for a description of how Recipe calculates SRS growth. SRS Growth for individual brands may be higher or lower than SRS Growth for all restaurants combined, and in some cases, SRS Growth, for individual brands, may be negative.

Competition

The Canadian Restaurant Industry has been and continues to be intensely competitive and it continues to evolve. While guests’ expectations have increased over the years, many of the factors that impact their decisions remain the same: quality of food, service, value (including convenience) and ambience. Recipe competes with a range of competitors including large national and regional restaurant chains and local independent restaurant operators. While independent operators continue to have a significant share in the restaurant industry, Recipe’s management believes that its scale will continue (especially in today’s macro environment), offer significant competitive advantages compared to their independent counterparts. These advantages include lower food costs through greater purchasing power, strategic partnerships such as with Google, Scene and CAA, stronger selection of sites and a long history and expertise in real estate negotiations.

New Restaurant Openings

The opening and success of new restaurants is dependent on a number of factors, including: availability of suitable sites; negotiation of acceptable lease terms for new locations; attracting qualified franchisees with suitable financing; availability, training and retention of management and other employees necessary to operate new corporate restaurants; and other factors, some of which are beyond Recipe’s control.

Financial results

System Sales

System Sales for the 13 and 26 weeks ended July 1, 2018 were \$874.2 million and \$1,630.1 million compared to \$660.8 million and \$1,319.9 million in 2017, representing an increase of \$213.4 million or 32.3% for the quarter and \$310.2 million or 23.5% year-to-date. This increase was primarily the result of positive SRS, new restaurants opened in 2017, the June 2017 addition of Burger’s Priest, the December 2017 addition of Pickle Barrel, and the addition of The Keg in February 2018, which together generated higher system sales offsetting restaurant closures and the impact from the first quarter calendar shift.

Total gross revenue

Total gross revenue represents sales from corporate restaurants and catering division, franchise revenues (including royalty fees net of agreed subsidies, new franchise fees, marketing fund contributions, property and equipment rental income and corporate to franchise conversion fees), fees generated from Recipe’s off-premise call centre business, new restaurant development revenue, and St-Hubert food processing and distribution revenues from sales to retail grocery customers and to its franchise network.

Total gross revenue was \$312.3 million and \$558.9 million for the 13 and 26 weeks ended July 1, 2018 compared to \$194.4 million and \$392.9 million in 2017, representing an increase of \$117.9 million or 60.6% for the quarter and \$166.0

million or 42.2% year-to-date. The increase in gross revenues was primarily the result of positive SRS, the Pickle Barrel acquisition in December 2017 and the addition of The Keg in February 2018.

Selling, general and administrative expenses

SG&A expenses represent direct corporate restaurant costs such as labour, other direct corporate restaurant operating costs (e.g. supplies, utilities, net rent, net marketing, property taxes), overhead costs, marketing fund transfers, franchisee rent assistance and bad debts, central overhead costs, The Keg royalty expense, costs related to the food processing and distribution division, lease costs and tenant inducement amortization, losses on early buyout / cancellation of equipment rental agreements and depreciation and amortization on other assets. These expenses are offset by vendor purchase allowances.

Direct corporate restaurant labour costs and other direct corporate restaurant operating and overhead costs are impacted by the number of restaurants, provincial minimum wage increases and the Company's ability to manage input costs through its various cost monitoring programs. Central overhead costs are impacted by general inflation, market conditions for attracting and retaining key personnel and management's ability to control discretionary costs. Food processing and distribution costs are impacted by minimum wage increases, union contract negotiations, volume of sales and the Company's ability to manage controllable costs related to the promotion, manufacture and distribution of products. Franchisee rent assistance and bad debts are impacted by franchisee sales and overall franchisee profitability. Vendor purchase allowances are impacted by the volume of purchases, inflation and fluctuations in the price of negotiated products and services. Losses on early buyout/cancellation of equipment rental contracts, recognition of lease cost and tenant inducements, and depreciation and amortization represent non-cash expenses generally related to historical transactions where corporate restaurants were converted to franchise.

SG&A expenses for 13 and 26 weeks ended July 1, 2018 were \$177.4 million and \$307.6 million compared to \$97.5 million and \$193.8 million in 2017, representing an increase of \$79.9 million or 81.9% for the quarter and \$113.8 million or 58.7% year to date. For the 13 weeks ended July 1, 2018, SG&A expenses as a percentage of gross revenue from operations increased from 50.2% in 2017 to 56.8% in 2018, an increase of 6.6 percentage points. Year to date, SG&A expenses as a percentage of gross revenue from operations increased from 49.3% in 2017 to 55.0% in 2018, an increase of 5.7 percentage points. The increase was related to 61 additional corporate restaurants, primarily from the addition of the Pickle Barrel and The Keg. The addition of The Keg has increased total SG&A dollars within the corporate segment from 48 additional corporate restaurants and additional net overhead costs in the central segment, The Keg corporate restaurants operate at higher contribution margins and, therefore, the overall contribution as a percentage of corporate restaurant sales are better with The Keg merger. The increase in SG&A also includes \$5.7 million higher depreciation from 61 more corporate restaurants and \$6.0 million and \$8.5 million in Keg royalty expense for the 13 and 26 weeks ended July 1, 2018. Excluding The Keg royalty expense, SG&A as a percentage of gross revenue was 54.9% and 53.5%, respectively. These increases were partially offset by savings realized from a reduction in central costs and other overhead costs.

Net interest expense and other financing charges

Finance costs are derived from Recipe's financing activities which include the Existing Credit Facility and amortization of financing fees.

Net interest expense and other financing charges were \$3.0 million and \$6.3 million for the 13 and 26 weeks ended July 1, 2018 compared to \$2.7 million and \$5.8 million in 2017, an increase of \$0.3 million and \$0.5 million. The increase is due to the additional borrowings made for the Pickle Barrel and The Keg transactions, net of interest income from Keg Partnership units.

Adjusted net earnings

Adjusted net earnings for the 13 and 26 weeks ended July 1, 2018 was \$30.5 million and \$56.4 million compared to \$26.4 million and \$52.1 million in 2017, an increase of \$4.1 million and \$4.3 million. The increase was driven by the SRS increase, improved contribution from the corporate and franchise segments, improved contribution from Original Joe's, and the addition of The Keg in February 2018, partially offset by The Keg royalty expense paid to the Keg Royalty Income Fund, an increase in interest in long-term debt related to the acquisitions, and increased depreciation expense from the addition of corporate restaurants primarily related to the Pickle Barrel and The Keg additions.

Income taxes

Recipe's earnings are subject to both federal and provincial income taxes. Recipe has income tax losses available from prior years to offset taxable earnings and at present does not pay significant cash income taxes on its operating earnings.

The Company recorded a current income tax expense of \$2.9 million and \$5.5 million for the 13 and 26 weeks ended July 1, 2018, compared to \$0.4 million and \$3.5 million in 2017, representing an income tax expense increase of \$2.5 million and \$2.0 million. The current income tax expense is primarily related to St-Hubert earnings that are subject to cash taxes payable.

The Company recorded a net deferred income tax expense of \$6.1 million and \$11.2 million for the 13 and 26 weeks ended July 1, 2018, compared to an expense of \$3.8 million and a recovery of \$15.7 million in 2017, representing a deferred income tax expense change of \$2.3 million and \$26.9 million. The change is due to the Company recognizing a deferred tax asset of \$24.4 million in 2017 related to additional non-capital losses available to offset future income tax payable on operating profits, offset by a deferred income tax expense of \$4.9 million. Management determined it was appropriate to record a deferred tax asset based on the likelihood that the tax losses would be available to offset future taxable profits.

Net earnings

Net earnings were \$19.5 million and \$41.0 million for the 13 and 26 weeks ended July 1, 2018 compared to \$17.4 million and \$61.3 million in 2017, representing an increase of \$2.1 million for the quarter and a decrease of \$20.3 million year-to-date. The decrease is primarily related to the \$24.9 million change in deferred income taxes described above, increased depreciation and interest expense, partially offset by improvements in the corporate and franchise segments, and earnings from the addition of Pickle Barrel and The Keg.

Restaurant Count

Recipe's restaurant network consists of company-owned corporate locations and franchised locations. As at the end of July 1, 2018, there were 1,379 restaurants. The following table presents the changes in Recipe's restaurant unit count:

Unit count (unaudited)	For the 26 weeks ended							
	July 1, 2018				June 25, 2017			
	Corporate	Franchised	Joint Venture	Total	Corporate	Franchised	Joint Venture	Total
Beginning of year ⁽¹⁾	169	1,049	54	1,272	171	1,030	36	1,237
Acquisitions ⁽²⁾	49	57	-	106	-	-	14	14
New openings	2	22	3	27	4	21	-	25
Closures	(6)	(17)	(3)	(26)	(4)	(16)	-	(20)
Casey's closures	-	-	-	-	-	(1)	-	(1)
Corporate buy backs ⁽³⁾	3	(3)	-	-	2	(2)	-	-
Restaurants re-franchised ⁽⁴⁾	(5)	5	-	-	(9)	9	-	-
End of period	212	1,113	54	1,379	164	1,041	50	1,255

⁽¹⁾ Unit count excludes East Side Marios restaurants located in the United States.

⁽²⁾ Burger's Priest was acquired on June 1, 2017, Pickle Barrel was acquired on December 1, 2017 and the Keg was acquired on February 22, 2018.

⁽³⁾ Corporate buy backs represent previously franchised restaurants acquired by the Company to operate corporately.

⁽⁴⁾ Restaurants re-franchised represent corporate restaurants re-franchised to be operated by a franchisee.

Segment Performance

Recipe divides its operations into the following four business segments: corporate restaurants, franchise restaurants, food processing and distribution, and central operations.

The Corporate restaurant segment includes the operations of the company-owned restaurants, the proportionate results from 54 joint venture restaurants from the Original Joe's investment, the Burger's Priest investment, and 1909 Taverne Moderne joint venture, which generate revenues from the direct sale of prepared food and beverages to consumers.

Franchised restaurants represent the operations of its franchised restaurant network operating under the Company's several brand names from which the Company earns royalties calculated at an agreed upon percentage of franchise and joint venture restaurant sales. Recipe provides financial assistance to certain franchisees and the franchise royalty income reported is net of any assistance being provided.

