Altus Group

Q2 2020 Shareholders' Report

For the six months ended June 30, 2020

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Altus Group Limited

Shareholders' Report
June 30, 2020

Contents

Management's Discussion & Analysis
June 30, 2020

The following management's discussion and analysis ("MD&A") is intended to assist readers in understanding Altus Group Limited's consolidated business, its business environment, strategies, performance, outlook and applicable risks. References to the "Company" or "Altus Group" are to the consolidated group of entities, and this should be read in conjunction with our unaudited interim condensed consolidated financial statements and accompanying notes (the "interim financial statements") as at and for the three and six months ended June 30, 2020, which have been prepared on the basis of International Financial Reporting Standards ("IFRS") and reported in Canadian dollars. Unless otherwise indicated herein, references to "$" are to Canadian dollars and percentages are in comparison to the same period in 2019. Consolidated results presented (including restated comparative figures) exclude our Geomatics business which was classified as discontinued operations and contributed into our investment in the GeoVerra Inc. joint venture.

Unless the context indicates otherwise, all references to "we", "us", "our" or similar terms refer to Altus Group, and, as appropriate, our consolidated operations.

This MD&A is dated as of August 12, 2020.

Forward-Looking Information

Certain information in this MD&A may constitute "forward-looking information" within the meaning of applicable securities legislation. All information contained in this MD&A, other than statements of current and historical fact, is forward-looking information. Forward-looking information includes, but is not limited to, the discussion of our business and operating initiatives, focuses and strategies, our expectations of future performance for our various business units and our consolidated financial results, including the guidance on financial expectations, and our expectations with respect to cash flows and liquidity. Generally, forward-looking information can be identified by use of words such as "may", "will", "expect", "believe", "plan", "would", "could", "remain" and other similar terminology. All of the forward-looking information in this MD&A is qualified by this cautionary statement.

Forward-looking information is not, and cannot be, a guarantee of future results or events. Forward-looking information is based on, among other things, opinions, assumptions, estimates and analyses that, while considered reasonable by us at the date the forward-looking information is provided, inherently are subject to significant risks, uncertainties, contingencies and other factors that may cause actual results, performance or achievements, industry results or events to be materially different from those expressed or implied by the forward-looking information. The material factors or assumptions that we identified and applied in drawing conclusions or making forecasts or projections set out in the forward-looking information include, but are not limited to: engagement and product pipeline opportunities in Altus Analytics will result in associated definitive agreements; settlement volumes in the Property Tax business will occur on a timely basis and that assessment authorities will process appeals in a manner consistent with expectations; the successful execution of our business strategies; consistent and stable economic conditions or conditions in the financial markets; consistent and stable legislation in the various countries in which we operate; no disruptive changes in the technology environment; the opportunity to acquire accretive businesses; the successful integration of acquired businesses; and the continued availability of qualified professionals.

The COVID-19 pandemic has cast additional uncertainty on each of these factors and assumptions. There can be no assurance that they will continue to be valid. Given the rapid pace of change with respect to the impact of the COVID-19 pandemic, it is premature to make further assumptions about these matters. The duration, extent and severity of the impact the COVID-19 pandemic, including measures to prevent its spread, will have on our business is uncertain and difficult to predict at this time.

Inherent in the forward-looking information are known and unknown risks, uncertainties and other factors that could cause our actual results, performance or achievements, or industry results, to differ materially from any results, performance or achievements expressed or implied by such forward-looking information. Those risks, uncertainties and other factors that could cause actual results to differ materially from the forward-looking information include, but are not limited to: general state of the economy; any direct or indirect negative potential impact or harm that COVID-19 may actually have on our business or the business of our potential and current clients; a decline in the demand for our products and services due to the COVID-19 pandemic; currency; financial performance; financial targets; commercial real estate market; industry competition; acquisitions; cloud subscriptions transition; software renewals; professional talent; third party information; enterprise transactions; new product introductions; technological change; intellectual property; technology strategy; information technology governance and security; product pipeline; property tax appeals; legislative and regulatory changes; fixed-price and contingency engagements; appraisal and appraisal management mandates; Canadian multi-residential market; customer concentration and loss of material clients; interest rates; credit; income tax matters; health and safety hazards; contractual obligations; legal proceedings; insurance limits; ability to meet solvency requirements to make dividend payments; leverage and financial covenants; share price; capital investment; and issuance of additional common shares, as well as those described in this MD&A and our annual publicly filed documents, including the Annual Information Form for the year ended December 31, 2019 (which are available on SEDAR at www.sedar.com).

