

Condensed Consolidated Interim Financial Statements of

**POLLARD BANKNOTE  
LIMITED**

(unaudited)

Nine months ended September 30, 2014

These condensed consolidated interim financial statements have not been audited or reviewed by the Company's independent external auditors, KPMG LLP.

**Pollard Banknote Limited**  
**Condensed Consolidated Statements of Financial Position**  
*(In thousands of Canadian dollars)*  
(unaudited)

	<b>September 30, 2014</b>	December 31, 2013
<b>Assets</b>		
Current assets		
Cash	\$ 7,673	\$ 7,774
Accounts receivable	23,381	22,779
Inventories (note 5)	20,308	21,281
Prepaid expenses and deposits	3,615	2,012
Total current assets	<b>54,977</b>	53,846
Non-current assets		
Property, plant and equipment	39,046	28,918
Equity investment (note 6)	-	167
Goodwill	36,401	36,111
Intangible assets	13,674	13,532
Deferred income taxes	-	801
Total non-current assets	<b>89,121</b>	79,529
Total assets	<b>\$ 144,098</b>	\$ 133,375
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities		
Accounts payable and accrued liabilities	\$ 18,865	\$ 18,074
Dividends payable	706	706
Income taxes payable	3,127	1,795
Current portion long-term debt (note 7)	602	-
Total current liabilities	<b>23,300</b>	20,575
Non-current liabilities		
Long-term debt (note 7)	69,650	73,345
Subordinated debt (note 8)	6,813	-
Other non-current liabilities	276	205
Foreign currency contracts	463	412
Pension liability	2,237	2,824
Deferred income taxes	2,390	2,374
Total non-current liabilities	<b>81,829</b>	79,160
Shareholders' equity		
Share capital	73,209	73,209
Reserves	991	219
Deficit	<b>(35,231)</b>	<b>(39,788)</b>
Total shareholders' equity	<b>38,969</b>	33,640
Commitment (note 18)		
Total liabilities and shareholders' equity	<b>\$ 144,098</b>	\$ 133,375

See accompanying notes to condensed consolidated interim financial statements.

**Pollard Banknote Limited**  
**Condensed Consolidated Statements of Income**  
*(In thousands of Canadian dollars, except for share amounts)*  
(unaudited)

	<b>Three months ended September 30, 2014</b>	Three months ended September 30, 2013	<b>Nine months ended September 30, 2014</b>	Nine months ended September 30, 2013
Sales	\$ 53,535	\$ 48,138	\$ 151,299	\$ 137,353
Cost of sales	<b>42,408</b>	38,403	<b>119,992</b>	111,401
Gross profit	<b>11,127</b>	9,735	<b>31,307</b>	25,952
Administration	<b>4,352</b>	3,957	<b>12,379</b>	10,991
Selling	<b>1,772</b>	1,891	<b>5,135</b>	5,099
Other (income) expense (note 9)	<b>(105)</b>	14	<b>(177)</b>	(179)
Income from operations	<b>5,108</b>	3,873	<b>13,970</b>	10,041
Finance costs (note 10)	<b>1,970</b>	896	<b>4,532</b>	3,132
Finance income (note 10)	-	(515)	<b>(959)</b>	(515)
Income before income taxes	<b>3,138</b>	3,492	<b>10,397</b>	7,424
Income taxes (note 11)	<b>1,448</b>	869	<b>3,744</b>	2,838
Net income	<b>\$ 1,690</b>	\$ 2,623	<b>\$ 6,653</b>	\$ 4,586
Net income per share (basic) (note 12)	<b>\$ 0.07</b>	\$ 0.11	<b>\$ 0.28</b>	\$ 0.19
Net income per share (diluted) (note 12)	<b>\$ 0.07</b>	\$ 0.11	<b>\$ 0.28</b>	\$ 0.19

See accompanying notes to condensed consolidated interim financial statements.

