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2024

QUARTERLY REPORT

ALIMENTATION COUCHE-TARD INC.
12-WEEK PERIOD ENDED JULY 23, 2023



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Management Discussion and Analysis

The purpose of this Management Discussion and Analysis (“MD&A”) is, as required by regulators, to explain management’s point of view on the financial position and results of the operations of Alimentation Couche-Tard Inc. (“Couche-Tard”) as well as its performance during the first quarter of the fiscal year ending April 28, 2024. More specifically, it aims to let the reader better understand our development strategy, performance in relation to objectives, future expectations, and how we address risk and manage our financial resources. This MD&A also provides information to improve the reader’s understanding of Couche-Tard’s unaudited interim condensed consolidated financial statements and related notes. It should therefore be read in conjunction with those documents. By “we”, “our”, “us” and “the Corporation”, we refer collectively to Couche-Tard and its subsidiaries.

Except where otherwise indicated, all financial information reflected herein is expressed in United States dollars (“US dollars”) and determined on the basis of International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). We also use measures in this MD&A that do not comply with IFRS as well as supplementary financial measures. The measures that do not comply with IFRS are described in the “Non-IFRS Measures” section of this MD&A and where such measures are presented, the reader is informed. Supplementary financial measures are described where such measures are presented. This MD&A should be read in conjunction with the audited annual consolidated financial statements and related notes included in our 2023 Annual Report and the unaudited interim condensed consolidated financial statements and related notes for the 12-week period ended ended July 23, 2023, which, along with additional information relating to Couche-Tard, including the most recent Annual Information Form, are available on SEDAR+ at <https://www.sedarplus.ca/> and on our website at <https://corpo.couche-tard.com/>.

Forward-Looking Statements

This MD&A includes certain statements that are “forward-looking statements” within the meaning of the securities laws of Canada. Any statement in this MD&A that is not a statement of historical fact may be deemed to be a forward-looking statement. When used in this MD&A, the words “believe”, “could”, “should”, “intend”, “expect”, “estimate”, “assume”, and other similar expressions are generally intended to identify forward-looking statements. It is important to know that the forward-looking statements in this MD&A describe our expectations as at September 6, 2023, which are not guarantees of the future performance of Couche-Tard or its industry, and involve known and unknown risks and uncertainties that may cause Couche-Tard’s or the industry’s outlook, actual results or performance to be materially different from any future results or performance expressed or implied by such statements. Our actual results could be materially different from our expectations if known or unknown risks affect our business, or if our estimates or assumptions turn out to be inaccurate. A change affecting an assumption can also have an impact on other interrelated assumptions, which could increase or diminish the effect of the change. As a result, we cannot guarantee that any forward-looking statement will materialize and, accordingly, the reader is cautioned not to place undue reliance on these forward-looking statements. Forward-looking statements do not take into account the effect that transactions or special items announced or occurring after the statements are made may have on our business. For example, they do not include sales of assets, monetization, mergers, acquisitions, other business combinations or transactions, asset write-down, the impact of the changing circumstances surrounding both the repercussions of the COVID-19 pandemic and the ongoing military conflict between Ukraine and Russia, or other charges announced or occurring after forward-looking statements are made.

Unless otherwise required by applicable securities laws, we disclaim any intention or obligation to update or revise forward-looking statements, whether as a result of new information, future events or otherwise.

The foregoing risks and uncertainties include the risks set forth under “Business Risks” in our 2023 Annual Report as well as other risks detailed from time to time in reports filed by Couche-Tard with securities regulators in Canada.

Our Business

We are the leader in the Canadian convenience store industry. In the United States, we are one of the largest independent convenience store operators. In Europe, we are a leader in convenience store and mobility retail business in the Scandinavian countries (Norway, Sweden, and Denmark), in the Baltic countries (Estonia, Latvia, and Lithuania), as well as in Ireland, and have an important presence in Poland. In Asia, we operate a network of company-operated convenience stores in Hong Kong Special Administrative Region of the People’s Republic of China (“Hong Kong SAR”) with an enviable local position.

As of July 23, 2023, our network comprised 9,239 convenience stores throughout North America, including 8,139 stores with road transportation fuel dispensing. Our North American network consists of 17 business units, including 14 in the United States covering 47 states and 3 in Canada covering all 10 provinces. Approximately 100,000 people are employed throughout our network and at our service offices in North America.

In Europe, we operate a broad retail network across Scandinavia, Ireland, Poland, and the Baltics through 7 business units. As of July 23, 2023, our network comprised 2,710 stores, the majority of which offer road transportation fuel and convenience products while the others are unmanned automated fuel stations which only offer road transportation fuel. We also offer other products, including aviation fuel and energy for stationary engines. Including employees at branded franchise stores, approximately 24,000 people are employed in our retail network, terminals, and service offices across Europe. In Asia, our network comprised 388 company-operated convenience stores in Hong Kong SAR through 1 business unit, offering a strong on-the-go food offer as well as a variety of other merchandise items and services. Approximately 4,000 people are employed in our retail network and service offices in Asia.

Furthermore, under licensing agreements, more than 2,000 stores are operated under the Circle K banner in 14 other countries and territories (Cambodia, Egypt, Guam, Guatemala, Honduras, Indonesia, Jamaica, Macau, Mexico, New Zealand, Saudi Arabia, South Africa, United Arab Emirates, and Vietnam), which brings the worldwide total network to more than 14,400 stores.

Our mission is to make our customers' lives a little easier every day. To this end, we strive to meet the demands and needs of people on-the-go. We offer fast and friendly service, providing fresh food, hot and cold beverages, car wash services, and other high-quality products and services including road transportation fuel and electric vehicle charging solutions, designed to meet or exceed our customers' demands in a clean, welcoming, and efficient environment. Our business model is our key to success. We are a customer-centric, financially disciplined organization that routinely compares best practices, and we use our global experience to enhance our operational expertise and continually invest in our people and our stores.

Value Creation

In the United States, the convenience store sector is fragmented and in a consolidation phase. We are participating in this process through our acquisitions, market share gains when competitors close sites, and by improving our offering. In Europe and Canada, the convenience store sector is often dominated by a few major players, including integrated oil companies. We intend to study investment opportunities that might come to us. In Asia, with our network in Hong Kong SAR, our business has a platform in place from which we are ready to grow. Combining our best practices with local market expertise will help accelerate organic expansion and provide new opportunities for consolidation in the region.

No matter the context, to create value, acquisitions have to be concluded at optimal conditions. Therefore, we do not favor store count growth to the detriment of profitability. In addition to acquisitions, organic development is playing an important role in the growth of our net earnings. We are focused on continuing to build and expand our network in key geographies where we can leverage our strengths to create value for our Corporation and its shareholders. Highlights have included the ongoing improvements we have made to our offer, including our *Fresh Food, Fast* program as well as our innovative and sustainable mobility solutions, our efforts to expand the flexibility and control in our supply chain and our ability to adapt quickly to changes. While staying true to our customary financial discipline, all these elements and our strong balance sheet have contributed to the growth in our net earnings and to value creation for our shareholders and other stakeholders. We intend to continue in this direction.

Exchange Rate Data

We use the US dollar as our reporting currency, which provides more relevant information given the predominance of our operations in the United States.

The following table sets forth information about exchange rates based upon closing rates expressed as US dollars per comparative currency unit:

	12-week periods ended	
	July 23, 2023	July 17, 2022
Average for the period⁽¹⁾		
Canadian dollar	0.7484	0.7778
Norwegian krone	0.0936	0.1031
Swedish krone	0.0943	0.0995
Danish krone	0.1464	0.1412
Zloty	0.2431	0.2248
Euro	1.0903	1.0503
Hong Kong dollar	0.1277	0.1274

(1) Calculated by taking the average of the closing exchange rates of each day in the applicable period.

The following table sets forth information about exchange rates based upon closing rates expressed as US dollars per comparative currency unit:

Period end	As at July 23, 2023	As at April 30, 2023
Canadian dollar	0.7583	0.7330
Norwegian krone	0.0995	0.0931
Swedish krone	0.0963	0.0967
Danish krone	0.1493	0.1473
Zloty	0.2495	0.2397
Euro	1.1123	1.0981
Hong Kong dollar	0.1279	0.1274

As we use the US dollar as our reporting currency in our consolidated financial statements and in this document, unless indicated otherwise, results from our operations in other currencies are translated into US dollars using the average rate for the period. Unless otherwise indicated, variations and explanations regarding changes in the foreign exchange rate and the volatility of the Canadian dollar, European currencies, and Hong Kong dollar, which we discuss in the present document, are related to the translation into US dollars of our Canadian, European, Asian, and corporate operations' results ("foreign currency operations"). For the analysis of consolidated results, those variations are determined as being the difference between the corresponding period results in local currencies translated at the current period average exchange rate and the corresponding period results in local currencies translated at the corresponding period average exchange rate. For the analysis of the consolidated balance sheet, those variations are determined as being the difference between the balances in local currencies as at July 23, 2023 translated at the July 23, 2023 closing exchange rate, the balances in local currencies as at April 30, 2023 translated at the April 30, 2023 closing exchange rate, and the variations in local currencies between those two dates translated at the current period average exchange rate.

Overview of the First Quarter of Fiscal 2024

Financial Results

Net earnings for the first quarter of fiscal 2024 amounted to \$834.1 million, representing \$0.85 per share on a diluted basis, compared with \$872.4 million for the corresponding quarter of fiscal 2023, representing \$0.85 per share on a diluted basis.

The results for the first quarter of fiscal 2024 and the first quarter of fiscal 2023 were affected by specific items disclosed in the "Non-IFRS measures" section of this MD&A. Excluding these items, adjusted net earnings¹ were approximately \$838.0 million (\$0.86 per share on a diluted basis¹) for the first quarter of fiscal 2024, compared with \$875.0 million (\$0.85 per share on a diluted basis¹) for the corresponding quarter of fiscal 2023, a decrease of \$37.0 million, or 4.2%, primarily driven by lower road transportation fuel gross profit¹ in Europe and other regions, and by higher depreciation and expenses, partly offset by organic growth in the convenience activities.