Food processing and distribution represent sales of St-Hubert and Keg branded and other private label products produced and shipped from the Company's manufacturing plant and distribution centers to retail grocery customers and to its network of St-Hubert restaurants.

Central operations includes sales from call centre services which earn fees from off-premise phone, mobile and web orders processed for corporate and franchised restaurants; catering sales; and income generated from the lease of buildings and certain equipment to franchisees as well as the collection of new franchise and franchise renewal fees. Central operations also includes corporate (non-restaurant) expenses which include head office people and non-people overhead expenses, finance and IT support, occupancy costs, and general and administrative support services offset by vendor purchase allowances. The Company has determined that the allocation of corporate (non-restaurant) revenues and expenses which include finance and IT support, occupancy costs, and general and administrative support services would not reflect how the Company manages the business and has not allocated these revenues and expenses to a specific segment.

The CEO, the Executive Chair of the Board, and the CFO are the chief operating decision makers and they regularly review the operations and performance by segment. The CEO, the Executive Chair of the Board and CFO review operating income as a key measure of performance for each segment and to make decisions about the allocation of resources. The accounting policies of the reportable operating segments are the same as those described in the Company's summary of significant accounting policies. Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Operating EBITDA

Operating EBITDA⁽¹⁾ before The Keg royalty expense was \$58.7 million and \$107.5 million, representing 6.7% and 6.6% contribution as a percentage of Total System Sales for the 13 and 26 weeks ended July 1, 2018 compared to \$41.6 million and \$84.5 million, representing 6.3% and 6.4% in 2017.

Operating EBITDA after The Keg royalty expense was \$55.2 million and \$102.6 million for the 13 and 26 weeks ended July 1, 2018 compared to \$41.6 million and \$84.5 million in 2017, representing an increase of \$13.6 million or 32.7% for the quarter, and an increase of \$18.1 million or 21.4% year-to-date. The increases were driven by SRS increases, improved contribution in the corporate and franchise segments, improved contribution from Original Joe's, and the addition of The Keg in February 2018, partially offset by The Keg royalty expense paid to the Keg Royalty Income Fund.

⁽¹⁾ See "Non-IFRS Measures" on page 27 for definition of Operating EBITDA.

The following table presents the financial performance of Recipe's business segments:

(C\$ thousands unless otherwise stated)	For the 13 week period ended							
	July 1, 2018				June 25, 2017			
	Corporate	Franchised (unaudited)	Central	Total	Corporate	Franchised (unaudited)	Central	Total
System Sales (unaudited)	\$ 207,356	\$ 596,847	\$ 70,008	\$ 874,211	\$ 103,447	\$ 504,738	\$ 52,607	\$ 660,792
Corporate Results								
Sales.....	\$ 203,579	\$ -	\$ 2,796	\$ 206,375	\$ 103,447	\$ -	\$ 2,873	\$ 106,320
Cost of inventories sold and cost of	(127,198)	-	-	(127,198)	(65,795)	-	-	(65,795)
Restaurant contribution before other	76,381	-	2,796	79,177	37,652	-	2,873	40,525
Restaurant contribution before other costs	37.5%				36.8%			
Other operating costs.....	(52,048)	-	-	(52,048)	(27,225)	-	-	(27,225)
Total Contribution	24,333	-	2,796	27,129	10,427	-	2,873	13,300
Franchise Results								
Franchise royalty income.....	-	27,126	-	27,126	-	22,447	-	22,447
Franchise royalty income as a % of franchise		4.5%	-	-		4.4%		-
New franchise fees, rent revenue and equipment	-	-	3,253	3,253	-	-	3,355	3,355
Franchise rent assistance and bad debt	-	(2,415)	-	(2,415)	-	(2,585)	-	(2,585)
Contribution from franchise	-	24,711	3,253	27,964	-	19,862	3,355	23,217
Food processing and distribution								
Net food processing and distribution contribution	-	-	2,493	2,493	-	-	585	585
Central								
Net central contribution.....	-	-	1,109	1,109	-	-	4,488	4,488
Operating EBITDA ⁽¹⁾ before royalty expense	\$ 24,333	\$ 24,711	\$ 9,651	\$ 58,695	\$ 10,427	\$ 19,862	\$ 11,301	\$ 41,590
Net royalty expense	\$ -	\$ -	\$ (3,463)	\$ (3,463)	\$ -	\$ -	\$ -	\$ -
Operating EBITDA ⁽¹⁾	\$ 24,333	\$ 24,711	\$ 6,188	\$ 55,232	\$ 10,427	\$ 19,862	\$ 11,301	\$ 41,590
Contribution as a % of corporate sales.....	12.0%	-	-	-	10.1%	-	-	-
Contribution as a % of franchise sales....	-	4.1%	-	-	-	3.9%	-	-
Contribution as a % of total System Sales	-	-	0.7%	6.3%	-	-	1.7%	6.3%

⁽¹⁾ See "Non-IFRS Measures" on page 27 for definitions of Operating EBITDA and page 5 for a reconciliation of Net Earnings to Operating EBITDA.

(C\$ thousands unless otherwise stated)	For the 26 week period ended							
	July 1, 2018				June 25, 2017			
	Corporate	Franchised	Central	Total	Corporate	Franchised	Central	Total
		(unaudited)				(unaudited)		
System Sales (unaudited)	\$ 357,326	\$1,139,911	\$ 132,886	\$1,630,124	\$ 202,127	\$1,005,548	\$ 112,235	\$1,319,910
Corporate Results								
Sales.....	\$ 349,717	\$ -	\$ 5,963	\$ 355,680	\$ 202,127	\$ -	\$ 5,971	\$ 208,098
Cost of inventories sold and cost of	(221,514)	-	-	(221,514)	(128,133)	-	-	(128,133)
Restaurant contribution before other	128,203	-	5,963	134,166	73,994	-	5,971	79,965
<i>Restaurant contribution before other costs</i>	36.7%				36.8%			
Other operating costs.....	(90,786)	-	-	(90,786)	(55,577)	-	-	(55,577)
Total Contribution	37,417	-	5,963	43,380	18,417	-	5,971	24,388
Franchise Results								
Franchise royalty income.....	-	51,486	-	51,486	-	44,629	-	44,629
<i>Franchise royalty income as a % of franchise</i>		4.5%	-	-		4.4%	-	-
New franchise fees, rent revenue and equipment	-	-	6,401	6,401	-	-	6,358	6,358
Franchise rent assistance and bad debt	-	(4,407)	-	(4,407)	-	(4,324)	-	(4,324)
Contribution from franchise	-	47,079	6,401	53,480	-	40,305	6,358	46,663
Food processing and distribution								
Net food processing and distribution contribution	-	-	5,432	5,432	-	-	5,286	5,286
Central								
Net central contribution.....	-	-	5,211	5,211	-	-	8,152	8,152
Operating EBITDA ⁽¹⁾ before royalty expense	\$ 37,417	\$ 47,079	\$ 23,007	\$ 107,502	\$ 18,417	\$ 40,305	\$ 25,767	\$ 84,489
Net royalty expense	\$ -	\$ -	\$ (4,913)	\$ (4,913)	\$ -	\$ -	\$ -	\$ -
Operating EBITDA ⁽¹⁾	\$ 37,417	\$ 47,079	\$ 18,094	\$ 102,589	\$ 18,417	\$ 40,305	\$ 25,767	\$ 84,489
Contribution as a % of corporate sales.....	10.7%	-	-	-	9.1%	-	-	-
<i>Contribution as a % of franchise sales....</i>	-	4.1%	-	-	-	4.0%	-	-
<i>Contribution as a % of total System Sales</i>	-	-	1.1%	6.3%	-	-	2.0%	6.4%

⁽¹⁾ See "Non-IFRS Measures" on page 27 for definitions of Operating EBITDA and page 5 for a reconciliation of Net Earnings to Operating EBITDA.

Corporate

As at July 1, 2018, the corporate segment restaurant count consisted of 212 restaurants compared to 169 at December 31, 2017, an increase of 43 locations. The increase is related to the addition of 49 Keg locations in February 2018, 2 new restaurant openings, and 3 corporate buybacks, offset by 6 closures and 5 restaurants re-franchised during the first two quarters of 2018. The corporate restaurant segment includes the proportionate results from 54 joint venture restaurants from the Original Joe's investment, the Burger's Priest investment, and 1909 Taverne Moderne joint venture.

Sales

Sales represent food and beverage sales from Recipe's corporate restaurants. Corporate restaurant sales are impacted by SRS Growth and the change in number of corporate restaurants. Sales were \$203.6 million and \$349.7 million for the 13 and 26 weeks ended July 1, 2018 compared to \$103.4 million and \$202.1 million in 2017, an increase of \$100.2 million or 96.9% for the quarter and \$147.6 million or 73.0% year-to-date. The increase was primarily related to the increase in number of corporate restaurants from the addition of Burger's Priest in June 2017, Pickle Barrel in December 2017, The Keg in February 2018, and the SRS increase, partially offset by closures.

Cost of inventories sold and cost of labour

Cost of inventories sold represents the net cost of food, beverage and other inventories sold at Recipe's corporate restaurants. Cost of inventories sold and cost of labour is impacted by the number of corporate restaurants, fluctuations in the volume of inventories sold, food prices, provincial minimum wage increases, and Recipe's ability to manage input costs at the restaurant level. Recipe manages input costs through various cost monitoring programs and through the negotiation of favourable contracts on behalf of its corporate and franchise restaurant network.

Cost of inventories sold and cost of labour was \$127.2 million and \$221.5 million for the 13 and 26 weeks ended July 1, 2018 compared to \$65.8 million and \$128.1 million in 2017, respectively, an increase of \$61.4 million or 93.3% for the quarter and \$93.4 million or 72.9% year-to-date. The increase was primarily due to the addition of 61 corporate restaurants primarily from the Pickle Barrel and The Keg transactions. Cost of inventories sold and cost of labour as a percentage of sales decreased from 63.6% to 62.5% for the 13 weeks ended July 1, 2018, a decrease of 1.1 percentage points. For the 26 weeks ended July 1, 2018, cost of inventories sold and cost of labour as a percentage of sales have decreased from 63.4% to 63.3%, a decrease of 0.1 percentage points. Management expects to operate at a lower gross margin rate in 2018 due to higher minimum wage rates in Ontario and Alberta. Despite the impact from the minimum wage increases, sales increases have led to increased contribution dollars and a higher Operating EBITDA percentage. Original Joe's and the Pickle Barrel operate at higher costs and as these brands benefit from the Company's purchasing power and labour management tools, management expects that their costs as a percentage of sales will improve toward our targeted gross margin levels achieved by Recipe's historical brands.