**Pollard Banknote Limited**  
**Condensed Consolidated Statements of Comprehensive Income**  
*(In thousands of Canadian dollars)*  
(unaudited)

	<b>Three months ended September 30, 2014</b>	Three months ended September 30, 2013	<b>Nine months ended September 30, 2014</b>	Nine months ended September 30, 2013
Net income	<b>\$ 1,690</b>	\$ 2,623	<b>\$ 6,653</b>	\$ 4,586
Other comprehensive income (loss):				
Items that are or may be reclassified to profit and loss				
Foreign currency translation differences – foreign operations	<b>719</b>	(274)	<b>772</b>	629
Other comprehensive income (loss) – net of income tax	<b>719</b>	(274)	<b>772</b>	629
<b>Comprehensive income</b>	<b>\$ 2,409</b>	\$ 2,349	<b>\$ 7,425</b>	\$ 5,215

See accompanying notes to condensed consolidated interim financial statements.

**Pollard Banknote Limited**  
**Condensed Consolidated Statements of Changes in Equity**  
*(In thousands of Canadian dollars)*  
(unaudited)

**For the nine months ended September 30, 2014**

	Attributable to equity holders of Pollard Banknote Limited			
	Share capital	Translation reserve	Deficit	Total equity
Balance at January 1, 2014	\$ 73,209	219	(39,788)	33,640
Net income	-	-	6,653	6,653
Other comprehensive income				
Foreign currency translation differences – foreign operations	-	772	-	772
<b>Total other comprehensive income</b>	<b>\$ -</b>	<b>772</b>	<b>-</b>	<b>772</b>
<b>Total comprehensive income</b>	<b>\$ -</b>	<b>772</b>	<b>6,653</b>	<b>7,425</b>
Share based compensation (note 17)	-	-	23	23
Dividends to owners of Pollard Banknote Limited (note 14)	-	-	(2,119)	(2,119)
<b>Balance at September 30, 2014</b>	<b>\$ 73,209</b>	<b>991</b>	<b>(35,231)</b>	<b>38,969</b>

**For the nine months ended September 30, 2013**

	Attributable to equity holders of Pollard Banknote Limited			
	Share capital	Translation reserve	Deficit	Total equity
Balance at January 1, 2013	\$ 73,209	(826)	(46,373)	26,010
Net income	-	-	4,586	4,586
Other comprehensive income				
Foreign currency translation differences – foreign operations	-	629	-	629
<b>Total other comprehensive income</b>	<b>\$ -</b>	<b>629</b>	<b>-</b>	<b>629</b>
<b>Total comprehensive income</b>	<b>\$ -</b>	<b>629</b>	<b>4,586</b>	<b>5,215</b>
Dividends to owners of Pollard Banknote Limited	-	-	(2,119)	(2,119)
<b>Balance at September 30, 2013</b>	<b>\$ 73,209</b>	<b>(197)</b>	<b>(43,906)</b>	<b>29,106</b>

See accompanying notes to condensed consolidated interim financial statements.

**Pollard Banknote Limited**  
**Condensed Consolidated Statements of Cash Flows**  
*(In thousands of Canadian dollars)*  
(unaudited)

	<b>Nine months ended September 30, 2014</b>	Nine months ended September 30, 2013
Cash increase (decrease)		
Operating activities		
Net income	\$ 6,653	\$ 4,586
Adjustments		
Income taxes	3,744	2,838
Amortization and depreciation	5,871	5,853
Interest expense	2,245	2,581
Unrealized foreign exchange loss	833	523
Loss on equity investment	167	79
Mark-to-market loss on foreign exchange contracts	51	-
Interest paid	(2,282)	(2,624)
Income tax paid	(1,650)	(937)
Change in pension liability	(579)	(1,171)
Change in non-cash operating working capital (note 13)	(272)	(3,880)
	<b>14,781</b>	<b>7,848</b>
Investing activities		
Additions to property, plant and equipment	(14,423)	(4,106)
Additions to intangible assets	(1,227)	(1,873)
	<b>(15,650)</b>	<b>(5,979)</b>
Financing activities		
Net proceeds from (repayments of) long-term debt	(3,914)	2,242
Proceeds from long-term subordinated debt	6,813	-
Change in other non-current liabilities	58	36
Additions to deferred financing charges	(123)	(137)
Dividends paid	(2,119)	(2,119)
	<b>715</b>	<b>22</b>
Foreign exchange gain on cash held in foreign currency	53	24
Change in cash position	(101)	1,915
Cash position, beginning of period	7,774	4,982
Cash position, end of period	\$ 7,673	\$ 6,897

See accompanying notes to condensed consolidated interim financial statements.