Changes in our Network during the First Quarter of Fiscal 2024

Commitment for the acquisition of certain assets from TotalEnergies SE

On July 7, 2023, we reached an agreement to acquire 2,193 sites from TotalEnergies SE for a total cash consideration of approximately €3.1 billion (\$3.4 billion). The retail assets included in the transaction cover 1,195 sites located in Germany, 566 sites in Belgium, 387 sites in Netherlands, and 45 sites in Luxembourg, of which 1,495 sites are company-owned and 698 sites are dealer-owned. For the same sites included in the transaction, 12% are company-operated and 88% are dealer-operated. The transaction comprises 100% of TotalEnergies SE's retail assets in Germany and Netherlands, as well as a 60% interest in the Belgium and Luxembourg entities. We expect the transaction to close before the end of calendar year 2023 and it remains subject to customary closing conditions and regulatory approvals. The transaction would be financed using available cash, existing credit facilities, including the United States commercial paper program, and new term loans. During the fiscal year ended April 30, 2023, to mitigate the currency fluctuation risk associated with the Euro, we entered into currency forward contracts with financial institutions for a portion of the consideration, representing €1.6 billion. In April 2023, we obtained commitments for new term loans of €1.5 billion and \$1.75 billion. The term loans are available exclusively to finance this transaction.

¹ Please refer to the "Non-IFRS Measures" section for additional information on performance measures not defined by IFRS.

Commitment for the acquisition of convenience retail and fuel sites operating under the MAPCO brand

On April 27, 2023, we entered into a binding agreement to acquire 112 company-owned and operated convenience retail and fuel sites operating under the MAPCO brand and located in the states of Alabama, Georgia, Kentucky, Mississippi and Tennessee, in the United States, for a total cash consideration of approximately \$459.0 million subject to post-closing adjustments. The agreement also includes surplus property and a logistics fleet. The transaction would be financed using available cash and existing credit facilities, including the United States commercial paper program. We expect the transaction to close before the end of calendar year 2023 and it remains subject to customary closing conditions.

Single-site acquisitions

We acquired four company-operated stores. We settled these transactions using our available cash.

Store construction

We completed the construction of 16 stores and the relocation or reconstruction of 3 stores. As of July 23, 2023, another 45 stores were under construction and should open in the upcoming quarters.

Summary of changes in our store network

The following table presents certain information regarding changes in our store network over the 12-week period ended July 23, 2023⁽¹⁾:

Type of site	12-week period ended July 23, 2023				Total
	Company-operated ⁽²⁾	CODO ⁽³⁾	DODO ⁽⁴⁾	Franchised and other affiliated ⁽⁵⁾	
Number of sites, beginning of period	9,983	344	820	1,285	12,432
Acquisitions	4	—	—	—	4
Openings / constructions / additions	16	—	10	10	36
Closures / disposals / withdrawals	(65)	(3)	(33)	(34)	(135)
Store conversions	4	(1)	(5)	2	—
Number of sites, end of period	9,942	340	792	1,263	12,337
Circle K branded sites under licensing agreements					2,084
Total network					14,421
Number of automated fuel stations included in the period-end figures ⁽⁶⁾	984	—	2	—	986

- (1) These figures include 50% of the stores operated through RDK, a joint venture.
- (2) Sites for which the real estate is controlled by Couche-Tard (through ownership or lease agreements) and for which the stores (and/or the service stations) are operated by Couche-Tard or one of its commission agents. This includes stand alone car wash sites.
- (3) Sites for which the real estate is controlled by Couche-Tard (through ownership or lease agreements) and for which the stores (and/or the service stations) are operated by an independent operator in exchange for rent and to which Couche-Tard sometimes provides road transportation fuel through supply contracts. Some of these sites are subject to a franchise agreement, licensing or other similar agreement under one of our main or secondary banners.
- (4) Sites controlled and operated by independent operators to which Couche-Tard supplies road transportation fuel through supply contracts. Some of these sites are subject to a franchise agreement, licensing or other similar agreement under one of our main or secondary banners.
- (5) Stores operated by an independent operator through a franchising, licensing or another similar agreement under one of our main or secondary banners.
- (6) These sites sell road transportation fuel only.

Share Repurchase Program

On April 26, 2023, the Toronto Stock Exchange approved the renewal of our share repurchase program, which took effect on May 1, 2023. The renewed share repurchase program allows us to repurchase up to 49.1 million shares, representing 5.0% of the shares outstanding as at April 20, 2023, and the share repurchase period will end no later than April 30, 2024. During the first quarter of fiscal 2024, we repurchased 4.7 million shares for an amount of \$230.0 million.

Subsequent to the end of the first quarter of fiscal 2024 and under the share repurchase program, we repurchased 10.8 million shares through a private agreement, for an amount of \$529.7 million.

All shares repurchased under the share repurchase program were cancelled upon their repurchase. An automatic securities purchase plan, which was pre-cleared by the Toronto Stock Exchange, is also in place and could allow a designated broker to repurchase our shares on our behalf within parameters established by us.

Fire & Flower Holdings Corp. (“Fire & Flower”)

On June 6, 2023, following the reception by Fire & Flower of an order for creditor protection under the *Companies’ Creditors Arrangement Act*, we executed a facility agreement with Fire & Flower pursuant to which we agreed to advance a CA \$9.8 million (\$7.2 million) debtor-in-possession loan. On June 21, 2023, the Ontario Superior Court of Justice approved a Sales and Investment Solicitation Process (“SISP”) pursuant to which one of our wholly-owned subsidiaries was acting as stalking horse bidder. Subsequent to the end of the first quarter of fiscal 2024 and following an auction held on August 15, 2023, our wholly-owned subsidiary was selected as the back-up bidder and our back-up bid will remain valid until the closing of the transaction contemplated by the successful bid, in accordance with the SISP.

On June 30, 2023, the unsecured convertible debentures matured without being converted and the Series C Warrants expired without being exercised. As at July 23, 2023, the carrying amount of the CA \$2.4 million (\$1.8 million) outstanding principal of unsecured debentures was nil.

Dividends

During its September 6, 2023 meeting, the Board of Directors declared a quarterly dividend of CA 14.0¢ per share for the first quarter of fiscal 2024 to shareholders on record as at September 15, 2023, and approved its payment effective September 29, 2023. This is an eligible dividend within the meaning of the *Income Tax Act* (Canada).

Outstanding Shares and Stock Options

As at September 4, 2023, Couche-Tard had 966,088,147 Common shares issued and outstanding. In addition, as at the same date, Couche-Tard had 3,547,837 outstanding stock options for the purchase of Common shares.

Non-IFRS Measures

To provide more information for evaluating the Corporation's performance, the financial information included in our financial documents contains certain data that are not performance measures under IFRS ("non-IFRS measures"), which are also calculated on an adjusted basis to exclude specific items. We believe that providing those non-IFRS measures is useful to management, investors, and analysts, as they provide additional information to measure the performance and financial position of the Corporation.

The following non-IFRS financial measures are used in our financial disclosures:

- Gross profit;
- Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA;
- Adjusted net earnings;
- Interest-bearing debt;
- Available liquidities.

The following non-IFRS ratios are used in our financial disclosures:

- Merchandise and service gross margin and Road transportation fuel gross margin;
- Normalized growth of operating, selling, general and administrative expenses;
- Growth of same-store merchandise revenues for Europe and other regions;
- Adjusted diluted net earnings per share;
- Leverage ratio;
- Return on equity and return on capital employed.

The following capital management measure is used in our financial disclosures:

- Net interest-bearing debt/total capitalization.

Supplementary financial measures are also used in our financial disclosures and those measures are described where they are presented.

Non-IFRS financial measures and ratios, as well as the capital management measure, are mainly derived from the consolidated financial statements, but do not have standardized meanings prescribed by IFRS. These non-IFRS measures should not be considered in isolation or as a substitute for financial measures prepared in accordance with IFRS. In addition, our definitions of non-IFRS measures may differ from those of other public corporations. Any such modification or reformulation may be significant. These measures are also adjusted for the pro forma impact of our acquisitions and impacts of new accounting standards, if they are considered to be material.

Gross profit. Gross profit consists of revenues less the cost of sales, excluding depreciation, amortization and impairment. This measure is considered useful for evaluating the underlying performance of our operations.

The table below reconciles revenues and cost of sales, excluding depreciation, amortization and impairment, as per IFRS, to gross profit:

<i>(in millions of US dollars)</i>	12-week periods ended	
	July 23, 2023	July 17, 2022
Revenues	15,623.2	18,657.7
Cost of sales, excluding depreciation, amortization and impairment	12,684.8	15,774.9
Gross profit	2,938.4	2,882.8

Please note that the same reconciliation applies in the determination of gross profit by category and by geography presented in the section "Summary Analysis of Consolidated Results".

Merchandise and service gross margin. Merchandise and service gross margin consists of Merchandise and service gross profit divided by Merchandise and service revenues, both measures are presented in the section "Summary Analysis of Consolidated Results". Merchandise and service gross margin is considered useful for evaluating how efficiently we generate gross profit by dollar of revenue.

Road transportation fuel gross margin. Road transportation fuel gross margin consists of Road transportation fuel gross profit divided by total volume of road transportation fuel sold. For the United States and Europe and other regions, both measures are presented in the section “Summary Analysis of Consolidated Results”. For Canada, this measure is presented in functional currency and the table below reconciles, for road transportation fuel, Revenues and Cost of sales, excluding depreciation, amortization and impairment, as per IFRS, to gross profit and the resulting road transportation fuel gross margin. This measure is considered useful for evaluating how efficiently we generate gross profit by gallon or liter of road transportation fuel sold.

<i>(in millions of Canadian dollars, unless otherwise noted)</i>	12-week periods ended	
	July 23, 2023	July 17, 2022
Road transportation fuel revenues	1,935.7	2,136.5
Road transportation fuel cost of sales, excluding depreciation, amortization and impairment	1,752.6	1,966.3
Road transportation fuel gross profit	183.1	170.2
Total road transportation fuel volume sold (in millions of liters)	1,382.2	1,212.1
Road transportation fuel gross margin (CA cents per liter)	13.25	14.04

Normalized growth of operating, selling, general and administrative expenses (“normalized growth of expenses”). Normalized growth of expenses consists of the growth of Operating, selling, general and administrative expenses adjusted for the impact of the changes in our network, the impact from changes in accounting policies and adoption of accounting standards, the impact of more volatile items over which we have limited control including, but not limited to, the net impact of foreign exchange translation, electronic payment fees excluding acquisitions, and acquisition costs, as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. This measure is considered useful for evaluating our ability to control our expenses on a comparable basis.