Contribution from Corporate segment

Total contribution from corporate restaurants was \$24.3 million and \$37.4 million for the 13 and 26 weeks ended July 1, 2018 compared to \$10.4 million and \$18.4 million in 2017, an improvement of \$13.9 million or 133.7% for the quarter and \$19.0 million or 103.3% year-to-date. The increases are primarily driven by SRS increases, and the increase in number of corporate restaurants, including the additions of The Keg, Burger's Priest, and Pickle Barrel.

For the 13 and 26 weeks ended July 1, 2018, total contribution from corporate restaurants as a percentage of corporate sales was 12.0% and 10.7% compared to 10.1% and 9.1% in 2017. The addition of The Keg which operates corporate restaurants within our target range was offset by lower percentage contribution rates from Original Joe's and Pickle Barrel corporate restaurants that operate at lower contribution levels.

Franchise

As at July 1, 2018, the franchise restaurant segment consisted of 1,113 restaurants compared to 1,049 at December 31, 2017, an increase of 64 locations. The increase is related to the addition of 57 restaurants from The Keg merger, 22 new restaurant openings, 5 corporate restaurants re-franchised, partially offset by 17 closures, and 3 corporate buybacks. The franchise segment includes the proportionate share of royalties earned from the joint venture restaurants from the Original Joe's transaction.

Franchise segment System Sales were \$596.8 million and \$1,139.9 million during the 13 and 26 weeks ended July 1, 2018 compared to \$504.7 million and \$1,005.5 million in 2017, an increase of \$92.1 million or 18.2% for the quarter and \$134.4 million or 13.4% year-to-date. The increase was primarily attributed to the new restaurant openings in 2017 and 2018, the addition of The Keg, SRS improvements, partially offset by restaurant closures, and corporate buybacks.

Franchise revenues

Franchise revenues represent royalty fees charged to franchisees as a percentage of restaurant sales net of contractual subsidies and temporary assistance to certain franchisees.

The primary factors impacting franchise revenues are SRS Growth and net new restaurant activity, as well as the rate of royalty fees (net of contractual subsidies and temporary assistance) paid to Recipe by its franchisees. In certain circumstances, the royalty rate paid to Recipe can be less than Recipe's standard 5.0% royalty rate due to different contractual rates charged for certain brands (e.g. St-Hubert's standard royalty rate is 4%) and contractual subsidies primarily associated with prior year's conversion transactions or agreements to temporarily assist certain franchisees. With the majority of contractual subsidies scheduled to end at prescribed dates and the reduction in the number of restaurants requiring temporary assistance, management believes the effective royalty recovery rate will gradually increase over time closer to 5.0% for franchisees (excluding St-Hubert at 4%). The addition of The Keg will also increase Recipe's overall net royalty rate as new and renewed Keg franchisees pay 6.0% royalty while others pay 5% until their franchise agreement is renewed.

Franchise revenues were \$27.1 million and \$51.5 million for the 13 and 26 weeks ended July 1, 2018 compared to \$22.4 million and \$44.6 million in 2017, an increase of \$4.7 million or 21.0% for the quarter, and \$6.9 million or 15.5% year-to-date. The increase was primarily attributed to the addition of The Keg and new restaurants opened in 2017 and during the first and second quarters of 2018, and the SRS improvements.

Contribution from franchise segment

Total contribution from franchise restaurants was \$24.7 million and \$47.1 million for the 13 and 26 weeks ended July 1, 2018 compared to \$19.9 million and \$40.3 million in 2017, an increase of \$4.8 million or 24.1% for the quarter and \$6.8 million or 16.9% year-to-date. The increase was related to increased royalty income as a result of the franchise sales increases and the addition of The Keg.

The effective net royalty rate for the 13 weeks ended July 1, 2018 was 4.1% compared to 3.9% in 2017. For the 26 weeks ended July 1, 2018, the effective net royalty rate was 4.1% compared to 4.0% in 2017. Recipe's standard royalty rate is 5.0%. There are brands acquired since 2014 which charge different standard royalty rates, in particular St-Hubert which charges 4% as its standard royalty and The Keg which charges over 5.0% when considering its total franchise portfolio.

As at July 1, 2018, a total of 139 restaurants were paying Recipe a royalty below the standard rate as compared to 138 restaurants at December 31, 2017. 56 out of the 139 restaurants paying below the standard royalty are related to previously agreed upon conversion agreements, an improvement of 3 restaurants compared to 59 as at December 31, 2017. 83 out of the 139 restaurants paying less than the standard royalty were related to temporary assistance provided to certain other restaurants, a change of 4 restaurants compared to 79 as at December 31, 2017.

Central

Sales

Sales in the central segment consist of sales from food processing and distribution, catering, and the Company's off-premise call centre business representing fees generated from delivery, call-ahead, web and mobile-based meal orders.

Sales from food processing and distribution relate to the manufacture and distribution of fresh, frozen and non-perishable food products under St-Hubert, The Keg and the Swiss Chalet brand names as well as under several private label brands. Food processing and distribution sales are impacted by orders from franchised restaurant locations and by the volume of orders generated from retail grocery chains.

The call centre business receives fees from restaurants to recover administrative costs associated with processing guest orders. Call centre revenues are impacted by the volume of guest orders as well as by the mix of fee types charged on the orders received (e.g. higher fees are received on phone orders compared to mobile or web orders).

Total central segment sales were \$70.0 million and \$132.9 million for the 13 and 26 weeks ended July 1, 2018 compared to \$52.6 million and \$112.2 million in 2017, representing an increase of \$17.4 million or 33.1% for the quarter and \$20.7 million or 18.4% year-to-date. The increases are related to the addition of catering sales from the acquisition of Pickle Barrel and Rose Reisman Catering, the addition of The Keg retail sales, and increases in food processing and distribution sales.

New franchise fees, rent revenue and equipment rent

Recipe grants franchise agreements to independent operators ("franchisees") for new locations. Recipe also renews franchise agreements in situations where a previous franchise agreement has expired and is extended. As part of these franchise agreements, franchisees pay new franchise and/or renewal fees and, in the case of converting established locations from corporate to franchise, conversion fees. New franchise fees and conversion fees, if applicable, are collected at the time the franchise agreement is entered into. Renewal fees are collected at the time of renewal. Rent revenue relates to properties owned by the Company which are leased to franchisees.

Franchise fees, property rent revenue and equipment rent from franchisees were \$3.3 million and \$6.4 million for the 13 and 26 weeks ended July 1, 2018 compared to \$3.4 million and \$6.4 million in 2017.

Contribution from food processing and distribution

Contribution from food processing and distribution for the 13 and 26 weeks ended July 1, 2018 was \$2.5 million and \$5.4 million compared to \$0.6 million and \$5.3 million for the same 13 and 26 week periods in 2017, an increase of \$1.9 million or 316.7% for the quarter and \$0.1 million or 1.9% year-to-date.

Contribution from central segment

Central segment contribution before the net royalty expense for the 13 and 26 weeks ended July 1, 2018 was \$9.7 million and \$23.0 million compared to \$11.3 million and \$25.8 million in 2017, representing a decrease of \$1.6 million or 14.2% for the quarter and \$2.8 million or 10.9% year-to-date. Total central segment contribution, before the net royalty expense, as a percentage of total System Sales for the 13 and 26 weeks ended July 1, 2018 was 1.1% and 1.4% compared to 1.7% and 2.0% in 2017, a decrease of 0.6 percentage points for the quarter and a decrease of 0.6 percentage points year-to-date. The decrease is primarily related to the addition of The Keg which operates with higher net overhead costs.

Selected Quarterly Information

The following table provides selected historical information and other data of the Company which should be read in conjunction with the annual consolidated financial statements of the Company.