**Pollard Banknote Limited**  
**Notes to Condensed Consolidated Interim Financial Statements**  
*(In thousands of Canadian dollars, except for share amounts)*  
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**1. Reporting entity:**

Pollard Banknote Limited ("Pollard") was incorporated under the laws of Canada on March 26, 2010.

The condensed consolidated interim financial statements of Pollard as at and for the nine months ended September 30, 2014, comprise Pollard, Pollard's subsidiaries and its interest in an associate. Pollard has entered into a contractual joint agreement with Neogames S.à r.l. for the operation of iLottery gaming. As such Pollard has recognized in relation to its interest in the joint operation: its assets, including its share of any assets held jointly; its liabilities, including its share of any liabilities incurred jointly and its share of revenue and expenses.

Pollard is primarily involved in the manufacture and sale of lottery and gaming products.

Pollard's consolidated financial statements as at and for the year ended December 31, 2013, are available at [www.sedar.com](http://www.sedar.com).

The overall impact of seasonality does not have a significant impact on the operations of Pollard.

**2. Basis of preparation:**

(a) Statement of compliance:

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34 *Interim Financial Reporting* and do not include all of the information required for full annual consolidated financial statements.

On November 10, 2014, Pollard's Board of Directors approved these condensed consolidated interim financial statements.

(b) Use of estimates and judgements:

The preparation of condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial statements, the significant judgements made by management in applying Pollard's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements as at and for the year ended December 31, 2013.

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

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#### 3. Significant accounting policies:

Except for the accounting policies described below, these condensed consolidated interim financial statements follow the same significant accounting policies as described and used in Pollard's consolidated financial statements for the year ended December 31, 2013 and should be read in conjunction with those reports. The following amendment did not have a material impact on the condensed consolidated interim financial statements.

In December 2011, the International Accounting Standards Board ("IASB") issued an amendment to the application guidance in IAS 32 *Financial Instruments: Presentation* to clarify some of the requirements for offsetting financial assets and financial liabilities on the statement of financial position. The amendments do not change the current offsetting model in IAS 32 but instead clarify that the right of offset must not be contingent on a future event. It also must be legally enforceable for all counterparties in the normal course of business, as well as in the event of default, insolvency or bankruptcy. The amendments also clarify that for settlement mechanisms with features that both eliminate credit and liquidity risk and process receivables and payables in a single settlement process, are effectively equivalent to net settlement. The clarifications to the application guidance in IAS 32 are to be retrospectively applied, with an effective date for annual periods beginning on or after January 1, 2014.

#### 4. Future accounting standards:

In November 2009, the IASB issued International Financial Reporting Standards ("IFRS") 9 *Financial Instruments* ("IFRS 9 (2009)") and in October 2010, the IASB published amendments to IFRS 9 ("IFRS 9 (2010)"). In December 2011, the IASB issued an amendment to IFRS 9 to defer the mandatory effective date to annual periods beginning on or after January 1, 2015. IFRS 9 (2009) uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple classifications options in IAS 39 *Financial Instruments: Recognition and Measurement*. IFRS 9 (2010) added guidance to IFRS 9 (2009) on the classification and measurement of financial liabilities. In November 2013, a new general hedge accounting standard was issued, forming part of IFRS 9. It will more closely align with risk management. This new standard does not fundamentally change the types of hedging relationships or the requirements to measure and recognize ineffectiveness, however it will allow more hedging strategies that are used for risk management to qualify for hedge accounting and introduce more judgment to assess the effectiveness of a hedging relationship. Another revised version of IFRS 9 was issued in July 2014 mainly to include impairment requirements for financial assets and limited amendments to the classification and measurement requirements by introducing fair value through other comprehensive income measurement category for certain simple debt instruments. IFRS 9 is required for fiscal years beginning on or after January 1, 2018 with early adoption available. Pollard is currently assessing the impact of the new standard on its consolidated financial statements.



## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

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#### 4. Future accounting standards (continued):

In May 2014, the IASB issued IFRS 15 *Revenue from Contracts with Customers*. The new standard specifies the steps and timing for recognizing revenue, as well as requiring more informative, relevant disclosures. IFRS 15 supersedes IAS 11 *Construction Contracts* and IAS 18 *Revenue*. IFRS 15 is required for fiscal years beginning on or after January 1, 2017 with early adoption available. Pollard is currently assessing the impact of the new standard on its consolidated financial statements.

In May 2014, the IASB issued amendments to IAS 16 *Property, Plant and Equipment* and IAS 38 *Intangible Assets*. The amendments prohibit the use of revenue based depreciation for property, plant and equipment and significantly limit the use of revenue based amortization for intangibles. These amendments are effective for fiscal years beginning on or after January 1, 2016. Pollard does not expect these amendments to have a material impact on its consolidated financial statements.

#### 5. Inventories:

	September 30, 2014	December 31, 2013
Raw materials	\$ 6,858	\$ 7,345
Work-in-process	1,139	883
Finished goods	12,311	13,053
	<b>\$ 20,308</b>	<b>\$ 21,281</b>

During the third quarter of 2014 Pollard recorded inventory write-downs of \$59 representing an increase in the obsolescence reserves and a reversal of previous write-downs of \$1 due to changes in foreign exchange rates. During the nine months ended September 30, 2014, Pollard recorded inventory write-downs of \$193 representing an increase in the obsolescence reserves and inventory write-downs of \$98 due to changes in foreign exchange rates.

During the third quarter of 2013 Pollard recorded inventory write-downs of \$143 representing an increase in the obsolescence reserves and inventory write-downs of \$64 due to changes in foreign exchange rates. During the nine months ended September 30, 2013, Pollard recorded inventory write-downs of \$360 representing an increase in the obsolescence reserves and a reversal of previous write-downs of \$41 due to changes in foreign exchange rates.

The cost of sales reflects the costs of inventory including direct material, direct labour and manufacturing overheads.

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

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#### 6. Equity investment:

	Nine months ended September 30, 2014		Nine months ended September 30, 2013	
Balance – beginning of period	\$	167	\$	204
Equity loss		(167)		(79)
Balance – end of period	\$	-	\$	125

In 2012 Pollard entered into an agreement with Palm Commerce Information and Technology (China) Co., Ltd. for the establishment of Shenzhen Palm Commerce & Pollard Banknote Technology Co., Ltd.. As per the agreement, Pollard completed its capital investment of US\$400, representing 40% of the registered capital of the corporation, in January 2012. The entity was established to provide distribution and validation systems to provincial lottery operations in China.

#### 7. Long-term debt:

	September 30, 2014		December 31, 2013	
Credit facility, interest of 2.91% to 4.25% payable monthly, maturing 2016	\$	70,398	\$	73,523
Deferred financing charges, net of amortization		(146)		(178)
		70,252		73,345
Less current portion		(602)		-
	\$	69,650	\$	73,345

Included in the total credit facility balance is a U.S. dollar loan balance of US\$13,600 (December 31, 2013 - US\$13,600).