Given these risks, uncertainties and other factors, investors should not place undue reliance on forward-looking information as a prediction of actual results. The forward-looking information reflects management's current expectations and beliefs regarding future events and operating performance and is based on information currently available to management. Although we have attempted to identify important factors that could cause actual results to differ materially from the forward-looking information contained herein, there are other factors that could cause results not to be as anticipated, estimated or intended. The forward-looking information contained herein is current as of the date of this MD&A and, except as required under applicable law, we do not undertake to update or revise it to reflect new events or circumstances. Additionally, we undertake no obligation to comment on analyses, expectations or statements made by third parties in respect of Altus Group, our financial or operating results, or our securities.

Certain information in this MD&A may be considered as "financial outlook" within the meaning of applicable securities legislation. The purpose of this financial outlook is to provide readers with disclosure regarding Altus Group's reasonable expectations as to the anticipated results of its proposed business activities for the periods indicated. Readers are cautioned that the financial outlook may not be appropriate for other purposes.

Non-IFRS Measures

We use certain non-IFRS measures as indicators of financial performance. Readers are cautioned that they are not defined performance measures, and do not have any standardized meaning under IFRS and may differ from similar computations as reported by other similar entities and, accordingly, may not be comparable to financial measures as reported by those entities. We believe that these measures are useful supplemental measures that may assist investors in assessing an investment in our shares and provide more insight into our performance.

Adjusted Earnings before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA"), represents profit (loss) from continuing operations before income taxes, adjusted for the effects of: occupancy costs calculated on a similar basis prior to the adoption of IFRS 16, finance costs (income), net - other, depreciation of property, plant and equipment and amortization of intangibles, depreciation of right-of-use assets, finance costs (income), net - leases, acquisition and related transition costs (income), unrealized foreign exchange (gains) losses, (gains) losses on disposal of property, plant and equipment and intangibles, share of (profit) loss of joint venture, impairment charges, non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs, (gains) losses on equity derivatives net of mark-to-market adjustments on related restricted share units ("RSUs") and deferred share units ("DSUs") being hedged, (gains) losses on derivatives, restructuring costs (recovery), (gains) losses on investments, (gains) losses on hedging transactions, and other costs or income of a non-operating and/or non-recurring nature.

Subsequent to the classification of the Geomatics business as discontinued operations and the launch of GeoVerra Inc. ("GeoVerra"), the measurement of Adjusted EBITDA has been modified to reflect adjustments for: profit (loss) from discontinued operations and share of (profit) loss of joint venture.

Adjusted EBITDA margin represents the percentage factor of Adjusted EBITDA to revenues. Refer to page 26 for a reconciliation of Adjusted EBITDA to our interim financial statements.

Adjusted Earnings (Loss) per Share ("Adjusted EPS"), represents basic earnings (loss) per share from continuing operations adjusted for the effects of: occupancy costs calculated on a similar basis prior to the adoption of IFRS 16, depreciation of right-of-use assets, finance costs (income), net - leases, amortization of intangibles of acquired businesses, unrealized foreign exchange losses (gains), (gains) losses on disposal of property, plant and equipment and intangibles, non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs, losses (gains) on equity derivatives net of mark-to-market adjustments on related RSUs and DSUs being hedged, interest accretion on contingent consideration payables, restructuring costs (recovery), losses (gains) on hedging transactions and interest expense (income) on swaps, acquisition and related transition costs (income), losses (gains) on investments, share of (profit) loss of joint venture, impairment charges, (gains) losses on derivatives, and other costs or income of a non-operating and/or non-recurring nature. Subsequent to the classification of the Geomatics business as discontinued operations and the launch of GeoVerra, the measurement of Adjusted EPS has been modified to reflect adjustments for: profit (loss) from discontinued operations and share of (profit) loss of joint venture. The basic weighted average number of shares is adjusted for the effects of weighted average number of restricted shares. All of the adjustments are made net of tax. Refer to page 27 for a reconciliation of Adjusted EPS to our interim financial statements.