(C\$ millions unless otherwise stated) ⁽¹⁾	Q2 – 2018	Q1 – 2018	Q4 – 2017	Q3 – 2017	Q2 – 2017	Q1 – 2017	Q4 – 2016	Q3 – 2016
	July 1, 2018	Apr 1, 2018	Dec 31, 2017	Sept 24, 2017	Jun 25, 2017	Mar 26, 2017	Dec 25, 2016	Sept 25, 2016
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
System Sales ⁽¹⁾	\$ 874.2	\$ 755.9	\$ 774.9	\$ 684.7	\$ 660.8	\$ 659.1	\$ 641.1	\$ 500.1
Total System Sales Growth ⁽¹⁾	32.3%	14.7%	20.9%	36.9%	46.7%	46.4%	39.0%	14.0%
SRS Growth ⁽¹⁾	1.9%	2.1%	2.5%	0.9%	(0.3%)	(0.6%)	(2.8%)	(2.3%)
Number of restaurants (at period end).....	1,379	1,382	1,272	1,249	1,255	1,238	1,237	1,127
Operating EBITDA before Keg royalty⁽¹⁾.....	\$ 58.7	\$ 48.8	\$ 58.5	\$ 48.0	\$ 41.6	\$ 42.9	\$ 46.7	\$ 36.9
Operating EBITDA Margin on								
System Sales before Keg royalty ⁽¹⁾	6.7%	6.5%	7.6%	7.0%	6.3%	6.5%	7.3%	7.4%
Operating EBITDA ⁽¹⁾	\$ 55.2	\$ 47.4	\$ 58.5	\$ 48.0	\$ 41.6	\$ 42.9	\$ 46.7	\$ 36.9
Operating EBITDA Margin on								
System Sales ⁽¹⁾	6.3%	6.3%	7.6%	7.0%	6.3%	6.5%	7.3%	7.4%
Corporate restaurant sales.....	\$ 203.6	\$ 146.1	\$ 125.8	\$ 111.2	\$ 103.4	\$ 98.7	\$ 82.1	\$ 74.7
Number of corporate restaurants.....	212	213	169	161	162	166	169	134
Contribution from Corporate segment.....	\$ 24.3	\$ 13.1	\$ 12.3	\$ 11.8	\$ 10.4	\$ 8.0	\$ 6.8	\$ 9.1
Contribution as a % of corporate sales.....	12.0%	9.0%	9.8%	10.6%	10.1%	8.1%	8.3%	12.1%
Number of joint venture restaurants.....	54	55	54	50	52	38	38	2
Franchise restaurant sales.....	\$ 596.8	\$ 543.1	\$ 571.0	\$ 515.7	\$ 504.7	\$ 500.8	\$ 492.5	\$ 407.7
Number of franchised restaurants.....	1,113	1,114	1,049	1,038	1,041	1,034	1,030	991
Contribution from Franchise segment.....	\$ 24.7	\$ 22.4	\$ 24.1	\$ 20.0	\$ 19.9	\$ 20.4	\$ 20.1	\$ 16.0
Contribution as a % of Franchise sales.....	4.1%	4.1%	4.2%	3.9%	3.9%	4.1%	4.1%	3.9%
Contribution from food processing and distribution.....	\$ 2.5	\$ 2.9	\$ 6.6	\$ 3.4	\$ 0.6	\$ 4.7	\$ 5.9	\$ 2.7
Contribution from Central segment.....	\$ 6.2	\$ 11.9	\$ 22.1	\$ 16.2	\$ 11.3	\$ 14.5	\$ 19.8	\$ 11.8
Contribution as a % of total System Sales.....	0.7%	1.6%	2.9%	2.4%	1.7%	2.2%	3.1%	2.4%
Total gross revenue	\$ 312.3	\$ 246.5	\$ 242.3	\$ 203.8	\$ 194.4	\$ 198.6	\$ 191.1	\$ 127.8
Operating EBITDA Margin ⁽¹⁾	17.7%	19.2%	24.2%	23.6%	21.4%	21.6%	24.4%	28.9%
Earnings before income taxes.....	\$ 28.5	\$ 29.3	\$ 37.0	\$ 30.4	\$ 21.6	\$ 27.5	\$ 30.3	\$ 20.7
Net earnings	\$ 19.5	\$ 21.5	\$ 27.3	\$ 21.2	\$ 17.4	\$ 43.8	\$ 19.7	\$ 14.9
Adjusted Net Earnings ⁽¹⁾.....	\$ 30.5	\$ 25.9	\$ 36.3	\$ 28.7	\$ 26.4	\$ 25.8	\$ 25.9	\$ 24.3
Net earnings operations attributable to common shareholders of the Company.....	\$ 19.5	\$ 21.7	\$ 27.4	\$ 21.0	\$ 17.4	\$ 44.0	\$ 19.7	\$ 14.8
EPS attributable to common shareholders of the Company (in dollars)								
Basic EPS.....	\$ 0.31	\$ 0.36	\$ 0.47	\$ 0.35	\$ 0.29	\$ 0.73	\$ 0.33	\$ 0.29
Diluted EPS.....	\$ 0.30	\$ 0.35	\$ 0.45	\$ 0.34	\$ 0.28	\$ 0.71	\$ 0.32	\$ 0.27
Adjusted Basic EPS ⁽¹⁾.....	\$ 0.49	\$ 0.43	\$ 0.62	\$ 0.48	\$ 0.44	\$ 0.43	\$ 0.44	\$ 0.47
Adjusted Diluted EPS ⁽¹⁾.....	\$ 0.47	\$ 0.41	\$ 0.59	\$ 0.46	\$ 0.42	\$ 0.41	\$ 0.42	\$ 0.43

⁽¹⁾ See “Non-IFRS Measures” on page 27 for definitions of System Sales, System Sales Growth, SRS Growth, Operating EBITDA, Operating EBITDA Margin, Operating EBITDA Margin on System Sales, Adjusted Net Earnings, Adjusted Basic EPS, and Adjusted Diluted EPS.

The Company's quarterly operating results may fluctuate significantly because of numerous factors, including, but not limited to:

- restaurant and other complimentary acquisitions;
- the timing of restaurant openings and closures;
- increases and decreases in SRS Growth;
- royalty recovery rates and the extent to which Recipe provides financial assistance or incurs bad debts with franchisees;
- restaurant operating costs for corporate-owned restaurants;
- labour availability and costs for hourly and management personnel at corporate-owned restaurants and at its manufacturing and distribution facilities;
- profitability of the corporate-owned restaurants, especially in new markets;
- fluctuations in sales to retail grocery chains, including seasonality;
- changes in interest rates;
- impairment of long-lived assets and any loss on restaurant closures for corporate-owned restaurants;
- macroeconomic conditions, both nationally and locally;
- changes in consumer preferences and competitive conditions;
- expansion in new markets;
- increases in fixed costs; and
- fluctuations in commodity prices.

Calendar Shift

The Company's 2018 fiscal year will end on December 30, 2018 and will consist of 52 weeks as compared to 53 weeks in fiscal 2017. For comparative purposes, results in the first quarter of 2018 compared to 2017 were negatively impacted by 2 significant factors: (1) a shift in the calendar as the sales period from December 26, 2016 to January 1, 2017 was included in Q1 2017 but the same holiday week, typically a higher sales week, is not in our fiscal 2018 first quarter, thus negatively impacting total System Sales and related corporate and franchise contribution; (2) Q1 2018 includes Easter weekend (March 29 to 31, 2018), a low sales period, as compared to 2017 when Easter was included in Q2, thus negatively impacting SRS, total System Sales and related corporate and franchise contribution. The fourth quarter of 2018 will return to 13 weeks as compared to 14 weeks in Q4 2017, a difference of 1 week. The table below summarizes the change in comparative periods:

Fiscal 2016	Fiscal 2017	Fiscal 2018
52 weeks	53 weeks	52 weeks
Dec 28, 2015 to Dec 25, 2016	Dec 26, 2016 to Dec 31, 2017	Jan 1, 2018 to Dec 30, 2018
Q1	Q1	Q1
13 weeks	13 weeks	13 weeks
Dec 28, 2015 to Mar 27, 2016	Dec 26, 2016 to Mar 26, 2017	Jan 1, 2018 to Apr 1, 2018
Q2	Q2	Q2
13 weeks	13 weeks	13 weeks
Mar 28, 2016 to Jun 26, 2016	Mar 27, 2017 to Jun 25, 2017	Apr 2, 2018 to Jul 1, 2018
Q3	Q3	Q3
13 weeks	13 weeks	13 weeks
Jun 27, 2016 to Sept 25, 2016	Jun 26, 2017 to Sept 24, 2017	Jul 2, 2018 to Sept 30, 2018
Q4	Q4	Q4
13 weeks	14 weeks	13 weeks
Sept 26, 2016 to Dec 25, 2016	Sept 25, 2017 to Dec 31, 2017	Oct 1, 2018 to Dec 30, 2018

Seasonal factors and the timing of holidays cause the Company's revenue to fluctuate from quarter to quarter. Adverse weather conditions may also affect customer traffic during the first quarter. The Company has outdoor patio seating at some of its restaurants, and the effects of adverse weather may impact the use of these areas and may negatively impact the Company's revenue. Food processing and distribution sales are typically highest in the fourth quarter, followed by the third quarter, then the first quarter, with the second quarter being lowest. During the quarters with higher sales, food processing and distribution contribution rate is also higher as fixed overhead costs are covered by higher gross margin.

Operating EBITDA has improved significantly from \$36.9 million in the third quarter of 2016 to \$41.6 million in the second quarter of 2017 and to \$55.2 million in the second quarter of 2018. Operating EBITDA has improved each quarter (year over year) as a result of growth in all three of the Company's historical segments, the addition of new restaurants, and from the acquisitions of St-Hubert, Original Joe's, Burger's Priest, Pickle Barrel, and The Keg.

Operating EBITDA Margin on System Sales was 6.7% and 6.6% before the net Keg royalty for the second quarter and year-to-date 2018 compared to 6.3% and 6.4% in 2017.

Contribution dollars from the corporate restaurant segment have increased (year over year) each quarter as a result of the addition of corporate restaurants. Contribution as a percentage of sales from the corporate restaurant segment is impacted by seasonality where the sales are lower in the first quarter and highest during the fourth quarter, thus contribution as a percentage of sales is typically lower in the first quarter as a result of lower sales in the period.

The franchise restaurant segment was 4.1% in the second quarter 2018 compared to 3.9% in 2017. Quarterly contribution from the franchise segment has improved each quarter (year over year) from \$16.0 million in the third quarter of 2016 to \$19.9 million in the second quarter of 2017 and \$24.7 million in the second quarter of 2018. The increases are the result of increased sales from the addition of new restaurants and the additions of St-Hubert in September 2016, Original Joe's in December 2016, and The Keg in February 2018.

Contribution from the central segment before the net royalty expense has increased from \$11.8 million in the third quarter of 2016 to \$11.3 million in the second quarter of 2017, and decreased to \$9.7 million in the second quarter of 2018. The increases (quarter over quarter) are a result of the head office cost reductions, the growth of the Company's off premise business and the addition of the St-Hubert food processing and distribution business. The decrease in the second quarter 2018 compared to 2017 is primarily related to the addition of The Keg net of overhead costs.

Total gross revenue has increased significantly each quarter (year over year) from \$127.8 million in the third quarter of 2016 to \$194.4 million in the second quarter of 2017 and \$312.3 million in the second quarter of 2018 as a result of the increase in the number corporate restaurants; the addition of corporate restaurants from the St-Hubert, Original Joe's, Pickle Barrel, and The Keg transactions; and the addition of the St-Hubert food processing and distribution business.

Quarterly earnings before income taxes has increased each quarter (year over year) from \$20.7 million in the third quarter of 2016 to \$21.6 million in the second quarter of 2017 and to \$28.5 million in the second quarter of 2018. The significant increases are a result of improvements in all business segments as described above partially offset by increased financing costs related to increased borrowings on the Company's credit facilities and higher depreciation from the addition of Pickle Barrel and The Keg.