Effective April 2, 2014, Pollard's subsidiaries Pollard Holdings Limited Partnership and Pollard Holdings, Inc. renewed their credit facility. Pollard renegotiated its credit facility under similar terms as its previous agreement, except for the addition of an additional term facility of \$4,812 to assist in the financing of the new printing press. In addition to the \$4,812 term facility, the credit facility provides loans of up to \$71,827 for its Canadian operations and up to US\$10,000 for its U.S. subsidiaries. Borrowings under the credit facility bear interest at fixed and floating rates based on Canadian and U.S. prime bank rates, banker's acceptances or LIBOR. At September 30, 2014, the outstanding letters of guarantee drawn under the credit facility were \$1,091 (December 31, 2013 - \$1,632).

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

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#### 7. Long-term debt (continued):

Under the terms and conditions of the credit facility agreement Pollard is required to maintain certain financial covenants including working capital ratios, debt to income before interest, income taxes, amortization and depreciation ("Adjusted EBITDA") ratios and certain debt service coverage ratios. As at September 30, 2014, Pollard is in compliance with all financial covenants.

As at September 30, 2014, \$4,600 of the term facility had been drawn. Repayment of the term facility will commence on the earlier of the completion of the installation of the new printing press or June 30, 2015, in the form of quarterly principal repayments of \$301 plus interest. Repayments will permanently reduce the term facility commitment available.

Under the terms of the credit facility the amount of the facility, excluding the term facility, will be reduced on a quarterly basis by an amount calculated as 50% of the prior quarter's Excess Cash Flow. Excess Cash Flow is defined as Adjusted EBITDA less scheduled principal indebtedness payments (if any) including, without limitation, scheduled principal payments on the term facility and the subordinated debt, maintenance capital expenditures (to a maximum of \$3,500 per year), pension deficit installments (to a maximum of \$2,700 for fiscal 2014), interest and cash income taxes paid. The reduction in the available facility is not required when the debt to Adjusted EBITDA ratio reaches certain target levels. For the quarter ending September 30, 2014, the target level was reached therefore no reduction is required. As of September 30, 2014, Pollard has unused credit facility available of \$16,138 (December 31, 2013 - \$9,425) and unused term facility available of \$212.

Pollard's credit facility, including the term facility, is secured by a first security interest in all of the present and after acquired property of Pollard's operating subsidiaries. The facility can be prepaid without penalties. Under the terms of the agreement effective April 2, 2014, the facility was committed for an approximately 15 month period, renewable June 30, 2015 ("Facility Expiry Date"). If the facility is not renewed, the loans are repayable one year after the Facility Expiry Date, except for the scheduled principal repayments on the term facility. As such, the credit facility effectively has a two year term expiring June 30, 2016.

#### 8. Subordinated debt:

	September 30, 2014	December 31, 2013
Subordinated debt, interest of 9.00% payable quarterly, maturing 2021	\$ 6,813	\$ -
	\$ 6,813	\$ -

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 8. Subordinated debt (continued):

On April 2, 2014, Pollard's subsidiary, Pollard Holdings Limited Partnership, entered into a loan agreement with Pollard Equities Limited ("Equities") for a subordinated term loan facility with a seven year term in the amount of \$6,813 to assist in the purchase of the new printing press. Principal payments on the subordinated loan facility will commence the month following the later of: twenty-four months from the date of the first advance, completed on April 4, 2014, or the date of repayment in full of the additional secured term facility of \$4,812. Interest on the subordinated term loan facility commences with the first draw at a rate of 9%. The loan is fully subordinated to the secured credit facility.

#### 9. Other (income) expense:

	Three months ended September 30, 2014	Three months ended September 30, 2013	Nine months ended September 30, 2014	Nine months ended September 30, 2013
Loss on equity investment (note 6)	\$ -	\$ 37	\$ 167	\$ 79
Other	(105)	(23)	(344)	(258)
	\$ (105)	\$ 14	\$ (177)	\$ (179)

#### 10. Finance costs and finance income:

	Three months ended September 30, 2014	Three months ended September 30, 2013	Nine months ended September 30, 2014	Nine months ended September 30, 2013
<b>Finance costs:</b>				
Foreign exchange loss	\$ 871	\$ -	\$ 1,242	\$ 279
Interest	733	831	2,245	2,581
Mark-to-market loss on foreign exchange currency contracts (note 16)	323	-	890	-
Amortization of deferred financing costs	43	65	155	272
	\$ 1,970	\$ 896	\$ 4,532	\$ 3,132