The table below reconciles growth of Operating, selling, general and administrative expenses to normalized growth of expenses:

<i>(in millions of US dollars, unless otherwise noted)</i>	12-week periods ended					
	July 23, 2023	July 17, 2022	Variation	July 17, 2022	July 18, 2021	Variation
Operating, selling, general and administrative expenses, as published	1,439.1	1,398.1	2.9%	1,398.1	1,278.1	9.4%
Adjusted for:						
Decrease (increase) from change in electronic payment fees, excluding acquisitions	26.5	—	1.9%	(46.7)	—	(3.7%)
Increase from incremental expenses related to acquisitions	(24.0)	—	(1.7%)	(11.1)	—	(0.9%)
Decrease from the net impact of foreign exchange translation	10.0	—	0.7%	31.6	—	2.5%
Increase from changes in acquisition costs recognized to earnings	(2.3)	—	(0.1%)	(0.4)	—	—
Normalized growth of expenses	1,449.3	1,398.1	3.7%	1,371.5	1,278.1	7.3%

Growth of same-store merchandise revenues for Europe and other regions. Same-store merchandise revenues represent cumulated merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues. For Europe and other regions, the growth of same-store merchandise revenues is calculated based on constant currencies using the respective current period average exchange rate for both the current and corresponding period. In Europe and other regions, same-store merchandise revenues include same-store revenues from company-operated stores, as well as CODO and DODO stores which are not included in our consolidated results. This measure is considered useful for evaluating our ability to generate organic growth on a comparable basis in our overall European and other regions store network.

The table below reconciles Merchandise and service revenues, as per IFRS, to same-store merchandise revenues for Europe and other regions and the resulting percentage of growth:

<i>(in millions of US dollars, unless otherwise noted)</i>	12-week periods ended			
	July 23, 2023	July 17, 2022	July 17, 2022	July 18, 2021
Merchandise and service revenues for Europe and other regions	622.0	537.1	537.1	561.4
Adjusted for:				
Service revenues	(54.4)	(39.8)	(39.8)	(44.8)
Net foreign exchange impact	—	4.9	—	(46.7)
Merchandise revenues not meeting the definition of same-store	(18.5)	(11.7)	(19.1)	(17.8)
Same-store merchandise revenues from stores not included in our consolidated results, including the impact of store conversions	81.5	123.6	84.9	95.7
Total Same-store merchandise revenues for Europe and other regions	630.6	614.1	563.1	547.8
Growth of same-store merchandise revenues for Europe and other regions	2.7%		2.8%	

Earnings before interest, taxes, depreciation, amortization and impairment (“EBITDA”) and adjusted EBITDA. EBITDA represents net earnings plus income taxes, net financial expenses, and depreciation, amortization and impairment. Adjusted EBITDA represents the EBITDA adjusted for acquisition costs, the impact from changes in accounting policies and adoption of accounting standards as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. These performance measures are considered useful to facilitate the evaluation of our ongoing operations and our ability to generate cash flows to fund our cash requirements, including our capital expenditures program, share repurchases, and payment of dividends.

The table below reconciles net earnings, as per IFRS, to EBITDA and adjusted EBITDA:

<i>(in millions of US dollars)</i>	12-week periods ended	
	July 23, 2023	July 17, 2022
Net earnings	834.1	872.4
Add:		
Income taxes	246.4	244.6
Net financial expenses	70.7	67.1
Depreciation, amortization and impairment	360.5	319.2
EBITDA	1,511.7	1,503.3
Adjusted for:		
Acquisition costs	3.5	1.2
Adjusted EBITDA	1,515.2	1,504.5

Adjusted net earnings and adjusted diluted net earnings per share. Adjusted net earnings represents net earnings adjusted for net foreign exchange gains or losses, acquisition costs, the impact from changes in accounting policies and adoption of accounting standards, impairment on goodwill, investments in subsidiaries, joint ventures and associated companies as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. These measures are considered useful for evaluating the underlying performance of our operations on a comparable basis.

The table below reconciles net earnings, as per IFRS, with adjusted net earnings and adjusted diluted net earnings per share:

<i>(in millions of US dollars, except per share amounts, or unless otherwise noted)</i>	12-week periods ended	
	July 23, 2023	July 17, 2022
Net earnings	834.1	872.4
Adjusted for:		
Acquisition costs	3.5	1.2
Net foreign exchange loss	0.3	1.0
Tax impact of the items above and rounding	0.1	0.4
Adjusted net earnings	838.0	875.0
Weighted average number of shares - diluted (in millions)	980.0	1,027.2
Adjusted diluted net earnings per share	0.86	0.85

Interest-bearing debt. This measure represents the sum of the following balance sheet accounts: Short-term debt and current portion of long-term debt, Long-term debt, Current portion of lease liabilities and Lease liabilities. This measure is considered useful to facilitate the understanding of our financial position in relation with financing obligations. The calculation of this measure of financial position is detailed in the “Net interest-bearing debt/total capitalization” section below.

Net interest-bearing debt/total capitalization. This measure represents the basis for monitoring our capital and is considered useful to assess our financial health, risk profile, and ability to meet our financing obligations. It also provides insights into how our financing obligations are structured in relation with our total capitalization.

The table below presents the calculation of this performance measure:

<i>(in millions of US dollars, except ratio data)</i>	As at July 23, 2023	As at April 30, 2023
Short-term debt and current portion of long-term debt	480.6	0.7
Current portion of lease liabilities	437.6	438.1
Long-term debt	5,939.2	5,888.3
Lease liabilities	3,154.5	3,138.8
Interest-bearing debt	10,011.9	9,465.9
Less: Cash and cash equivalents	(1,956.6)	(834.2)
Net interest-bearing debt	8,055.3	8,631.7
Equity	13,281.8	12,564.5
Net interest-bearing debt	8,055.3	8,631.7
Total capitalization	21,337.1	21,196.2
Net interest-bearing debt to total capitalization ratio	0.38 : 1	0.41 : 1

Leverage ratio. This measure represents a measure of financial condition considered useful to assess our financial leverage and our ability to cover our net financing obligations in relation to our adjusted EBITDA.

The table below reconciles net interest-bearing debt and adjusted EBITDA, for which the calculation methodologies are described in other tables of this section, with the leverage ratio:

<i>(in millions of US dollars, except ratio data)</i>	53-week periods ended	
	July 23, 2023	April 30, 2023
Net interest-bearing debt	8,055.3	8,631.7
Adjusted EBITDA	5,786.1	5,775.4
Leverage ratio	1.39 : 1	1.49 : 1

Return on equity. This measure is considered useful to assess the relation between our profitability and our net assets and it also provides insights into how efficiently we are using our equity to generate returns for our shareholders. Average equity is calculated by taking the average of the opening and closing balance for the 53-week periods.

The table below reconciles net earnings, as per IFRS, with the ratio of return on equity:

<i>(in millions of US dollars, unless otherwise noted)</i>	53-week periods ended	
	July 23, 2023	April 30, 2023
Net earnings	3,052.6	3,090.9
Equity - Opening balance	12,418.3	12,437.6
Equity - Ending balance	13,281.8	12,564.5
Average equity	12,850.1	12,501.1
Return on equity	23.8%	24.7%

Return on capital employed. This measure is considered useful as it provides insights into our ability to generate returns from the total amount of capital invested in our operations and it also helps assessing our operational efficiency and capital allocation decisions. Earnings before interest and taxes (“EBIT”) represents net earnings plus income taxes and net financial expenses. Capital employed represents total assets less short-term liabilities not bearing interest, which excludes the short-term debt and current portion of long-term debt and current portion of lease liabilities. Average capital employed is calculated by taking the average of the beginning and ending balance of capital employed for the 53-week periods.

The table below reconciles net earnings, as per IFRS, to EBIT with the ratio of return on capital employed:

<i>(in millions of US dollars, unless otherwise noted)</i>	53-week periods ended	
	July 23, 2023	April 30, 2023
Net earnings	3,052.6	3,090.9
Add:		
Income taxes	840.0	838.2
Net financial expenses	310.3	306.7
EBIT	4,202.9	4,235.8
Capital employed - Opening balance ⁽¹⁾	23,860.1	24,001.0
Capital employed - Ending balance ⁽¹⁾	25,583.1	24,323.0
Average capital employed	24,721.6	24,162.0
Return on capital employed	17.0%	17.5%

(1) The table below reconciles balance sheet line items, as per IFRS, to capital employed:

<i>(in millions of US dollars)</i>	As at July 23, 2023	As at July 17, 2022	As at April 30, 2023	As at April 24, 2022
Total Assets	30,325.9	29,350.6	29,049.2	29,591.6
Less: Current liabilities	(5,661.0)	(5,906.7)	(5,165.0)	(6,017.4)
Add: Short-term debt and current portion of long-term debt	480.6	1.5	0.7	1.4
Add: Current portion of lease liabilities	437.6	414.7	438.1	425.4
Capital employed	25,583.1	23,860.1	24,323.0	24,001.0

Available liquidities. This measure represents Cash and cash equivalents plus amounts available under our term revolving unsecured operating credit facility less the outstanding principal of issued unsecured commercial paper notes. Please note that the change in the composition of this measure relating to the outstanding principal of issued unsecured commercial paper notes is to reflect the fact that the term revolving unsecured operating credit facility serves as a liquidity backstop for the repayment of the unsecured commercial paper notes. The first quarter of fiscal 2024 being the first reporting period with an outstanding principal of issued unsecured commercial paper notes at the reporting date, this change was deemed necessary to accurately reflect available liquidities. This measure is considered useful to evaluate our ability to meet our liquidity needs for the foreseeable future.

The table below reconciles Cash and cash equivalents, as per IFRS, with available liquidities:

<i>(in millions of US dollars)</i>	As at July 23, 2023	As at April 30, 2023
Cash and cash equivalents	1,956.6	834.2
Add: Unused portion of the term revolving unsecured operating credit facility	3,500.0	3,500.0
Less: Letters of credit reducing the amount that may be borrowed on the term revolving unsecured operating credit facility	(2.9)	(2.9)
Less: Outstanding principal of issued unsecured commercial paper notes	(480.0)	—
Available liquidities	4,973.7	4,331.3

Summary Analysis of Consolidated Results for the First Quarter of Fiscal 2024

The following table highlights certain information regarding our operations for the 12-week periods ended July 23, 2023, and July 17, 2022, and the results analysis in this section should be read in conjunction with this table. The results from our operations in Europe and Asia are presented together as Europe and other regions.