Liquidity and Capital Resources

Recipe's principal uses of funds are for operating expenses, capital expenditures, finance costs, debt service and dividends. Management believes that cash generated from operations, together with amounts available under its credit facility (refer to page 23), will be sufficient to meet its future operating expenses, capital expenditures, future debt service costs and discretionary dividends. However, Recipe's ability to fund future debt service costs, operating expenses, capital expenditures and dividends will depend on its future operating performance which will be affected by general economic, financial and other factors including factors beyond its control. See "Risk and Uncertainties" (refer to page 31). Recipe's management reviews acquisition and investment opportunities in the normal course of its business and, if suitable opportunities arise, may make selected acquisitions and investments to implement Recipe's business strategy. Historically, the funding for any such acquisitions or investments have come from cash flow from operating activities, additional debt, or the issuance of equity. Similarly, from time to time, Recipe's management reviews opportunities to dispose of non-core assets and may, if suitable opportunities arise, sell certain non-core assets.

Working Capital

A working capital deficit is typical of restaurant operations, where the majority of sales are for cash and there are rapid turnover of inventories. In general, the turnover of accounts receivable and inventories is faster than accounts payable, resulting in negative working capital. Sales of Recipe's Ultimate Gift Card and the addition of The Keg gift card significantly improve the Company's liquidity in the fourth quarter as cash is received within one to two weeks from time of sale. Gift card sales are highest in November and December followed by high redemptions in the January to March period. Recipe's gift card liability at July 1, 2018 was \$103.2 million compared to \$57.5 million at December 31, 2017, an increase of \$45.7 million due to the addition of The Keg gift card liability offset by higher redemptions in the first and second quarters.

At July 1, 2018, Recipe had a working capital deficit of (\$62.6) million compared to (\$19.8) million at December 31, 2017. The change of (\$42.8) million was primarily related to the addition of The Keg which increased the working capital deficit by \$59.9 million. Excluding the impact from The Keg, the change in working capital of \$17.1 million was related to (i) decrease in cash \$25.5 million primarily related to the reduction in the credit facilities net of cash from operations; (ii) increase in accounts receivable of \$4.5 million; (iii) increase in inventories of \$7.2 million; (v) increase in prepaid expenses and other asset of \$4.5 million related to timing of July 1 rent paid in the period; (vi); increase in accounts payable and accrued liabilities of \$2.2 million related to dividends payable of \$6.7 million, partially offset by payments that were accrued at year end; (vii) decrease in gift card liability of \$27.0 million related to higher gift card redemptions following the holiday period; and (viii); a net decrease in income taxes payable of \$1.8 million primarily related to St-Hubert; (ix) increase in current portion of long-term debt of \$0.2 million.

Investment in working capital may be affected by fluctuations in the prices of food and other supply costs, vendor terms and the seasonal nature of the business. While Recipe has availability under its credit facility, it chooses to apply available cash flow against its facility to lower financing costs, rather than to reduce its current liabilities, while still paying within its payment terms. Management believes it will continue to operate in a working capital deficit position as the nature of its business is not expected to change.

Cash Flows

The following table presents Recipe's cash flows for the 13 and 26 weeks ended July 1, 2018 compared to the 13 and 26 weeks ended June 25, 2017:

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018	June 25, 2017	July 1, 2018	March 26, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Cash flows from operating activities	\$ 41.4	\$ 31.2	\$ 40.6	\$ 59.7
Cash flows (used in) investing activities.....	\$ (9.8)	\$ (31.5)	\$ (88.6)	\$ (39.1)
Cash flows (used in) from financing activities.....	\$ (34.8)	\$ 1.8	\$ 50.5	\$ (31.9)
Change in cash during the period ⁽¹⁾	\$ (3.2)	\$ 1.6	\$ 2.4	\$ (11.3)

⁽¹⁾ Figures may not total due to rounding.

Cash flows from operating activities of continuing operations

Cash flows from operating activities were \$41.4 million and \$40.6 million for the 13 and 26 weeks ended July 1, 2018 compared to \$31.2 million and \$59.7 million in 2017, an increase of \$10.2 million and a decrease of \$19.1 million, respectively. The decrease was primarily related to the reduction in gift card liability due to higher redemptions following the Q4 2017 holiday period, partially offset by increases in accounts payable and the change in deferred tax liability.

Cash flows used in investing activities of continuing operations

The following table presents Recipe's capital expenditures for the 13 and 26 weeks ended July 1, 2018 as compared to the 13 and 26 weeks ended June 25, 2017:

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018	June 25, 2017	July 1, 2018	June 25, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Purchase of property, plant and equipment:				
Maintenance:				
Corporate restaurants	0.6	(2.7)	(1.5)	(3.8)
Central/ IT expenditures / Other.....	(5.4)	(4.2)	(7.8)	(6.3)
Total maintenance.....	\$ (4.8)	\$ (6.9)	\$ (9.3)	\$ (10.1)
Growth initiatives:				
Major renovations	(4.2)	(5.7)	(4.4)	(6.8)
New builds	(2.5)	(4.2)	(4.6)	(10.1)
Total growth.....	\$ (6.7)	\$ (9.9)	\$ (9.0)	\$ (16.9)
Total purchase of property, plant and equipment.....	\$ (11.5)	\$ (16.9)	\$ (18.3)	\$ (27.1)
Common control transactions, net of cash assumed:				
Acquisitions	-	-	(71.8)	1.5
Buy backs ⁽¹⁾	-	(0.2)	-	(0.2)
Total common control transactions, net of cash assumed.....	\$ -	\$ (0.2)	\$ (71.8)	\$ 1.3
Total purchase of property, plant and equipment.....	(11.5)	(16.9)	(18.3)	(27.1)
Total common control transactions, net of cash assumed.....	-	(0.2)	(71.8)	1.3
Proceeds on disposal of property, plant and equipment.....	0.2	0.9	0.2	1.4
Proceeds on early buyout of equipment and rental contracts.....	0.2	-	0.3	0.1
Investment in joint ventures and associates	-	(15.5)	-	(15.5)
Additions to other assets	-	(0.1)	(0.1)	(0.1)
Share of loss from investment in associates in joint ventures.....	(0.2)	(0.4)	0.2	(0.3)
Change in long term receivables.....	1.5	0.7	0.8	1.1
Total cash flows used in investing activities ⁽²⁾.....	\$ (9.8)	\$ (31.5)	\$ (88.6)	\$ (39.1)

⁽¹⁾ There was 1 buy back in the first quarter of 2018 (2017 – nil)

⁽²⁾ Figures may not total due to rounding.

Cash flows used in investing activities were \$9.8 million and \$88.6 million during the 13 and 26 weeks ended July 1, 2018 compared to \$31.5 million and \$39.1 million in 2017, a decrease in use of \$21.7 million and an increase in use of \$49.5 million. The year-to-date increase is primarily related to The Keg merger.

Commitments for Capital Expenditures

The Company incurs on-going capital expenditures in relation to the operation of its buildings, corporate restaurants, manufacturing equipment and distribution centers, maintenance and upgrades to its head office IT infrastructure, and to its call centre operations. The Company will also invest in major renovations and new corporate store growth opportunities. Recipe's capital expenditures are generally funded from operating cash flows and through its Existing Credit Facility.

Cash flows (used in) from financing activities

The following table presents Recipe's cash used in financing activities for the 13 and 26 weeks ended July 1, 2018 compared to the 13 and 26 weeks ended June 25, 2017:

(C\$ millions unless otherwise stated)	For the 13 weeks ended		For the 26 weeks ended	
	July 1, 2018	June 25, 2017	July 1, 2018	June 25, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Increases in debt.....	\$ -	\$ 17.3	\$ 104.0	\$ 17.3
Debt repayments	(19.0)	-	(34.0)	(32.0)
Issuance of subordinated voting common shares	-	-	0.1	-
Share repurchase	(0.3)	(0.5)	(1.0)	(0.5)
Change in finance leases	0.8	(0.6)	-	(0.1)
Interest paid net of interest income received	(2.9)	(2.1)	(5.4)	(4.4)
Dividends paid	(13.3)	(12.2)	(13.3)	(12.2)
Cash flows from (used in) financing activities ⁽¹⁾	\$ (34.8)	\$ 1.8	\$ 50.5	\$ (31.9)

⁽¹⁾ Figures may not total due to rounding.

Cash flows from financing activities were (\$34.8) million and \$50.5 million for the 13 and 26 weeks ended July 1, 2018. Cash from financing activities primarily consist of a net increase in the Company's credit facility of \$89.0 million related to The Keg merger, less interest paid in the amount of \$5.4 million.

Cash flows used in financing activities were \$1.8 million and (\$31.9) million for the 13 and 26 weeks ended June 25, 2017. Cash used in financing activities were from debt borrowings used to complete the investment in Burger's Priest. Cash used in financing activities primarily consist of a reduction in the Company's credit facility, and interest and dividends paid.

Debt

On September 2, 2016, the Company amended and extended the terms of its existing term credit facility. The fourth amended and restated term credit facility is comprised of a revolving credit facility in the amount of \$400.0 million with an accordion feature of up to \$50.0 million maturing on September 2, 2021 and a non-revolving term credit facility in the amount of \$150.0 million maturing on September 2, 2019. A maximum amount of \$26.3 million per year may be repayable on the term credit facility if certain covenant levels are exceeded by the Company.

The interest rate applied on amounts drawn by the Company under its total credit facilities is the effective bankers acceptance rate or prime rate plus a spread based on the Company's total funded net debt to Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") ratio, as defined in the agreement, measured using EBITDA for the four most recently completed fiscal quarters.

As at July 1, 2018, \$450.0 million (December 31, 2017 - \$379.0 million) was drawn under the amended and extended term credit facility with an effective interest rate of 3.57% representing bankers acceptance rate of 1.67% plus 1.75% borrowing spread, standby fees and the amortization of deferred financing fees of 0.15%.

The Company is required to pay a standby fee of between 0.25% to 0.60% per annum, on the unused portion of the credit facility, for the term of its credit facilities. The standby fee rate is based on the Company's total funded net debt to EBITDA ratio. As of July 1, 2018, the standby fee rate was 0.35%.