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 10. Finance costs and finance income (continued):

	Three months ended September 30, 2014		Three months ended September 30, 2013		Nine months ended September 30, 2014		Nine months ended September 30, 2013	
<b>Finance income:</b>								
Foreign exchange gain	\$	-	\$	515	\$	120	\$	515
Mark-to-market gain on foreign exchange currency contracts (note 16)		-		-		839		-
	\$	-	\$	515	\$	959	\$	515

#### 11. Income taxes:

	Three months ended September 30, 2014		Three months ended September 30, 2013		Nine months ended September 30, 2014		Nine months ended September 30, 2013	
<b>Income tax expense:</b>								
Current	\$	1,184	\$	744	\$	2,914	\$	1,647
Deferred		264		125		830		1,191
	\$	1,448	\$	869	\$	3,744	\$	2,838

	Three months ended September 30, 2014		Three months ended September 30, 2013	
<b>Reconciliation of effective tax rate:</b>				
Net income for the period	\$	1,690	\$	2,623
Total income taxes		1,448		869
Income before income taxes	\$	3,138	\$	3,492
Income tax using Pollard's domestic tax rate	26.7%	\$ 839	26.3%	\$ 918
Changes in expected tax rates and other non-deductible amounts	1.4%	43	(0.8%)	(29)
Effect of non-taxable items related to foreign exchange	18.0%	566	(0.6%)	(20)
	46.1%	\$ 1,448	24.9%	\$ 869

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 11. Income taxes (continued):

	Nine months ended September 30, 2014	Nine months ended September 30, 2013
<b>Reconciliation of effective tax rate:</b>		
Net income for the period	\$ 6,653	\$ 4,586
Total income taxes	3,744	2,838
Income before income taxes	\$ 10,397	\$ 7,424
Income tax using Pollard's domestic tax rate	26.7% \$ 2,780	26.3% \$ 1,953
Changes in expected tax rates and other non-deductible amounts	2.1% 219	0.3% 21
Effect of non-taxable items related to foreign exchange	7.2% 745	11.6% 864
	<b>36.0% \$ 3,744</b>	<b>38.2% \$ 2,838</b>

#### 12. Net income per share:

	Three months ended September 30, 2014	Three months ended September 30, 2013
Net income attributable to shareholders for basic and diluted net income per share	\$ 1,690	\$ 2,623
Weighted average number of shares (basic)	23,543,158	23,543,158
Weighted average impact of share options on issue	100,000	-
Weighted average number of shares (diluted)	23,643,158	23,543,158

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 12. Net income per share (continued):

	Nine months ended September 30, 2014	Nine months ended September 30, 2013
Net income attributable to shareholders for basic and diluted net income per share	\$ 6,653	\$ 4,586
Weighted average number of shares (basic)	23,543,158	23,543,158
Weighted average impact of share options on issue	75,092	-
Weighted average number of shares (diluted)	23,618,250	23,543,158

#### 13. Supplementary cash flow information:

	Nine months ended September 30, 2014	Nine months ended September 30, 2013
Change in non-cash operating working capital:		
Accounts receivable	\$ (143)	\$ (2,227)
Inventories	1,312	355
Prepaid expenses and deposits	(1,902)	(1,975)
Accounts payable and accrued liabilities	461	(33)
	\$ (272)	\$ (3,880)

#### 14. Dividends:

Dividends are paid on the common shares within 15 days of the end of each quarter and are fully discretionary, as determined by the Board of Directors of Pollard.

On August 6, 2014, a dividend of \$0.03 per share was declared, payable on October 15, 2014, to the shareholders of record on September 30, 2014.