	12-week periods ended		
	July 23, 2023	July 17, 2022	Variation %
<i>(in millions of US dollars, unless otherwise stated)</i>			
Statement of Operations Data:			
Merchandise and service revenues ⁽¹⁾ :			
United States	3,005.3	2,904.9	3.5
Europe and other regions	622.0	537.1	15.8
Canada	648.5	630.5	2.9
Total merchandise and service revenues	4,275.8	4,072.5	5.0
Road transportation fuel revenues:			
United States	7,522.2	9,681.4	(22.3)
Europe and other regions	2,263.7	2,975.9	(23.9)
Canada	1,449.3	1,661.8	(12.8)
Total road transportation fuel revenues	11,235.2	14,319.1	(21.5)
Other revenues ⁽²⁾ :			
United States	8.2	9.7	(15.5)
Europe and other regions	95.1	250.5	(62.0)
Canada	8.9	5.9	50.8
Total other revenues	112.2	266.1	(57.8)
Total revenues	15,623.2	18,657.7	(16.3)
Merchandise and service gross profit ⁽¹⁾⁽³⁾ :			
United States	1,030.0	985.3	4.5
Europe and other regions	248.2	208.7	18.9
Canada	219.7	208.9	5.2
Total merchandise and service gross profit	1,497.9	1,402.9	6.8
Road transportation fuel gross profit ⁽³⁾ :			
United States	1,074.6	1,031.4	4.2
Europe and other regions	197.6	280.7	(29.6)
Canada	137.1	132.4	3.5
Total road transportation fuel gross profit	1,409.3	1,444.5	(2.4)
Other revenues gross profit ⁽²⁾⁽³⁾ :			
United States	8.2	9.7	(15.5)
Europe and other regions	16.3	19.8	(17.7)
Canada	6.7	5.9	13.6
Total other revenues gross profit	31.2	35.4	(11.9)
Total gross profit⁽³⁾	2,938.4	2,882.8	1.9
Operating, selling, general and administrative expenses	1,439.1	1,398.1	2.9
Gain on disposal of property and equipment and other assets	(3.5)	(13.0)	(73.1)
Depreciation, amortization and impairment	360.5	319.2	12.9
Operating income	1,142.3	1,178.5	(3.1)
Net financial expenses	70.7	67.1	5.4
Net earnings	834.1	872.4	(4.4)
Per Share Data:			
Basic net earnings per share (dollars per share)	0.85	0.85	—
Diluted net earnings per share (dollars per share)	0.85	0.85	—
Adjusted diluted net earnings per share (dollars per share) ⁽³⁾	0.86	0.85	1.2

(in millions of US dollars, unless otherwise stated)

Other Operating Data:

	12-week periods ended		
	July 23, 2023	July 17, 2022	Variation %
Merchandise and service gross margin ⁽¹⁾⁽³⁾ :			
Consolidated	35.0%	34.4%	0.6
United States	34.3%	33.9%	0.4
Europe and other regions	39.9%	38.9%	1.0
Canada	33.9%	33.1%	0.8
Growth of (decrease in) same-store merchandise revenues ⁽⁴⁾ :			
United States ⁽⁵⁾⁽⁶⁾	2.1%	3.5%	
Europe and other regions ⁽³⁾	2.7%	2.8%	
Canada ⁽⁵⁾⁽⁶⁾	6.4%	(1.3%)	
Road transportation fuel gross margin ⁽³⁾ :			
United States (cents per gallon)	50.05	49.00	2.1
Europe and other regions (cents per liter)	8.21	12.26	(33.0)
Canada (CA cents per liter)	13.25	14.04	(5.6)
Total volume of road transportation fuel sold:			
United States (millions of gallons)	2,146.9	2,105.0	2.0
Europe and other regions (millions of liters)	2,406.8	2,288.8	5.2
Canada (millions of liters)	1,382.2	1,212.1	14.0
Growth of (decrease in) same-store road transportation fuel volumes ⁽⁵⁾ :			
United States	0.7%	(4.0%)	
Europe and other regions	(1.5%)	(3.7%)	
Canada	7.2%	0.4%	

(in millions of US dollars, unless otherwise stated)

Balance Sheet Data:

	As at July 23, 2023	As at April 30, 2023	Variation \$
Total assets	30,325.9	29,049.2	1,276.7
Interest-bearing debt ⁽³⁾	10,011.9	9,465.9	546.0
Equity	13,281.8	12,564.5	717.3
Indebtedness Ratios⁽³⁾:			
Net interest-bearing debt/total capitalization	0.38 : 1	0.41 : 1	
Leverage ratio	1.39 : 1	1.49 : 1	
Returns⁽³⁾:			
Return on equity	23.8%	24.7%	
Return on capital employed	17.0%	17.5%	

(1) Includes revenues derived from franchise fees, royalties, suppliers' rebates on some purchases made by franchisees and licensees, as well as from wholesale of merchandise. Franchise fees from international licensed stores are presented in the United States.

(2) Includes revenues from the rental of assets and from the sale of aviation fuel and energy for stationary engines.

(3) Please refer to the "Non-IFRS measures" section for additional information on our capital management measure as well as performance measures not defined by IFRS.

(4) This measure represents the growth of (decrease in) cumulated merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues.

(5) For company-operated stores only.

(6) Calculated based on respective functional currencies.

Revenues

Our revenues were \$15.6 billion for the first quarter of fiscal 2024, down by \$3.0 billion, a decrease of 16.3% compared with the corresponding quarter of fiscal 2023. This decrease is mainly attributable to a lower average road transportation fuel selling price as well as the net negative impact of approximately \$118.0 million from the translation of our foreign currency operations into US dollars, while being partly offset by the contribution from acquisitions, higher road transportation fuel demand as well as organic growth of our convenience activities.

Merchandise and service revenues

Total merchandise and service revenues for the first quarter of fiscal 2024 were \$4.3 billion, an increase of \$203.3 million compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately \$25.0 million. The remaining increase of approximately \$228.0 million, or 5.6%, is primarily attributable to organic growth, and to the contribution from acquisitions which amounted to approximately \$52.0 million. Same-store merchandise revenues increased by 2.1% in the United States, by 2.7%¹ in Europe and other regions, and by 6.4% in Canada, driven by our diversified offer in the beverage category as well as the continued growth of our *Fresh Food*, *Fast* program and private brands.

Road transportation fuel revenues

Total road transportation fuel revenues for the first quarter of fiscal 2024 were \$11.2 billion, a decrease of \$3.1 billion compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately \$96.0 million. The remaining decrease of approximately \$3.0 billion, or 20.9%, is attributable to a lower average road transportation fuel selling price, which had an impact of approximately \$3.5 billion, partly offset by the impact of strategic initiatives leading to higher road transportation fuel volumes as well as by the contribution from acquisitions, which amounted to approximately \$141.0 million. Same-store road transportation fuel volumes increased by 0.7% in the United States and by 7.2% in Canada, favorably impacted by lower crude oil prices and promotional activities. Same-store road transportation fuel volumes decreased by 1.5% in Europe and other regions, unfavorably impacted by challenging macroeconomic conditions, including high inflation.

The following table shows the average selling price of road transportation fuel of our company-operated stores in our various markets for the last eight quarters. The average selling price of road transportation fuel consists of the road transportation fuel revenues divided by the volume of road transportation fuel sold:

Quarter	2 nd	3 rd	4 th	1 st	Weighted average
<u>53-week period ended July 23, 2023</u>					
United States (US dollars per gallon)	3.84	3.50	3.52	3.52	3.59
Europe and other regions (US cents per liter)	117.39	113.55	109.77	98.02	109.96
Canada (CA cents per liter)	149.55	143.32	137.66	142.77	143.25
<u>52-week period ended July 17, 2022</u>					
United States (US dollars per gallon)	3.08	3.28	3.94	4.61	3.69
Europe and other regions (US cents per liter)	86.29	96.66	120.84	129.11	106.91
Canada (CA cents per liter)	123.00	129.39	150.30	179.15	143.78

Other revenues

Total other revenues for the first quarter of fiscal 2024 were \$112.2 million, a decrease of \$153.9 million compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately \$2.0 million. The remaining decrease of approximately \$156.0 million, or 58.6%, is primarily driven by lower aviation fuel volume sold and lower prices on our other fuel products, which had a minimal impact on gross profit¹.

¹ Please refer to the "Non-IFRS Measures" section for additional information on performance measures not defined by IFRS.

Gross profit¹

Our gross profit was \$2.9 billion for the first quarter of fiscal 2024, up by \$55.6 million, or 1.9%, compared with the corresponding quarter of fiscal 2023, mainly attributable to organic growth in our convenience activities as well as the contribution from acquisitions, while being partly offset by lower road transportation fuel gross margins¹ in Europe and other regions, and the net negative impact of the translation of our foreign currency operations into US dollars of approximately \$16.0 million.

Merchandise and service gross profit

In the first quarter of fiscal 2024, our merchandise and service gross profit was \$1.5 billion, an increase of \$95.0 million compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately \$10.0 million. The remaining increase of approximately \$105.0 million, or 7.5%, is primarily due to organic growth as well as by the contribution from acquisitions which amounted to approximately \$28.0 million. Our gross margin¹ increased by 0.4% in the United States to 34.3%, by 1.0% in Europe and other regions to 39.9%, and by 0.8% in Canada to 33.9%, all impacted favorably by a change in product mix.

Road transportation fuel gross profit

In the first quarter of fiscal 2024, our road transportation fuel gross profit was \$1.4 billion, a decrease of \$35.2 million compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately \$6.0 million. The remaining decrease in our gross profit was approximately \$29.0 million, or 2.0%. In the United States, our road transportation fuel gross margin¹ was 50.05¢ per gallon, an increase of 1.05¢ per gallon, and in Canada, it was CA 13.25¢ per liter, a decrease of CA 0.79¢ per liter. Fuel margins remained healthy throughout our North American network, due to favorable market conditions and the continued work on the optimization of our supply chain. In Europe and other regions, our road transportation fuel gross margin¹ was US 8.21¢ per liter, a decrease of US 4.05¢ per liter, mostly driven by the volatility of the global fuel market, more impactful to our European gross margin¹ due to a more integrated supply chain model in this region.

The road transportation fuel gross margin¹ of our company-operated stores in the United States and the impact of expenses related to electronic payment modes for the last eight quarters, were as follows:

(US cents per gallon)

Quarter	2 nd	3 rd	4 th	1 st	Weighted average
53-week period ended July 23, 2023					
Before deduction of expenses related to electronic payment modes	51.11	48.39	46.43	51.26	49.17
Expenses related to electronic payment modes ⁽¹⁾	6.53	6.20	6.17	6.13	6.41
After deduction of expenses related to electronic payment modes	44.58	42.19	40.26	45.13	42.76
52-week period ended July 17, 2022					
Before deduction of expenses related to electronic payment modes	37.68	41.02	47.55	50.95	44.01
Expenses related to electronic payment modes ⁽¹⁾	5.31	5.74	6.61	7.21	6.18
After deduction of expenses related to electronic payment modes	32.37	35.28	40.94	43.74	37.83

- (1) Expenses related to electronic payment modes are determined by allocating the portion of total electronic payment modes, which are included in Operating, selling, general and administrative expenses, deemed related to our United-States company-operated stores road transportation fuel transactions.