The Keg Facility

In connection with The Keg merger, the Company assumed a multi-option credit agreement with a Canadian banking syndicate for the expansion of restaurant operations. The revolving credit and term loan facilities, with a syndicate of two Canadian banks, are available to finance the construction of certain new corporate restaurants and major renovations in Canada. These facilities are comprised of a \$14.0 million reducing term facility, a \$35.0 million revolving facility for future restaurant expansion which is subject to annual repayment based on 25% of excess operating cash flow, and a revolving demand operating facility of up to \$3.0 million available for general corporate purposes, including working capital, overdrafts and letters of credit.

Excess operating cash flow is defined in the credit agreement as operating cash flow for the financial year plus extraordinary or non-recurring items and any net decrease in working capital less interest paid, debt principal repayments, unfunded capital expenditures, income taxes paid and any net increase in working capital. Operating cash flow is defined as the sum of net income for the financial year, adjusted for gains or losses from dispositions not in the ordinary course of business, extraordinary or non-recurring items and equity income or losses from subsidiaries plus interest expense, income tax expense and depreciation and amortization.

As at July 1, 2018, \$23.0 million of the revolving facility has been drawn and is due on the July 2, 2020 maturity date, and less than \$0.1 million of the revolving demand operating facility has been used to issue letters of credit.

All of the above facilities bear interest at a rate between bank prime plus 0.25% to bank prime plus 1.0% based on certain financial criteria. As at July 1, 2018, the Company met the criteria for interest at bank prime plus 0.25%.

The above credit facilities are secured by a general security agreement and hypothecation over Keg Restaurants Ltd.'s ("KRL's) Canadian and US assets and a pledge of all equity interests in the Partnership.

As at July 1, 2018, the Company was in compliance with all covenants and has not exceeded any covenant levels requiring early repayments.

Off Balance Sheet Arrangements

Letters of credit

Recipe has outstanding letters of credit amounting to \$0.6 million as at July 1, 2018 (December 31, 2017 - \$0.6 million), primarily for various utility companies that provide services to the corporate owned locations and support for certain franchisees' external financing used to fund their initial conversion fee payable to Recipe.

Outstanding Share Capital

The Company's authorized share capital consists of an unlimited number of common shares and an unlimited number of non-voting common shares. As at August 9, 2018, there were 62,351,907 subordinate and multiple voting shares (December 31, 2017 - 58,572,890) issued and outstanding.

The Company has a common share stock option plan for its directors, CEO and employees. The total number of options granted and outstanding as at August 9, 2018 is 7,678,895.

Related Parties

Shareholders

As at July 1, 2018, the Principal Shareholders hold 66.7% of the total issued and outstanding shares and have 97.7% of the voting control attached to all the shares. Cara Holdings holds 23.2% of the total issued and outstanding shares, representing 40.8% voting control. Fairfax holds 43.5% of the total issued and outstanding shares, representing 56.9% voting control.

On February 22, 2018, 3,400,000 subordinate voting shares were issued at the exchange amount to Fairfax as part of the merger with The Keg on February 22, 2018.

During the 13 and 26 weeks ended July 1, 2018, the Company paid a dividend of \$0.2136 per share of Subordinate and Multiple Voting Shares of which Fairfax and Holdings received \$5.8 million and \$3.1 million, respectively.

The Company's policy is to conduct all transactions and settle all balances with related parties on market terms and conditions.

Insurance Provider

Some of Recipe's insurance policies are held by a company that is a subsidiary of Fairfax. The transaction is on market terms and conditions.

The Keg

On February 22, 2018 (the "Keg Acquisition Date"), the Company completed the merger with the Keg Restaurants Limited (the "The Keg") for approximately \$200.0 million comprised of \$105.0 million in cash and 3,801,284 Recipe subordinate voting shares at the exchange amount. In addition, Recipe may be required to pay up to an additional \$30.0 million of cash consideration upon the achievement of certain financial milestones within the first three fiscal years following closing. The cash portion of the purchase price was settled by drawing on its existing credit facility.

The Company has elected not to account for the merger as a business combination under IFRS 3 Business Combinations, as the transaction represents a combination of entities under common control of Fairfax. Accordingly, the combination was recorded on a book value basis.

Investment in Original Joe's joint venture companies

The Company has joint venture arrangements with certain Original Joe's franchises. The Company has an equity investment in these restaurants at varying ownership interests as well as term loans and demand loans related to new restaurant construction, renovation and working capital. As at July 1, 2018 there was a due from related party balance of \$12.8 million (December 31, 2017 - \$12.2 million; June 25, 2017 - \$11.3 million) which consists of term loans and demand loans secured by restaurant assets of the joint venture company which has been recorded at fair value and will be accreted up to the recoverable value over the remaining term of the loans. The term loans bear interest at rates ranging from 7.75% to 9.76% and all mature September 21, 2018. The term loans are reviewed and renewed on an annual basis. The expected current portion of these loans is \$2.2 million (December 31, 2017 - \$2.2 million; June 25, 2017 - \$2.4 million). The demand loans bear interest at 5% and have no specific terms of repayment. Pooling arrangements between the joint venture companies to share costs and repay the loans exist such that restaurants within a certain restaurant pool of common ownership agree that available cash from restaurants can be used to apply against balances outstanding among the group. Management determines the fair value of these loans based on expected cash flows from the restaurant at a discount rate of 15%. For the 13 and 26 weeks ended July 1, 2018, the Company charged interest in the amount of \$0.2 million and \$0.4 million (June 25, 2017 - \$0.5 million and \$0.7 million) on the term loans and demand loans.

The Company charges Original Joe's joint ventures a royalty and marketing fee of 5% and 2%, respectively, on net sales. As at July 1, 2018 the accounts receivable balance included \$0.5 million (December 31, 2017 - \$0.4 million; June 25, 2017 - \$0.3 million) due from related parties in relation to these royalty and marketing charges. These transactions are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties in accordance with the franchise agreement.

The Company's investment in joint ventures are increased by the proportionate share of income earned. For the 13 and 26 weeks ended July 1, 2018, a \$1.2 million and \$1.1 million increase (13 and 26 weeks ended June 25, 2017 - \$0.4 million and \$0.3 million) to the investment balance was recorded in relation to the Company's proportionate share of income or loss for the period and included in share of income from investment in joint ventures on the condensed consolidated interim statement of earnings.

Investment in Burger's Priest joint venture

On June 1, 2017, the Company completed the investment in a joint venture in New & Old Kings and Priests Restaurants Inc. ("Burger's Priest") for cash consideration of \$14.7 million. Burger's Priest owns and operates 15 fast casual restaurants in Ontario and Alberta. The Company has a 79.4% ownership interest in the joint venture with the remaining 20.6% owned by a third party who has an earn-out agreement that can grow their ownership interest to 50% if certain earnings targets are met. The transaction is considered a joint venture arrangement as both parties have joint control and all relevant activities require the unanimous consent from both parties. The Company has accounted for the investment by using the equity method.

The Company's investment is increased by the proportionate share of income earned. For the 13 and 26 weeks ended July 1, 2018, a \$nil and \$0.1 million increase (13 and 26 weeks ended June 25, 2017 - \$nil) to the investment balance was recorded in relation to the Company's proportionate share of income or loss for the period and included in share of income from investment in joint ventures on the condensed consolidated interim statement of earnings.

Investment in restaurant joint venture

The Company has an investment in a joint venture to operate two restaurants with a third party. As at July 1, 2018, the Company has invested \$4.2 million, recorded in long-term receivables. The loan receivable is unsecured, non-interest bearing and does not have defined repayment terms. The Company and the third party each have a 50% ownership interest in the joint venture. The transaction is considered a joint venture arrangement as both parties have joint control and all relevant activities require the unanimous consent from both parties. The Company has accounted for the investment by using the equity method.

The Company's investment is increased by the proportionate share of income earned. For the 13 and 26 weeks ended July 1, 2018, a \$0.4 million and \$0.9 million decrease (13 and 26 weeks ended June 25, 2017 - \$nil) to the long term receivable balance was recorded in relation to the Company's proportionate share of income or loss for the period and included in share of income from investment in joint ventures on the condensed consolidated interim statement of earnings.

Investment in Rose Reisman Catering joint venture

In connection with the acquisition of Pickle Barrel on December 1, 2017, the Company has a 50% ownership interest in Rose Reisman Catering. The investment is considered a joint venture arrangement as both parties have joint control and all relevant activities require the unanimous consent from both parties. The Company has accounted for the investment by using the equity method.

The Company's investment is increased by the proportionate share of income earned. For the 13 and 26 weeks ended July 1, 2018, a \$0.1 million decrease and a \$0.1 million increase, respectively (13 and 26 weeks ended June 25, 2017 - \$nil) to the investment balance was recorded in relation to the Company's proportionate share of income or loss for the period and included in share of income from investment in joint ventures on the condensed consolidated interim statement of earnings.

All entities above are related by virtue of being under joint control with, or significant influence by, the Company.

Outlook

Management is pleased with the second quarter results and continued growth in all segments, Operating EBITDA and SRS. In the second quarter, Total Systems Sales grew \$213.4 million or 32.3% to \$874.2 million, Operating EBITDA before the net royalty expense increased 41.1% to \$58.7 million with a contribution margin of 6.7% as a percentage of Total System Sales, and Adjusted Net Earnings increased to \$30.5 million. Management provides the following comments regarding its strategies and initiatives:

With the full year impact of The Keg merger, the Company will add approximately \$612.0 million in System Sales, taking the Company to approximately \$3.4 billion in 2018 compared to the initial 2015 IPO target range for 2020-2022 of \$2.5 billion to \$3.0 billion, and the updated target range provided in 2016 after the St-Hubert acquisition of \$2.9 billion to \$3.7 billion. For a full year on a pro forma basis using prior year results, The Keg merger will add approximately \$23.5 million of Operating EBITDA resulting in combined proforma Operating EBITDA of approximately \$211.0 million, also within Recipe's updated target EBITDA range of \$203.0 million to \$296.0 million (based on 7% to 8% of System Sales). However, while The Keg will add EBITDA dollars, because of net central overhead costs and royalty payments to the Keg Royalty Income Fund in the medium term, The Keg merger will reduce Recipe's Operating EBITDA margin on System Sales below the target 7% to 8% range. Management's focus will continue to be on improving the earnings efficiency of our assets and our increased sales base to grow Operating EBITDA as a percentage of System Sales back to within our 7% to 8% target range by 2020-2022.