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 15. Related party transactions:

During the quarter ended September 30, 2014, Pollard paid property rent of \$757 (2013 - \$753) and \$61 (2013 - \$61) in plane charter costs to affiliates of Pollard Equities Limited ("Equities"). During the nine months ended September 30, 2014, Pollard paid property rent of \$2,274 (2013 - \$2,257) and \$184 (2013 - \$184) in plane charter costs to affiliates of Equities. During the quarter, Equities paid Pollard \$18 (2013 - \$18) for accounting and administration fees and \$54 (2013 - \$54) during the nine months ended September 30, 2014.

Key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the company. The Board of Directors and the Executive Committee are considered key management personnel.

Key management personnel compensation comprised:

	<b>Three months ended September 30, 2014</b>	Three months ended September 30, 2013	<b>Nine months ended September 30, 2014</b>	Nine months ended September 30, 2013
Wages, salaries and benefits	\$ 668	\$ 572	\$ 1,925	\$ 1,764
Profit share	4	3	10	7
Expenses related to defined benefit plans	98	89	293	267
	<b>\$ 770</b>	<b>\$ 664</b>	<b>\$ 2,228</b>	<b>\$ 2,038</b>

At September 30, 2014, included in accounts payable and accrued liabilities is an amount owing to Equities and its affiliates for rent and other expenses of \$693 (December 31, 2013 - \$707). During the second quarter of 2014, Pollard received proceeds from a subordinated loan from Equities for \$6,813 (note 8).

At September 30, 2014, included in accounts receivable is an amount owing from Pollard's joint operation partner for its portion of iLottery start-up and operating costs of \$414.



## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

#### 16. Financial risk management:

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

Credit risk  
Liquidity risk  
Currency risk  
Interest rate risk

Pollard's risk management policies are established to identify and analyze the risks, to set appropriate risk limits and controls and to monitor risks and adherence to limits. The Audit Committee oversees how management monitors compliance with Pollard's risk management policies and procedures. The Audit Committee is assisted in its oversight role by Internal Audit, who undertakes regular reviews of risk management controls and utilizes the annual risk assessment process as the basis for the annual internal audit plan.

##### *Credit risk*

The following table outlines the details of the aging of Pollard's receivables and the related allowance for doubtful accounts:

	September 30, 2014	December 31, 2013
Current	\$ 19,954	\$ 17,274
Past due for 1 to 60 days	3,203	4,876
Past due for more than 60 days	292	641
Less: Allowance for doubtful accounts	(68)	(12)
	\$ 23,381	\$ 22,779

##### *Liquidity risk*

Liquidity risk is the risk that Pollard will not be able to meet its financial obligations as they fall due. Pollard's approach is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. In addition, Pollard maintains a committed credit facility including up to \$71,827 for its Canadian operations, as well as the additional term facility of \$4,812 available to finance the new printing press, and up to US\$10,000 for its U.S. subsidiaries. At September 30, 2014, the unused balance available for drawdown under the credit facility was \$16,138, (December 31, 2013 - \$9,425) and \$212 under the term facility.

The 2014 requirements for capital expenditures, working capital and dividends are expected to be financed from cash flow provided by operating activities, the unused credit and term facilities, and the subordinated loan from Pollard Equities Limited (see note 8). Pollard enters into contractual obligations in the normal course of business operations.

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

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#### 16. Financial risk management (continued):

##### *Currency risk*

Pollard sells a significant portion of its products and services to customers in the United States and to some international customers where sales are denominated in U.S. dollars. In addition, a significant portion of its cost inputs are denominated in U.S. dollars. Pollard also generates revenue in currencies other than the Canadian and U.S. dollar, primarily in Euros.

A 50 basis point strengthening/weakening in the foreign exchange rate between the Canadian and U.S. dollar would decrease/increase the income before income taxes due to changes in operating cashflow by approximately \$21 for the third quarter of 2014 (2013 - \$23) and approximately \$75 for the nine months ended September 30, 2014 (2013 - \$58). A 50 basis point strengthening/weakening in the foreign exchange rate between the Canadian and Euro would decrease/increase the income before income taxes due to changes in operating cashflow by approximately \$15 for the third quarter of 2014 (2013 - \$16) and approximately \$53 for the nine months ended September 30, 2014 (2013 - \$45).