The road transportation fuel gross margin¹ of our network in Europe and other regions and in Canada for the last eight quarters, were as follows:

Quarter	2 nd	3 rd	4 th	1 st	Weighted average
53-week period ended July 23, 2023					
Europe and other regions (US cents per liter)	9.76	8.01	10.60	8.21	9.07
Canada (CA cents per liter)	12.55	12.52	12.13	13.25	12.60
52-week period ended July 17, 2022					
Europe and other regions (US cents per liter)	10.57	10.83	7.51	12.26	10.28
Canada (CA cents per liter)	11.03	11.78	13.41	14.04	12.46

Generally, road transportation fuel margins can be volatile from one quarter to another, but tend to be more stable over longer periods. In Europe and other regions, fuel margin volatility is impacted by a longer supply chain due to a more integrated model. In Europe and other regions and in Canada, expenses related to electronic payment modes are not as volatile as in the United States.

¹ Please refer to the "Non-IFRS Measures" section for additional information on performance measures not defined by IFRS.

Other revenues gross profit

In the first quarter of fiscal 2024, other revenues gross profit was \$31.2 million, a decrease of \$4.2 million compared with the corresponding period of fiscal 2023. The translation of our foreign currency operations into US dollars had no significant impact on gross profit for the first quarter of fiscal 2024.

Operating, selling, general and administrative expenses (“expenses”)

For the first quarter of fiscal 2024, expenses increased by 2.9% compared with the corresponding period of fiscal 2023, while normalized growth of expenses¹ was 3.7%, as shown in the table below:

	12-week periods ended	
	July 23, 2023	July 17, 2022
Growth of expenses, as reported	2.9%	9.4%
Adjusted for:		
Decrease (increase) from change in electronic payment fees, excluding acquisitions	1.9%	(3.7%)
Increase from incremental expenses related to acquisitions	(1.7%)	(0.9%)
Decrease from the net impact of foreign exchange translation	0.7%	2.5%
Increase from changes in acquisition costs recognized to earnings	(0.1%)	—
Normalized growth of expenses¹	3.7%	7.3%

Normalized growth of expenses¹ was mainly driven by the impact of costs from rising minimum wages, inflationary pressures, and incremental investments to support our strategic initiatives, while being partly offset by the continued strategic efforts to control our expenses. Our control of expenses is evidenced by our normalized growth of expenses¹ remaining lower than the average inflation observed throughout our network.

Earnings before interest, taxes, depreciation, amortization and impairment (“EBITDA¹”) and adjusted EBITDA¹

During the first quarter of fiscal 2024, EBITDA stood at \$1.5 billion, an increase of 0.6% compared with the corresponding quarter of fiscal 2023. Adjusted EBITDA for the first quarter of fiscal 2024 increased by \$10.7 million, or 0.7%, compared with the corresponding quarter of fiscal 2023, mainly due to organic growth in our convenience operations as well as the contribution from acquisitions, partly offset by lower road transportation fuel gross margins¹ in our European operations as well as higher expenses. The translation of our foreign currency operations into US dollars had a net negative impact of approximately \$6.0 million.

Depreciation, amortization and impairment (“depreciation”)

For the first quarter of fiscal 2024, our depreciation expense increased by \$41.3 million compared with the first quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net favorable impact of approximately \$3.0 million. The remaining increase of approximately \$44.0 million, or 13.8%, is mainly driven by the replacement of equipment, the impact from investments made through acquisitions, which amounted to approximately \$10.0 million, and the ongoing improvement of our network.

Net financial expenses

Net financial expenses for the first quarter of fiscal 2024 were \$70.7 million, an increase of \$3.6 million compared with the corresponding period of fiscal 2023. A portion of the increase is explained by certain items that are not considered indicative of future trends, as shown in the table below:

<i>(in millions of US dollars)</i>	12-week periods ended		
	July 23, 2023	July 17, 2022	Variation
Net financial expenses, as reported	70.7	67.1	3.6
Explained by:			
Change in fair value of financial instruments and amortization of deferred differences	(2.0)	0.9	(2.9)
Net foreign exchange loss	(0.3)	(1.0)	0.7
Remaining variation	68.4	67.0	1.4

¹ Please refer to the “Non-IFRS Measures” section for additional information on performance measures not defined by IFRS.

Income taxes

The income tax rate for the first quarter of fiscal 2024 was 22.8% compared with 21.9% for the corresponding quarter of fiscal 2023. The increase is mainly stemming from the impact of a different mix in our earnings across the various jurisdictions in which we operate.

Net earnings and adjusted net earnings¹

Net earnings for the first quarter of fiscal 2024 were \$834.1 million, compared with \$872.4 million for the first quarter of the previous fiscal year, a decrease of \$38.3 million, or 4.4%. Diluted net earnings per share stood at \$0.85, stable with the corresponding quarter of the previous fiscal year. The translation of revenues and expenses from our foreign currency operations into US dollars had a net negative impact of approximately \$3.0 million on net earnings of the first quarter of fiscal 2024.

Adjusted net earnings for the first quarter of fiscal 2024 were approximately \$838.0 million, compared with \$875.0 million for the first quarter of fiscal 2023, a decrease of \$37.0 million, or 4.2%. Adjusted diluted net earnings per share were \$0.86 for the first quarter of fiscal 2024, compared with \$0.85 for the corresponding quarter of fiscal 2023, an increase of 1.2%.

Financial Position as at July 23, 2023

As shown by our indebtedness ratios included in the “Summary Analysis of Consolidated Results for the First Quarter of Fiscal 2024” section and our net cash provided by operating activities, our financial position remains healthy.

Our total consolidated assets amounted to \$30.3 billion as at July 23, 2023, an increase of \$1.3 billion over the balance as at April 30, 2023, primarily due to a higher balance of cash and cash equivalents as explained in more details in the “Selected Consolidated Cash Flow Information” section of this MD&A.

For the 53-week periods ended July 23, 2023 and April 30, 2023, we recorded a return on capital employed¹ of 17.0% and 17.5%, respectively.

Significant balance sheet variations are explained as follows:

Long-term debt and Short-term debt and current portion of long-term debt

Short-term debt and current portion of long-term debt amounted to \$480.6 million as at July 23, 2023, an increase of \$479.9 million over the balance as at April 30, 2023, due to the issuance of unsecured commercial paper notes.

Long-term debt amounted to \$5.9 billion as at July 23, 2023, an increase of \$50.9 million over the balance as at April 30, 2023, due to the impact of approximately \$50.0 million from the strengthening of the Canadian dollar, the Euro and the Norwegian krone against the US dollar.

Equity

Equity amounted to \$13.3 billion as at July 23, 2023, an increase of \$717.3 million over the balance as at April 30, 2023, reflecting the impact of net earnings and other comprehensive income for the first quarter of fiscal 2024, partly offset by the share repurchase program, as well as the dividends declared. For the 53-week periods ended July 23, 2023 and April 30, 2023, we recorded a return on equity¹ of 23.8% and 24.7%, respectively.

¹ Please refer to the “Non-IFRS Measures” section for additional information on performance measures not defined by IFRS.

Liquidity and Capital Resources

Our principal sources of liquidity are our net cash provided by operating activities and borrowings available under our revolving unsecured credit facility or United States commercial paper program. Our principal uses of cash are to repay our debt, finance our acquisitions and capital expenditures, repurchase shares and pay dividends, as well as to provide for working capital. We expect that cash generated from operations and borrowings available under our term revolving unsecured operating credit facility or United States commercial paper program will be adequate to meet our liquidity needs in the foreseeable future, except for needs in connection with the agreement to acquire certain retail assets from TotalEnergies SE, which would be partly funded through new term loans.

Our credit facility and United States commercial paper program are detailed as follows:

Term revolving unsecured operating credit facility (“operating credit facility”)

Credit agreement consisting of a revolving unsecured facility of a maximum amount of \$3.5 billion, including a first tranche of \$1.0 billion and a second tranche of \$2.5 billion, maturing in April 2026 and April 2028, respectively. As at July 23, 2023, the term revolving unsecured operating credit facility was not used, standby letters of credit in the amount of \$2.9 million were outstanding and we were in compliance with the restrictive covenants and ratios imposed by the credit agreement.

United States commercial paper program

Commercial paper program in the United States allowing us to issue unsecured commercial paper notes. The aggregate principal amount of unsecured commercial paper notes outstanding at any given time cannot exceed \$2.5 billion and our operating credit facility serves as a liquidity backstop for their repayment. As at July 23, 2023, a principal of issued unsecured commercial paper notes of \$480.0 million was outstanding. The weighted average effective interest rate of the outstanding unsecured commercial paper notes was 5.55% and they will mature in August 2023.

Available liquidities¹

As at July 23, 2023, when considering the outstanding principal of issued unsecured commercial paper notes, a total of approximately \$3.0 billion was available under our operating credit facility. Thus, at the same date, we had access to \$5.0 billion through our available cash and our operating credit facility.

Selected Consolidated Cash Flow Information

	12-week periods ended		
	July 23, 2023	July 17, 2022	Variation
<i>(in millions of US dollars)</i>			
Operating activities			
Net cash provided by operating activities	1,389.2	1,089.3	299.9
Investing activities			
Purchase of property and equipment, intangible assets and other assets	(294.6)	(340.8)	46.2
Purchase of equity instruments, other financial assets and investments and loan related to Fire & Flower	(52.7)	(23.5)	(29.2)
Proceeds from disposal of property and equipment and other assets	21.8	14.4	7.4
Business acquisitions	(10.5)	(0.6)	(9.9)
Change in restricted cash	4.5	(1.0)	5.5
Investment in a joint venture	—	(30.1)	30.1
Net cash used in investing activities	(331.5)	(381.6)	50.1
Financing activities			
Net issuance of unsecured commercial paper notes	479.6	—	479.6
Share repurchases	(230.0)	(534.7)	304.7
Cash dividends paid	(104.1)	—	(104.1)
Principal elements of lease payments	(103.6)	(100.7)	(2.9)
Exercise of stock options	3.2	0.8	2.4
Net proceeds (payments) on other debts	0.3	(0.3)	0.6
Net cash provided by (used in) financing activities	45.4	(634.9)	680.3
Credit ratings			
S&P Global Ratings – Corporate and Senior unsecured notes credit ratings	BBB	BBB	
Moody’s – Corporate and Senior unsecured notes credit ratings	Baa1	Baa2	

During the first quarter of fiscal 2024, our long-term senior unsecured rating was upgraded to Baa1, from Baa2, by Moody's Investors Service.