Management provides the following comments regarding its strategies and initiatives:

- *System Sales and SRS Growth* — Management is pleased with total System Sales growth of 32.3% for the quarter and with SRS of 1.9% for the quarter. Management continues to focus on long-term profitable SRS growth with both short and long term strategies to improve SRS with focus on 4 Pillars - Quality of Food, Quality of Service, Value for Experience, and Ambience. This also includes new and improved e-commerce applications that will be expanded to most brands over the next 2 years, effective use of technology to enhance Guest experiences and efficiencies, and brand specific digital-social media marketing.
- *Total Operating EBITDA* — The combined contributions from Corporate, Franchise, Food Processing and Distribution, and Central segments resulted in Total Operating EBITDA margin before the net royalty to the Keg Royalties Income Fund of 6.7% as a percentage of Total System Sales for the quarter compared to 6.3% in 2017. Operating EBITDA after the net royalty was 6.3% for the second quarter. While The Keg will add EBITDA dollars, because of net central overhead costs and royalty payments to the Keg Royalty Income Fund in the medium term, The Keg merger will reduce Recipe's Operating EBITDA margin on System Sales below the target 7% to 8% range. Management's focus will continue to be on improving the earnings efficiency of our assets and our increased sales base to grow Operating EBITDA as a percentage of System Sales back to within our 7% to 8% target range by 2020-2022.
- *Corporate restaurant profitability* — Corporate restaurant profitability was 12.0% for the quarter compared to 10.1% in 2017. The improvement during the quarter was mostly from improvements in Original Joe's corporate and joint venture restaurants and the addition of The Keg which operates within our target range. Management believes there is significant opportunity for improved contribution in the future from Original Joe's and Pickle Barrel as Management realizes operating synergies from lower food and beverage costs and better labour management tools. Contribution will also improve as renovated restaurants re-open at higher sales levels, as the western provinces and Newfoundland recover from the economic slowdown and from the sale of certain corporate restaurants in franchise banners.

Management will continue to pursue the sale of certain corporate restaurants in its franchise banners to franchisees and will pursue the sale of its share in joint venture locations to the Company's joint venture partners to convert joint venture locations to franchise to improve the corporate-franchise portfolio mix. During the 26 weeks ended July 1, 2018, 5 corporate restaurants were sold and re-franchised.

- *Franchise segment* — Franchise contribution as a percentage of franchise sales has improved to 4.1% in the second quarter of 2018 compared to 3.9% in 2017. The increase is primarily related to the addition of The Keg which collects average royalties over 5%.

- *Food processing and distribution* — Contribution dollars from food processing and distribution was \$2.5 million and \$5.4 million for the 13 and 26 weeks ended July 1, 2018, compared to \$0.6 million in and \$5.3 million in 2017. Management expects to have a new pie production line added in the third quarter which will increase capacity and enable the Company to meet the increased demand for its St-Hubert and Swiss Chalet frozen pie products with less reliance on higher cost third party producers.
- *Central segment* — The addition of The Keg has added net central overhead costs, including the royalty payments, thus reducing central contribution as a percentage of System Sales. Management will work towards realizing synergy opportunities with the companies acquired, expand our off premise business, including catering with the addition of Pickle Barrel, and we will continue to improve on our model for growing sales faster than head office expenses, and realizing earnings efficiency on higher system sales.
- *Restaurant Count* — In the 26 weeks ended July 1, 2018, excluding the acquisitions, the Company opened 27 new restaurant locations as compared to 25 in 2017. Year to date the Company closed 26 restaurants (excluding Casey's closures) compared to 20 closures in 2017. Included in the closures were underperforming locations where the closure will benefit the overall system performance and the Company's profitability going forward. Closures also included locations that no longer fit the long term strategy of certain brands. Management will continue to review its portfolio of restaurants and will opportunistically close underperforming or non-strategic locations that will benefit the Company long term.
- *The Keg merger initiatives* – Management is focused on realizing synergy opportunities from The Keg merger to improve our combined earnings and earnings efficiency. Management is also excited to add the influence of David Aisenstat to the Milestones, Bier Markt and Landing premium brands.
- *Retail opportunities* – Since the acquisition of St-Hubert in 2017, the Company has successfully launched a number of products, including Swiss Chalet ribs and pot pies, across the country in grocery chains. Management is pursuing the launch of several more Recipe branded retail products to expand its retail presence in national grocery chains.
- *Growth and acquisitions* — The Company currently has a debt to EBITDA ratio of approximately 2.05x. At this debt level, and with strong cash flow from operations, the Company has the ability to consider more growth opportunities while continuing to reduce its debt, and by opportunistically repurchasing its subordinate voting shares for cancellation under the NCIB.

The foregoing description of Recipe's outlook is based on management's current strategies and its assessment of the outlook for the business and the Canadian Restaurant Industry as a whole, may be considered to be forward-looking information for purposes of applicable Canadian securities legislation. Readers are cautioned that actual results may vary. See "Forward-Looking Information" and "Risk & Uncertainties" for a description of the risks and uncertainties that impact the Company's business and that could cause actual results to vary.

Future Accounting Changes

New standards and amendments to existing standards have been issued and are applicable to the Company for its annual periods beginning on or after January 1, 2018. See note 3 of the Company's condensed consolidated interim financial statements for the 13 and 26 weeks ended July 1, 2018 for a summary of new accounting standards adopted during 2018 and note 4 for a summary of future accounting standards not yet adopted.

Controls and Procedures

In accordance with the provisions of National Instrument 52-109 certification of Disclosure in issued annual and interim filings, management, including the CEO and CFO, have limited the scope of their design of the Company's disclosure controls and procedures and procedures and internal control over financial reporting to exclude controls, policies and procedures of The Keg. The scope limitation is in accordance with section 3.3 (1)(b) of National Instrument 52-109, Certification of Disclosure in Issuer's Annual and Interim Filing, which allows an issuer to limit its design and evaluation of internal controls over financial reporting to exclude the controls, policies and procedures of a company acquired no more than 365 days before the end of the financial period to which the certification of interim filings relates. Recipe acquired shares of The Keg on February 22, 2018.

There were no changes in the Company's internal controls over financial reporting during the 13 and 26 weeks ended July 1, 2018 that have materially affected, or are reasonably likely to materially affect, the Company's internal controls over financial reporting.

Critical Accounting Judgments and Estimates

The preparation of the condensed consolidated interim financial statements requires significant judgements made by management in applying the Company's accounting policies except those adopted using the judgements from the first quarter of 2018 and the key sources of estimation of uncertainty were the same as those that applied to the Company's audited annual consolidated financial statements as at and for the year ended December 31, 2017.

Non-IFRS Measures

This MD&A makes reference to certain non-IFRS measures. These measures are not recognized measures under IFRS, do not have a standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement those IFRS measures by providing further understanding of the Company's results of operations from management's perspective. Accordingly, they should not be considered in isolation nor as a substitute for analysis of the Company's financial information reported under IFRS. The Company uses non-IFRS measures including "System Sales", "SRS Growth", "EBITDA", "Operating EBITDA", "Operating EBITDA Margin", "Operating EBITDA Margin on System Sales", "Adjusted Net Earnings", "Adjusted Basic EPS", and "Adjusted Diluted EPS", to provide investors with supplemental measures of its operating performance and thus highlight trends in its core business that may not otherwise be apparent when relying solely on IFRS financial measures. The Company also believes that securities analysts, investors and other interested parties frequently use non-IFRS measures in the evaluation of issuers. The Company's management also uses non-IFRS measures in order to facilitate operating performance comparisons from period to period, to prepare annual operating budgets, and to determine components of management compensation.

"System Sales" represents top-line sales from restaurant guests at both corporate and franchise restaurants including take-out and delivery customer orders. System Sales includes sales from both established restaurants as well as new restaurants. System sales also includes sales received from its food processing and distribution division. Management believes System Sales provides meaningful information to investors regarding the size of Recipe's restaurant network, the total market share of the Company's brands sold in restaurant and grocery and the overall financial performance of its brands and restaurant owner base, which ultimately impacts Recipe's consolidated financial performance.

"System Sales Growth" is a metric used in the restaurant industry to compare System Sales over a certain period of time, such as a fiscal quarter, for the current period against System Sales in the same period in the previous year.

"SRS Growth" is a metric used in the restaurant industry to compare sales earned in established locations over a certain period of time, such as a fiscal quarter, for the current period against sales in the same period in the previous year. SRS Growth helps explain what portion of sales growth can be attributed to growth in established locations and what portion can be attributed to the opening of net new restaurants. Recipe defines SRS Growth as the percentage increase or decrease in sales during a period of restaurants open for at least 24 complete fiscal months relative to the sales of those restaurants during the same period in the prior year. Recipe's SRS Growth results excludes Casey's restaurants as the Company is in the process of winding down its operations; and sales from international operations from 44 New York Fries and 3 US East Side Mario's.

"EBITDA" is defined as net earnings (loss) before: (i) net interest expense and other financing charges; (ii) income taxes; (iii) depreciation of property, plant and equipment; (iv) amortization of other assets and deferred gain.

"Operating EBITDA" is defined as net earnings (loss) before: (i) net interest expense and other financing charges; (ii) income taxes; (iii) depreciation of property, plant and equipment; (iv) amortization of other assets and deferred gain; (v) impairment of assets, net of reversals; (vi) losses on early buyout / cancellation of equipment rental contracts; (vii) restructuring and other; (viii) conversion fees; (ix) net (gain) / loss on disposal of property, plant and equipment; (x) stock based compensation and costs related to its restricted share units; (xi) changes in onerous contract provision;; (xii) expense impact from fair value inventory adjustment resulting from the St-Hubert purchase relating to inventory sold during the period; (xiii) acquisition related transaction costs; (xiv) change in fair value of non-controlling interest liability; (xv)

change in fair value of Exchangeable Partnership units; (xvi) the Company's proportionate share of equity accounted investment in joint ventures; and (xvii) interest income from the Partnership units.