In addition, translation differences arise when foreign currency monetary assets and liabilities are translated at foreign exchange rates that change over time. At September 30, 2014, the amount of financial liabilities denominated in U.S. dollars exceeds the amount of financial assets denominated in U.S. dollars by approximately \$5,156 (December 31, 2013 - \$3,433). A 50 basis point weakening/strengthening in the value of the Canadian dollar relative to the U.S. dollar would result in a decrease/increase in income before taxes of approximately \$26 for the three and nine months ended September 30, 2014 (2013 - \$26).

Pollard utilizes a number of strategies to mitigate its exposure to currency risk. Two manufacturing facilities are located in the U.S. and a significant amount of cost inputs for all production facilities are denominated in U.S. dollars, offsetting a large portion of the U.S. dollar revenue in a natural hedge.

In addition, Pollard has entered into foreign currency contracts to exchange US\$1,000 each month for approximately \$1,065 for 18 consecutive months from December 2013 to May 2015. At September 30, 2014, the remaining open foreign currency contracts have been recognized at fair value in the statement of financial position as a \$463 liability.

A 50 basis point weakening/strengthening in the value of the Canadian dollar relative to the U.S. dollar would result in a decrease/increase in income before income taxes of approximately \$40 for the three and nine months ended September 30, 2014 (2013 - nil), due to the change in value of the mark-to-market value of the U.S. foreign exchange contracts.

## Pollard Banknote Limited

### Notes to Condensed Consolidated Interim Financial Statements (continued)

(In thousands of Canadian dollars, except for share amounts)

(unaudited)

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#### 16. Financial risk management (continued):

##### *Interest rate risk*

Pollard is exposed to interest rate risk relating to its fixed and floating rate instruments. Fluctuation in interest rates will have an effect on the valuation and repayment of these instruments.

A 50 basis point decrease/increase in interest rates would result in an increase/decrease in income before income taxes of approximately \$87 for the three months ended September 30, 2014 (2013 - \$92) and approximately \$261 for the nine months ended September 30, 2014 (2013 - \$276).

#### 17. Share based compensation:

Under the Pollard Banknote Limited Stock Option Plan the Board of Directors has the authority to grant options to purchase common shares to eligible persons and to determine the applicable terms. The aggregate maximum number of common shares available for issuance from Pollard's treasury under the Option Plan is 2,354,315 Common Shares.

On March 5, 2014, the Board of Directors approved the award of 100,000 options to purchase common shares of Pollard for certain key management personnel. The options were granted on March 10, 2014, and have a seven year term, vesting 25% per year over the first four years. The exercise price of the options was equal to the closing price of the common shares on March 7, 2014.

The grant date fair value of these options was determined based on the Black-Scholes formula. Expected volatility is estimated by considering historic average share price volatility. The fair values were calculated as of March 10, 2014. The inputs used in the measurement of the fair values of the share based compensation granted are the following:

- Fair value at grant date \$0.82
- Share price \$3.63
- Exercise price \$3.63
- Expected volatility (weighted average volatility) 33.7%
- Option life (expected weighted average life) 4.75 years
- Risk-free interest rate (based on Canadian government bonds) 1.7% to 2.1%

## **Pollard Banknote Limited**

### **Notes to Condensed Consolidated Interim Financial Statements (continued)**

*(In thousands of Canadian dollars, except for share amounts)*

(unaudited)

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#### **18. Commitment:**

On April 4, 2014, Pollard entered into a purchase agreement for a new 22 station Tresu press line, with an approximate cost, including installation, of \$20,000. The project will be financed from the additional term facility of \$4,812 (note 7), the \$6,813 subordinated loan from Equities (note 8) and cash generated from operations. As of September 30, 2014, expenditures relating to this project totaled \$12,064 of the \$14,423 additions to property, plant and equipment for the nine months ended September 30, 2014. Included in these expenditures was \$250 in capitalized borrowing costs.