¹ Please refer to the “Non-IFRS Measures” section for additional information on performance measures not defined by IFRS.

Operating activities

During the first quarter of fiscal 2024, net cash from our operations reached \$1.4 billion, up \$299.9 million compared with the first quarter of fiscal 2023, mainly due to lower working capital needs.

Investing activities

During the first quarter of fiscal 2024, Purchase of property and equipment, intangible assets and other assets, net of Proceeds from disposal of property and equipment and other assets amounted to \$272.8 million, and Business acquisitions amounted to \$10.5 million. These investments were primarily for the replacement of equipment in some of our stores in order to enhance our offering of products and services, for the addition of new stores, for the ongoing improvement of our network, as well as for strategic initiatives and information technology. In addition, strategic investments in the form of equity instruments and a loan amounted to \$52.7 million.

Financing activities

During the first quarter of fiscal 2024, we issued unsecured commercial paper notes for a net amount of \$479.6 million, settled share repurchases for an amount of \$230.0 million, paid dividends in the amount of \$104.1 million and paid \$103.6 million on the principal elements of our lease liabilities.

Contractual Obligations and Commercial Commitments

There were no major changes to our contractual obligations and commercial commitments during the 12-week period ended July 23, 2023. For more information, please refer to our 2023 Annual Report.

Internal Controls over Financial Reporting

We maintain a system of internal controls over financial reporting designed to safeguard assets and ensure that financial information is reliable. We also maintain a system of disclosure controls and procedures designed to ensure, in all material respects, the reliability, completeness and timeliness of the information we disclose in this MD&A and other public disclosure documents. Disclosure controls and procedures are designed to ensure that information required to be disclosed by us in reports filed with securities regulatory agencies is recorded and/or disclosed on a timely basis, as required by law, and is accumulated and communicated to our management, including our President and Chief Executive Officer and our Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure. As at July 23, 2023, our management, following its assessment, certifies the design of the Corporation's controls and procedures.

We undertake ongoing evaluations of the effectiveness of our internal controls over financial reporting and implement control enhancements, when appropriate. As at April 30, 2023, our management and our external auditors reported that these internal controls were effective.

Selected Quarterly Financial Information

Our 52-week reporting cycle is divided into quarters of 12 weeks each except for the third quarter, which comprises 16 weeks. When a fiscal year, such as fiscal 2023, contains 53 weeks, the fourth quarter comprises 13 weeks. The following is a summary of selected consolidated financial information derived from our interim consolidated financial statements for each of the eight most recently completed quarters.

<i>(in millions of US dollars, except per share data)</i>	12-week period ended July 23, 2023	53-week period ended April 30, 2023					Extract from the 52-week period ended April 24, 2022		
	1 st	4 th	3 rd	2 nd	1 st	4 th	3 rd	2 nd	
Quarter	12 weeks	13 weeks	16 weeks	12 weeks	12 weeks	12 weeks	16 weeks	12 weeks	
Revenues	15,623.2	16,264.4	20,055.1	16,879.5	18,657.7	16,434.9	18,576.4	14,219.7	
Depreciation, amortization and impairment	360.5	389.6	463.2	353.9	319.2	449.4	456.3	325.7	
Operating income	1,142.3	933.7	1,026.1	1,093.7	1,178.5	667.2	1,028.4	938.0	
Share of earnings of joint ventures and associated companies	8.9	(4.4)	0.5	2.1	5.6	1.2	7.2	11.6	
Net financial expenses	70.7	99.0	82.5	58.1	67.1	51.5	87.9	67.3	
Net earnings	834.1	670.7	737.4	810.4	872.4	477.7	746.4	694.8	
Net earnings per share									
Basic	\$0.85	\$0.68	\$0.73	\$0.79	\$0.85	\$0.46	\$0.70	\$0.65	
Diluted	\$0.85	\$0.68	\$0.73	\$0.79	\$0.85	\$0.46	\$0.70	\$0.65	

The volatility of road transportation fuel gross margins, seasonality and changes in the exchange rates have an impact on the variability of our quarterly net earnings.

Outlook

As we have concluded the last milestone of our five-year strategy, we will soon introduce our new strategic plan to meet our customers' needs, making their lives a little easier every day. Despite challenging global economic conditions, we will remain focused on our convenience and mobility business by refining our *Fresh Food, Fast* program, pursuing opportunities to expand the flexibility in our supply chain and growing our electric vehicles offer to solidify our position as a global leader in the future of electric charging solutions. We stand ready to seek out additional acquisition opportunities and nurture the culture of discipline and entrepreneurship that has been our trademark over the past four decades. In this rapidly evolving environment, the roll out of the *Values We Live By* and actions taken toward them are proofs of our commitment into increasing employee engagement, diversity and inclusion as well as sustainability which will remain at the forefront of our priorities and a lens to the business.

Looking ahead, we will continue, as always, to look for and seize opportunities to grow the business and integrate our acquisitions into our network, always focusing on creating value for our employees, partners, and shareholders.

September 6, 2023

Consolidated Statements of Earnings

(in millions of US dollars, except per share amounts, unaudited)

For the 12-week periods ended	July 23, 2023	July 17, 2022
	\$	\$
Revenues	15,623.2	18,657.7
Cost of sales, excluding depreciation, amortization and impairment	12,684.8	15,774.9
Operating, selling, general and administrative expenses	1,439.1	1,398.1
Gain on disposal of property and equipment and other assets	(3.5)	(13.0)
Depreciation, amortization and impairment	360.5	319.2
Operating income	1,142.3	1,178.5
Share of earnings of joint ventures and associated companies	8.9	5.6
Financial expenses (Note 4)	100.5	76.1
Other financial items (Note 4)	(30.1)	(10.0)
Foreign exchange loss	0.3	1.0
Net financial expenses	70.7	67.1
Earnings before income taxes	1,080.5	1,117.0
Income taxes	246.4	244.6
Net earnings	834.1	872.4
Net earnings per share (Note 6)		
Basic	0.85	0.85
Diluted	0.85	0.85
Weighted average number of shares – basic (in millions)	978.4	1,025.6
Weighted average number of shares – diluted (in millions)	980.0	1,027.2
Number of shares outstanding at the end of period (in millions)	976.9	1,022.1

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Consolidated Statements of Comprehensive Income

(in millions of US dollars, unaudited)

For the 12-week periods ended	July 23, 2023	July 17, 2022
	\$	\$
Net earnings	834.1	872.4
Other comprehensive income (loss)		
Items that may be reclassified subsequently to earnings		
Translation adjustments		
Change in cumulative translation adjustments ⁽¹⁾	136.9	(299.2)
Net changes in fair value and net interest on cross-currency interest rate swaps and currency forwards designated as a hedge of the Corporation's net investment in some of its foreign operations ⁽²⁾	56.6	(32.6)
Cash flow hedges		
Change in fair value of financial instruments ⁽²⁾	5.6	0.7
Gain realized on financial instruments transferred to earnings ⁽²⁾	(0.9)	(0.4)
Items that will never be reclassified to earnings		
Net actuarial gain ⁽³⁾	12.6	13.8
Gain (loss) on investments in equity instruments measured at fair value through Other comprehensive income (loss) ⁽⁴⁾	1.0	(12.0)
Other comprehensive income (loss)	211.8	(329.7)
Comprehensive income	1,045.9	542.7

(1) For the 12-week periods ended July 23, 2023, and July 17, 2022, these amounts include a gain of \$146.5 (net of income taxes of \$13.1) and a loss of \$54.0 (net of income taxes of \$8.2), respectively. These gains and losses arise from the translation of debts denominated in foreign currencies and designated as net investment hedges in some of the Corporation's foreign operations.

(2) For the 12-week periods ended July 23, 2023, and July 17, 2022, these amounts are net of income tax expenses of \$6.4 and \$3.5, respectively.

(3) For the 12-week periods ended July 23, 2023, and July 17, 2022, these amounts are net of income tax expenses of \$3.4 and \$3.7, respectively.

(4) For the 12-week periods ended July 23, 2023, and July 17, 2022, these amounts are net of income tax expenses (recoveries) of \$0.1 and \$(1.8), respectively.

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Consolidated Statements of Changes in Equity

(in millions of US dollars, unaudited)

For the 12-week period ended	July 23, 2023				
	Capital stock	Contributed surplus	Retained earnings	Accumulated other comprehensive loss (Note 7)	Equity
	\$	\$	\$	\$	\$
Balance, beginning of period	614.7	28.8	12,934.6	(1,013.6)	12,564.5
Comprehensive income:					
Net earnings			834.1		834.1
Other comprehensive income				211.8	211.8
					<u>1,045.9</u>
Share repurchases (Note 8)	(2.9)		(227.1)		(230.0)
Dividends declared			(104.1)		(104.1)
Stock option-based compensation expense		2.3			2.3
Exercise of stock options	4.3	(1.1)			3.2
Balance, end of period	616.1	30.0	13,437.5	(801.8)	13,281.8

For the 12-week period ended	July 17, 2022				
	Capital stock	Contributed surplus	Retained earnings	Accumulated other comprehensive loss (Note 7)	Equity
	\$	\$	\$	\$	\$
Balance, beginning of period	639.9	25.8	12,521.0	(749.1)	12,437.6
Comprehensive income:					
Net earnings			872.4		872.4
Other comprehensive loss				(329.7)	(329.7)
					<u>542.7</u>
Share repurchases (Note 8)	(6.8)		(471.2)		(478.0)
Dividends declared			(87.0)		(87.0)
Stock option-based compensation expense		2.2			2.2
Exercise of stock options	1.2	(0.4)			0.8
Balance, end of period	634.3	27.6	12,835.2	(1,078.8)	12,418.3

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Consolidated Statements of Cash Flows

(in millions of US dollars, unaudited)