“Operating EBITDA Margin” is defined as Operating EBITDA divided by total gross revenue.

“Operating EBITDA Margin on System Sales” is defined as Operating EBITDA divided by System Sales.

“Adjusted Net Earnings” is defined as net earnings plus (i) deferred income tax expense (reversal); (ii) non-cash amortization of inventory fair value increases related to inventory sold during the period resulting from the St-Hubert purchase determined at acquisition date; (iii) change in fair value of non-controlling interest liability; (iv) change in fair value of Exchangeable Partnership units; (v) one-time transaction costs; (vi) non-cash impairment charges; and (vii) restructuring and other.

“Adjusted Basic EPS” is defined as Adjusted Net Earnings divided by the weighted average number of shares outstanding.

“Adjusted Diluted EPS” is defined as Adjusted Net Earnings divided by the weighted average number of shares outstanding plus the dilutive effect of stock options and warrants issued.

The following table provides reconciliations of Net Earnings and Adjusted Net Earnings:

(C\$ millions unless otherwise stated)	Q2 – 2018	Q1 – 2018	Q4 – 2017	Q3 – 2017
	July 1, 2018	Apr 1, 2018	Dec 31, 2017	Sept 24, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Reconciliation of net earnings to Adjusted Net Earnings				
Net earnings attributable to the common shareholders.....	\$ 19.5	\$ 21.7	\$ 27.3	\$ 21.2
Deferred income taxes.....	6.1	5.1	5.2	6.0
Change in fair value of non-controlling interest liability.....	1.0	-	-	-
Change in fair value of exchangeable Partnership units.....	2.6	(2.3)	-	-
Transaction costs.....	0.1	0.5	0.1	0.1
Restructuring and other.....	0.5	0.2	1.0	0.7
Impairment charges.....	0.7	0.6	2.5	0.7
Adjusted Net Earnings ⁽¹⁾.....	\$ 30.5	\$ 25.9	\$ 36.3	\$ 28.7

(C\$ millions unless otherwise stated)	Q2 - 2017	Q1 - 2017	Q4 – 2016	Q3 – 2016
	June 25, 2017	Mar 26, 2017	Dec 25, 2016	Sept 25, 2016
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Reconciliation of net earnings to Adjusted Net Earnings				
Net earnings attributable to the common shareholders.....	\$ 17.4	\$ 44.0	\$ 19.7	\$ 14.9
Deferred income taxes.....	3.8	(19.5)	5.5	4.3
Inventory fair value adjustment resulting from acquisition.....	-	-	0.3	2.5
Transaction costs.....	0.1	0.1	-	1.1
Restructuring and other.....	2.7	-	-	-
Impairment charges.....	2.4	1.2	0.4	1.5
Adjusted Net Earnings ⁽¹⁾.....	\$ 26.4	\$ 25.8	\$ 25.9	\$ 24.3

⁽¹⁾ Figures may not total due to rounding.

The following table provides reconciliations of EBITDA and Operating EBITDA:

(C\$ millions unless otherwise stated)	Q2 - 2018	Q1 - 2018	Q4 - 2017	Q3 - 2017
	July 1, 2018	Apr 1, 2018	Dec 31, 2017	Sept 24, 2017
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Reconciliation of net earnings from continuing operations to				
EBITDA:				
Net earnings	\$ 19.5	\$ 21.5	\$ 27.3	\$ 21.2
Net interest expense and other financing charges	3.0	3.3	3.5	3.2
Income taxes	9.0	7.8	9.7	9.2
Depreciation of property, plant and equipment	14.6	13.1	12.0	11.2
Amortization of other assets	0.7	1.5	2.3	1.7
EBITDA⁽¹⁾	\$ 46.8	\$ 47.2	\$ 54.8	\$ 46.4
Reconciliation of EBITDA to Operating EBITDA:				
Income on Partnership units	2.6	1.0	-	-
Fair value adjustments	3.6	(2.3)	-	-
(Gains) Losses on early buyout/cancellation of equipment rental contracts	0.3	0.2	(0.1)	0.6
Restructuring	0.5	0.2	1.0	0.7
Transaction costs	0.1	0.5	0.1	0.1
Conversion fees	0.1	(0.3)	(0.3)	(0.3)
Net gain on disposal of property, plant and equipment	(0.3)	(0.2)	(0.3)	(0.4)
Impairment of assets, net of reversals	0.7	0.6	2.5	0.7
Stock based compensation	0.7	0.5	0.5	0.5
Restricted share unit expense	0.3	-	-	-
Change in onerous contract provision	(1.0)	(0.3)	0.3	(0.4)
Proportionate share of equity accounted joint venture	0.8	0.4	0.2	(0.1)
Operating EBITDA⁽¹⁾	\$ 55.2	\$ 47.4	\$ 58.5	\$ 48.0
Net royalty expense	3.5	1.5	-	-
Operating EBITDA⁽¹⁾	\$ 58.7	\$ 48.8	\$ 58.5	\$ 48.0

(C\$ millions unless otherwise stated)	Q2 - 2017	Q1 - 2017	Q4 - 2016	Q3 - 2016
	Jun 25, 2017	Mar 26, 2017	Dec 25, 2016	Sept 25, 2016
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Reconciliation of net earnings from continuing operations to				
EBITDA:				
Net earnings	\$ 17.4	\$ 43.8	\$ 19.7	\$ 14.9
Net interest expense and other financing charges	2.7	3.0	2.8	1.6
Income taxes	4.2	(16.3)	10.6	5.8
Depreciation of property, plant and equipment	10.8	10.0	10.1	6.6
Amortization of other assets	1.6	1.5	1.6	1.5
EBITDA⁽¹⁾	\$ 36.7	\$ 42.0	\$ 44.9	\$ 30.4
Reconciliation of EBITDA to Operating EBITDA:				
Losses on early buyout/cancellation of equipment rental contracts	0.1	-	0.4	0.5
Restructuring	2.7	-	0.6	0.1
Transaction costs	0.1	0.1	-	1.1
Conversion fees	(0.3)	(0.3)	(0.4)	(0.4)
Net (gain) on disposal of property, plant and equipment	(1.1)	(0.4)	(2.6)	(0.1)
Impairment of assets, net of reversals	2.4	1.2	0.4	1.5
Inventory fair value adjustment resulting from acquisition	-	0.1	0.4	2.5
Stock based compensation	0.8	0.5	0.7	1.2
Change in onerous contract provision	(0.2)	(0.3)	2.3	0.2
Proportionate share of equity accounted joint venture	0.4	(0.1)	-	-
Operating EBITDA⁽¹⁾	\$ 41.6	\$ 42.9	\$ 46.7	\$ 36.9

⁽¹⁾ Figures may not total due to rounding.

Forward-Looking Information

Certain statements in this MD&A may constitute “forward-looking” statements within the meaning of applicable Canadian securities legislation which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company or the industry in which they operate, to be materially different from any future results, performance or achievements expressed or implied by such forward looking statements. When used in this MD&A, such statements use words such as “may”, “will”, “expect”, “believe”, “plan” and other similar terminology. These statements reflect management’s current expectations regarding future events and operating performance and speak only as of the date of this MD&A. These forward-looking statements involve a number of risks and uncertainties, including those related to: (a) the Company’s ability to maintain profitability and manage its growth including SRS Growth, System Sales Growth, increases in net income, Operating EBITDA, Operating EBITDA Margin on System Sales,, and Adjusted net earnings (b) competition in the industry in which the Company operates; (c) the general state of the economy; (d) integration of acquisitions by the Company; (e) risk of future legal proceedings against the Company. These risk factors and others are discussed in detail under the heading “Risk Factors” in the Company’s Annual Information Form dated March 2, 2018. New risk factors may arise from time to time and it is not possible for management of the Company to predict all of those risk factors or the extent to which any factor or combination of factors may cause actual results, performance or achievements of the Company to be materially different from those contained in forward-looking statements. Given these risks and uncertainties, investors should not place undue reliance on forward-looking statements as a prediction of actual results. Although the forward-looking statements contained in this MD&A are based upon what management believes to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this MD&A.

Risks and Uncertainties

The financial performance of the Company is subject to a number of factors that affect the commercial food service industry generally and the full-service restaurant and limited-service restaurant segments of this industry in particular. The Canadian restaurant industry is intensely competitive with respect to price, value proposition, service, location and food quality. There are many well-established competitors, including those with greater financial and other resources than the Company. Competitors include national and regional chains, as well as numerous individually owned restaurants. Recently, competition has increased in the mid-price, full-service, casual dining segment of this industry in which many of the Company’s restaurants operate. Some of the Company’s competitors may have restaurant brands with longer operating histories or may be better established in markets where the Company’s restaurants are located or may be located. If the Company is unable to successfully compete in the segments of the Canadian Restaurant industry in which it operates, the financial condition and results of operations of the Company may be adversely affected.

The Canadian restaurant industry business is also affected by changes in demographic trends, traffic patterns, and the type, number and locations of competing restaurants. In addition, factors such as inflation, increased food, labour and benefit costs, and the availability of experienced management and hourly employees may adversely affect the restaurant industry in general and the Company in particular. Changing consumer preferences and discretionary spending patterns and factors affecting the availability of certain foodstuffs could force the Company to modify its restaurant content and menu and could result in a reduction of revenue. Even if the Company is able to successfully compete with other restaurant companies, it may be forced to make changes in one or more of its concepts in order to respond to changes in consumer tastes or dining patterns. If the Company changes a restaurant concept, it may lose additional customers who do not prefer the new concept and menu, and it may not be able to attract a sufficient new customer base to produce the revenue needed to make the restaurant profitable. Similarly, the Company may have different or additional competitors for its intended customers as a result of such a concept change and may not be able to successfully compete against such competitors. The Company’s success also depends on numerous other factors affecting discretionary consumer spending, including general economic conditions, disposable consumer income, consumer confidence and consumer concerns over food safety, the genetic origin of food products, public health issues and related matters. Adverse changes in these factors could reduce guest traffic or impose practical limits on pricing, either of which could reduce revenue and operating income, which would adversely affect the Company.

Please refer to the Company’s Annual Information Form available on SEDAR at www.sedar.com for a more comprehensive list.