For the 12-week periods ended	July 23, 2023	July 17, 2022
	\$	\$
Operating activities		
Net earnings	834.1	872.4
Adjustments to reconcile net earnings to net cash provided by operating activities		
Depreciation, amortization, impairment and amortization of financing costs	361.5	320.3
Changes in non-cash working capital	171.6	(48.6)
Deferred income taxes	15.3	17.7
Share of earnings of joint ventures and associated companies, net of dividends received	(8.5)	(2.7)
Non-operating foreign exchange loss	4.0	—
Gain on disposal of property and equipment and other assets	(3.5)	(13.0)
Net changes in commodity indexed deposits and fuel swaps (Note 10)	(0.3)	(76.8)
Other	15.0	20.0
Net cash provided by operating activities	1,389.2	1,089.3
Investing activities		
Purchase of property and equipment, intangible assets and other assets	(294.6)	(340.8)
Purchase of equity instruments, other financial assets and investments and loan related to Fire & Flower (Notes 3 and 10)	(52.7)	(23.5)
Proceeds from disposal of property and equipment and other assets	21.8	14.4
Business acquisitions (Note 2)	(10.5)	(0.6)
Change in restricted cash	4.5	(1.0)
Investment in a joint venture	—	(30.1)
Net cash used in investing activities	(331.5)	(381.6)
Financing activities		
Net issuance of unsecured commercial paper notes (Note 5)	479.6	—
Share repurchases (Note 8)	(230.0)	(534.7)
Cash dividends paid	(104.1)	—
Principal elements of lease payments	(103.6)	(100.7)
Exercise of stock options	3.2	0.8
Net proceeds (payments) on other debts	0.3	(0.3)
Net cash provided by (used in) financing activities	45.4	(634.9)
Effect of exchange rate fluctuations on cash and cash equivalents	19.3	(21.3)
Net increase in cash and cash equivalents	1,122.4	51.5
Cash and cash equivalents, beginning of period	834.2	2,143.9
Cash and cash equivalents, end of period	1,956.6	2,195.4
Supplemental information:		
Interest paid	90.6	64.8
Interest and dividends received	29.2	10.9
Income taxes paid (received), net	78.5	(10.0)

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Consolidated Balance Sheets

(in millions of US dollars, unaudited)

	As at July 23, 2023	As at April 30, 2023
	\$	\$
Assets		
Current assets		
Cash and cash equivalents	1,956.6	834.2
Restricted cash	9.3	13.8
Accounts receivable	2,267.5	2,298.5
Inventories	2,184.3	2,176.0
Prepaid expenses	139.1	151.6
Other short-term financial assets (Note 10)	109.3	95.0
Income taxes receivable	33.7	100.5
	6,699.8	5,669.6
Property and equipment	11,956.8	11,873.0
Right-of-use assets	3,392.8	3,385.1
Intangible assets	764.1	762.2
Goodwill	6,666.4	6,621.5
Other assets	341.5	330.5
Other long-term financial assets (Note 10)	258.5	172.9
Investments in joint ventures and associated companies	192.2	183.4
Deferred income taxes	53.8	51.0
	30,325.9	29,049.2
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	4,431.2	4,497.9
Short-term provisions	145.3	147.9
Other short-term financial liabilities (Note 10)	6.0	0.8
Income taxes payable	160.3	79.6
Short-term debt and current portion of long-term debt (Note 5)	480.6	0.7
Current portion of lease liabilities	437.6	438.1
	5,661.0	5,165.0
Long-term debt (Note 5)	5,939.2	5,888.3
Lease liabilities	3,154.5	3,138.8
Long-term provisions	659.1	647.7
Pension benefit liability	80.4	85.1
Other long-term financial liabilities (Note 10)	68.0	93.8
Deferred credits and other liabilities	193.1	182.1
Deferred income taxes	1,288.8	1,283.9
	17,044.1	16,484.7
Equity		
Capital stock (Note 8)	616.1	614.7
Contributed surplus	30.0	28.8
Retained earnings	13,437.5	12,934.6
Accumulated other comprehensive loss (Note 7)	(801.8)	(1,013.6)
	13,281.8	12,564.5
	30,325.9	29,049.2

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

1. CONSOLIDATED FINANCIAL STATEMENTS PRESENTATION

The unaudited interim condensed consolidated financial statements (the “interim financial statements”) have been prepared by the Corporation in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34 *Interim Financial Reporting*.

These interim financial statements have been prepared in accordance with the same accounting policies and methods as the audited annual consolidated financial statements for the year ended April 30, 2023. The interim financial statements do not include all the information required for complete financial statements and should be read in conjunction with the audited annual consolidated financial statements and notes thereto in the Corporation’s 2023 Annual Report (the “fiscal 2023 consolidated financial statements”). The results of operations for the interim periods presented do not necessarily reflect results expected for the full fiscal year. The Corporation’s business follows a seasonal pattern. The busiest period is generally the first half-year of each fiscal year, which includes summer sales.

On September 6, 2023, the Corporation’s interim financial statements were approved by the Board of Directors.

2. BUSINESS ACQUISITIONS

2024

During the 12-week period ended July 23, 2023, the Corporation acquired four company-operated stores, for which it owns the building and the land for two sites and leases the building and the land for the other sites. These transactions were settled for a total consideration of \$10.5 using available cash and generated goodwill for an amount of \$5.8. Since the date of acquisition, revenues and net earnings from these stores were not significant to the Corporation.

For the 12-week period ended July 23, 2023, acquisition costs of \$3.5 in connection with these acquisitions and other unrealized and ongoing acquisitions are included in Operating, selling, general and administrative expenses.

Commitments for business acquisitions

On July 7, 2023, the Corporation reached an agreement to acquire 2,193 sites from TotalEnergies SE for a total cash consideration of approximately €3,100.0 (\$3,400.0). The retail assets included in the transaction cover 1,195 sites located in Germany, 566 sites in Belgium, 387 sites in Netherlands, and 45 sites in Luxembourg, of which 1,495 sites are company-owned and 698 sites are dealer-owned. For the same sites included in the transaction, 12% are company-operated and 88% are dealer-operated. The transaction comprises 100% of TotalEnergies SE’s retail assets in Germany and Netherlands, as well as a 60% interest in the Belgium and Luxembourg entities. The Corporation expects the transaction to close before the end of calendar year 2023 and it remains subject to customary closing conditions and regulatory approvals. The transaction would be financed using available cash, existing credit facilities, including the United States commercial paper program, and new term loans. During the fiscal year ended April 30, 2023, to mitigate the currency fluctuation risk associated with the Euro, the Corporation entered into currency forward contracts with financial institutions for a portion of the consideration, representing €1,600.0. In April 2023, the Corporation obtained commitments for new term loans of €1,500.0 and \$1,750.0. The term loans are available exclusively to finance this transaction.

On April 27, 2023, the Corporation entered into a binding agreement to acquire 112 company-owned and operated convenience retail and fuel sites operating under the MAPCO brand and located in the states of Alabama, Georgia, Kentucky, Mississippi and Tennessee, in the United States, for a total cash consideration of approximately \$459.0 subject to post-closing adjustments. The agreement also includes surplus property and a logistics fleet. The transaction would be financed using available cash and existing credit facilities, including the United States commercial paper program. The Corporation expects the transaction to close before the end of calendar year 2023 and it remains subject to customary closing conditions.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

2023

Given the timing and the size of certain business acquisitions concluded during the fiscal year ended April 30, 2023, the Corporation has not yet completed its fair value assessment of the assets acquired, the liabilities assumed and the resulting goodwill and there were no changes to the preliminary estimates of the fair value of assets acquired and liabilities assumed presented in Note 4 of the fiscal 2023 consolidated financial statements. The preliminary estimates are therefore subject to adjustments to the fair value of the assets, liabilities and goodwill until the processes are completed, mainly relating to property and equipment, right-of-use assets, intangible assets and deferred income taxes.

3. INVESTMENTS IN FIRE & FLOWER HOLDINGS CORP. (“FIRE & FLOWER”)

On June 6, 2023, following the reception by Fire & Flower of an order for creditor protection under the *Companies’ Creditors Arrangement Act*, the Corporation executed a facility agreement with Fire & Flower pursuant to which it agreed to advance a CA \$9.8 (\$7.2) debtor-in-possession loan. On June 21, 2023, the Ontario Superior Court of Justice approved a Sales and Investment Solicitation Process (“SISP”) pursuant to which one of the Corporation’s wholly-owned subsidiaries was acting as stalking horse bidder. Subsequent to the end of the first quarter of fiscal 2024 and following an auction held on August 15, 2023, the Corporation’s wholly-owned subsidiary was selected as the back-up bidder and its back-up bid will remain valid until the closing of the transaction contemplated by the successful bid, in accordance with the SISP.

On June 30, 2023, the unsecured convertible debentures matured without being converted and the Series C Warrants expired without being exercised. As at July 23, 2023, the carrying amount of the CA \$2.4 (\$1.8) outstanding principal of unsecured debentures was nil.

4. FINANCIAL EXPENSES AND OTHER FINANCIAL ITEMS

For the 12-week periods ended	July 23, 2023	July 17, 2022
	\$	\$
Financial expenses		
Interest on short-term debt and long-term debt	67.9	50.1
Interest on lease liabilities	25.6	20.0
Accretion of provisions	6.8	4.2
Other finance costs	0.2	1.8
	<u>100.5</u>	<u>76.1</u>
Other financial items		
Interest on bank deposits	(31.1)	(7.1)
Other financial revenues	(1.0)	(2.0)
Change in fair value of financial instruments classified at fair value through earnings or loss	2.0	(0.9)
	<u>(30.1)</u>	<u>(10.0)</u>

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

5. SHORT-TERM DEBT AND LONG-TERM DEBT

	As at July 23, 2023	As at April 30, 2023
	\$	\$
US-dollar-denominated senior unsecured notes, maturing from July 2027 to May 2051	3,969.9	3,969.5
Canadian-dollar-denominated senior unsecured notes, maturing from July 2024 to June 2025	1,060.7	1,025.2
Euro-denominated senior unsecured notes, maturing in May 2026	832.7	821.9
NOK-denominated senior unsecured notes, maturing in February 2026	67.0	62.7
Unsecured commercial paper notes, maturing in August 2023 ^(a)	480.0	—
Other debts	9.5	9.7
	6,419.8	5,889.0
Short-term debt and current portion of long-term debt	480.6	0.7
Long-term portion of long-term debt	5,939.2	5,888.3

(a) United States commercial paper program

As at July 23, 2023, the weighted average effective interest rate of the outstanding unsecured commercial paper notes was 5.55%.

Term revolving unsecured operating credit facility

As at July 23, 2023, the operating credit facility was not used, and the Corporation was in compliance with the restrictive covenants and ratios imposed by the credit facility agreement.

6. NET EARNINGS PER SHARE

The following table presents the information for the computation of basic and diluted net earnings per share:

	12-week period ended July 23, 2023			12-week period ended July 17, 2022		
	Net earnings	Weighted average number of shares (in millions)	Net earnings per share	Net earnings	Weighted average number of shares (in millions)	Net earnings per share
	\$		\$	\$		\$
Basic net earnings	834.1	978.4	0.85	872.4	1,025.6	0.85
Dilutive effect of stock options	—	1.6	—	—	1.6	—
Diluted net earnings	834.1	980.0	0.85	872.4	1,027.2	0.85

When they have an antidilutive effect, stock options must be excluded from the calculation of the diluted net earnings per share. For the 12-week periods ended July 23, 2023, and July 17, 2022, 380,089 and 342,538 stock options were excluded, respectively.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

7. ACCUMULATED OTHER COMPREHENSIVE LOSS

	Cumulative translation adjustments ^(a)	Net investment hedge ^(a)	Cash flow hedge ^(a)	Cumulative net actuarial gain ^(b)	Investments in equity instruments measured at fair value through Other comprehensive income (loss) ^(b)	Accumulated other comprehensive loss
	\$	\$	\$	\$	\$	\$
12-week period ended July 23, 2023						
Balance, beginning of period	(764.4)	(341.6)	54.1	36.7	1.6	(1,013.6)
Other comprehensive income	136.9	56.6	4.7	12.6	1.0	211.8
Balance, end of period	(627.5)	(285.0)	58.8	49.3	2.6	(801.8)
12-week period ended July 17, 2022						
Balance, beginning of period	(522.5)	(292.4)	21.2	33.1	11.5	(749.1)
Other comprehensive (loss) income	(299.2)	(32.6)	0.3	13.8	(12.0)	(329.7)
Balance, end of period	(821.7)	(325.0)	21.5	46.9	(0.5)	(1,078.8)

(a) May be reclassified subsequently to earnings.

(b) Will never be reclassified to earnings.

8. CAPITAL STOCK

Issued and outstanding shares

As at July 23, 2023, the Corporation had 976,908,984 issued and outstanding Common shares (981,332,584 as at April 30, 2023), with each share comprising 1 vote.

The changes in the number of shares are as follows:

	12-week period ended July 23, 2023
Common shares (in millions)	
Balance, beginning of period	981.3
Share repurchases ^(a)	(4.7)
Issuance of shares on stock options exercised ^(b)	0.3
Balance, end of period	976.9

(a) Share repurchase program

On April 26, 2023, the Toronto Stock Exchange approved the renewal of the Corporation's share repurchase program, which took effect on May 1, 2023. The renewed share repurchase program allows the Corporation to repurchase up to 49,066,629 shares, representing 5.0% of the shares outstanding as at April 20, 2023, and the share repurchase period will end no later than April 30, 2024. During the 12-week period ended July 23, 2023, the Corporation repurchased 4,673,600 shares, for an amount of \$230.0.

Subsequent to the end of the first quarter of fiscal 2024 and under the share repurchase program, the Corporation repurchased 10,820,837 shares through a private agreement, for an amount of \$529.7.

When making such repurchases, the number of shares in circulation is reduced and the proportionate interest of all remaining shareholders in the Corporation's share capital is increased on a pro rata basis. All shares repurchased under the share repurchase program were cancelled upon their repurchase. An automatic securities purchase plan, which was pre-cleared by the Toronto Stock Exchange, is also in place and could allow a designated broker to repurchase the Corporation's shares on its behalf within parameters established by the Corporation.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

(b) Stock options

The table below presents the status of the Corporation's stock option plan as at July 23, 2023, and July 17, 2022, and the changes therein during the periods then ended:

For the 12-week periods ended	July 23, 2023	July 17, 2022
Number of stock options (in thousands)		
Outstanding, beginning of period	3,417.7	3,423.7
Granted	380.1	425.7
Exercised	(250.0)	(72.8)
Forfeited	—	(10.3)
Outstanding, end of period	<u>3,547.8</u>	<u>3,766.3</u>

The description of the Corporation's stock-based compensation plan is included in Note 28 of the fiscal 2023 consolidated financial statements.

9. SEGMENTED INFORMATION

The Corporation operates convenience stores in the United States, in Europe and Asia, which are presented together as Europe and other regions, and in Canada. It operates in one reportable segment, the sale of goods for immediate consumption, road transportation fuel and other products mainly through company-operated and franchised stores. The Corporation operates its convenience store chain under various banners, including Circle K, Couche-Tard, Holiday, and Ingo. Revenues from external customers mainly fall into three categories: merchandise and service, road transportation fuel and other.

Information on the principal revenue categories as well as geographic information is as follows:

	12-week period ended July 23, 2023				12-week period ended July 17, 2022			
	United States	Europe and other regions	Canada	Total	United States	Europe and other regions	Canada	Total
	\$	\$	\$	\$	\$	\$	\$	\$
External customer revenues^(a)								
Merchandise and service	3,005.3	622.0	648.5	4,275.8	2,904.9	537.1	630.5	4,072.5
Road transportation fuel	7,522.2	2,263.7	1,449.3	11,235.2	9,681.4	2,975.9	1,661.8	14,319.1
Other	8.2	95.1	8.9	112.2	9.7	250.5	5.9	266.1
	<u>10,535.7</u>	<u>2,980.8</u>	<u>2,106.7</u>	<u>15,623.2</u>	<u>12,596.0</u>	<u>3,763.5</u>	<u>2,298.2</u>	<u>18,657.7</u>
External customer revenues less Cost of sales, excluding depreciation, amortization and impairment								
Merchandise and service	1,030.0	248.2	219.7	1,497.9	985.3	208.7	208.9	1,402.9
Road transportation fuel	1,074.6	197.6	137.1	1,409.3	1,031.4	280.7	132.4	1,444.5
Other	8.2	16.3	6.7	31.2	9.7	19.8	5.9	35.4
	<u>2,112.8</u>	<u>462.1</u>	<u>363.5</u>	<u>2,938.4</u>	<u>2,026.4</u>	<u>509.2</u>	<u>347.2</u>	<u>2,882.8</u>
Total long-term assets^(b)	<u>15,796.5</u>	<u>4,169.3</u>	<u>3,014.6</u>	<u>22,980.4</u>	<u>14,497.4</u>	<u>3,871.9</u>	<u>2,843.0</u>	<u>21,212.3</u>

(a) Geographic areas are determined according to where the Corporation generates operating income (where the sale takes place) and according to the location of the long-term assets.

(b) Excluding financial instruments, deferred tax assets and post-employment benefit assets.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

10. FAIR VALUE

The fair value of trade accounts receivable, proprietary cards receivable and vendor rebates receivable, credit and debit cards receivable from payment-processing providers, secured loans granted to Fire & Flower (Note 3), accounts payable and accrued liabilities and outstanding unsecured commercial paper notes is comparable to their carrying amounts given their short maturity.

The estimated fair value of each class of financial instruments, the methods and assumptions that were used to determine them and their fair value hierarchy are as follows:

Financial instruments at fair value on the consolidated balance sheets:

	Estimated fair value as at		Consolidated balance sheets classification	Methods and assumptions used	Fair value hierarchy
	July 23, 2023	April 30, 2023			
	\$	\$			
Share units total return swaps - Current	11.2	10.8	Other short-term financial assets	Fair market value of the Corporation's shares	Level 2
Share units total return swaps - Non-current	16.4	15.8	Other long-term financial assets		
Commodity indexed deposits	35.7	20.1	Other short-term financial assets	Market rates	Level 2
Currency forwards	52.0	41.9	Other short-term financial assets	Market rates	Level 2
Investments in equity instruments	80.7	30.0	Other long-term financial assets	Unadjusted quoted prices	Level 1
Investments in equity instruments	79.5	79.5	Other long-term financial assets	Latest transactions / Cessation of operations	Level 3
Investments in other financial assets	10.1	10.1	Other long-term financial assets	Latest transactions / Cessation of operations	Level 3
Forward starting interest rate swaps	71.8	37.5	Other long-term financial assets	Market rates	Level 2
Forward starting interest rate swaps	—	(3.1)	Other long-term financial liabilities	Market rates	Level 2
Fuel swaps	9.2	19.7	Other short-term financial assets	Market rates	Level 2
Fuel swaps	(4.8)	—	Other short-term financial liabilities	Market rates	Level 2
Currency put and call options	(1.2)	(0.8)	Other short-term financial liabilities	Market rates	Level 2
Cross-currency interest rate swaps	(68.0)	(90.7)	Other long-term financial liabilities	Market rates	Level 2
Other currency derivatives	1.2	0.5	Other short-term financial assets	Market rates	Level 2
Unsecured convertible debentures and common share warrants	—	2.1	Other short-term financial assets	Longstaff-Schwartz / Monte Carlo / Black-Scholes	Level 3

During the 12-week period ended July 23, 2023, there were no purchase, disposal or change in fair value related to the investments in equity instruments (Level 3) and investments in other financial assets (Level 3). The valuations of those financial instruments were mainly based on prices for similar instruments stemming from larger private investments. Subsequently, in order to determine if any adjustments to their fair value is required, the Corporation performs an ongoing review of its investments. A number of factors are reviewed and monitored including, but not limited to, current operating performance of investees as well as changes in their respective market, economic and financing environment over time. As at July 23, 2023, following its review, the Corporation determined that sensitivity to unobservable inputs is not deemed to have a significant impact on the estimated fair value of those financial instruments given the limited impact of the few underlying assumptions used in their valuation.

The Corporation performs the valuation of its financial instruments required for financial reporting purposes, including Level 2 and Level 3 fair values. Changes in Level 2 and Level 3 fair values are analyzed at the end of each reporting period by the Corporation and reports explaining the reasons for the fair value movements are presented to the Corporation's management.

Notes to the Unaudited Interim Condensed Consolidated Financial Statements

(in millions of US dollars, except per share and stock option data, or unless otherwise noted)

Financial instruments not at fair value on the consolidated balance sheets:

The table below presents the fair value, which is based on unadjusted quoted prices (Level 1) or on observable market data (Level 2), and the carrying value of the Corporation's senior unsecured notes which are not measured at fair value on the consolidated balance sheets:

	As at July 23, 2023		As at April 30, 2023	
	Carrying value	Fair value	Carrying value	Fair value
	\$	\$	\$	\$
US-dollar-denominated senior unsecured notes (Level 2)	3,969.9	3,225.0	3,969.5	3,309.2
Canadian-dollar-denominated senior unsecured notes (Level 1)	1,060.7	1,030.9	1,025.2	1,004.3
Euro-denominated senior unsecured notes (Level 2)	832.7	784.7	821.9	777.4
NOK-denominated senior unsecured notes (Level 2)	67.0	64.4	62.7	61.5

11. SUBSEQUENT EVENT

Dividends

During its September 6, 2023 meeting, the Board of Directors declared a quarterly dividend of CA 14.0¢ per share for the first quarter of fiscal 2024 to shareholders on record as at September 15, 2023, and approved its payment effective September 29, 2023. This is an eligible dividend within the meaning of the *Income Tax Act* (Canada).