ARGUS Enterprise ("AE") software maintenance retention rate, is calculated as a percentage of AE software maintenance revenue retained upon renewal; it represents the percentage of the available renewal opportunity in a fiscal period that renews, calculated on a dollar basis, excluding any growth in user count or product expansion. We plan to present "ARGUS Enterprise (AE) software renewal rate" at the end of 2020 to also include the retention of subscription revenues as by that point we will have a meaningful number of subscriptions which will be eligible for renewal.

Over Time revenues, is a metric we introduced in the first quarter of 2020 to replace our historic reporting of "recurring revenues", and is consistent with IFRS 15, *Revenue from Contracts with Customers*. These Over Time revenues are comprised of subscription revenues recognized on an over time basis in accordance with IFRS 15, maintenance revenues from legacy perpetual licenses, and data subscription and Appraisal Management revenues. Refer to page 17 for discussion of Over Time revenues. In 2019, approximately 75% of Altus Analytics' revenues were comprised of recurring revenues. Recurring revenues have represented revenues related to software and data subscriptions where the contract value was recognized ratably over the contract term, maintenance for perpetual licenses, and Appraisal Management contracts that depend on our data analytics tools. The main difference in the new "Over Time revenues" compared to our historic "recurring revenue" disclosure is that it will not include the point in time revenue component recognized up front for on-premise subscription contracts recognized in accordance with IFRS 15.

Cloud adoption rate, a new metric we introduced in the first quarter of 2020 represents the percentage of the total AE user base contracted on the ARGUS Cloud platform. It includes both new AE cloud users as well as those who have migrated from our AE on-premise software.

Overview of the Business

Altus Group Limited is a leading provider of software, data solutions and independent advisory services to the global commercial real estate ("CRE") industry. Our businesses, Altus Analytics and Commercial Real Estate Consulting ("CRE Consulting"), reflect decades of experience, a range of expertise, and technology-enabled capabilities. Our solutions empower clients to analyze, gain insight and recognize value on their real estate investments. Headquartered in Canada, we have approximately 2,200 employees around the world, with operations in North America, Europe and Asia Pacific. Our clients include many of the world's largest CRE industry participants. Altus Group pays a quarterly dividend of $0.15 per share and our shares are traded on the Toronto Stock Exchange ("TSX") under the symbol AIF.

We have two core reporting business segments - Altus Analytics and CRE Consulting.

Our Geomatics business, previously one of our reporting business segments, has been reflected as discontinued operations starting in the first quarter of 2020. Effective June 27, 2020, the transaction to spin off the Geomatics business into a joint venture with WSP Global Inc. ("WSP") closed.

Altus Analytics

Our Altus Analytics segment consists of revenues from software sold under the ARGUS brand and from data solutions that are made available to clients through our Appraisal Management solutions, as well as through data subscription products. Altus Analytics clients predominately consist of CRE asset and investment management firms, including large owners, managers and investors of CRE assets and CRE funds, as well as other CRE industry participants including service providers, brokers, and developers.

Our ARGUS software solutions are among the most recognized in the CRE industry and are sold globally. Our product stack for global CRE asset and investment management comprises end-to-end integrated software solutions on our cloud platform that provide visibility at the asset, portfolio and fund level to help clients enhance performance of their CRE investments. Our flagship AE software is the leading global solution for CRE valuation and portfolio management and is widely recognized as the industry property valuation standard in key CRE markets. AE's suite of functionality enables property valuation and cash flow analysis, property budgeting and strategic planning, investment and fund structure forecasting, dynamic reporting capabilities, and scenario sensitivity and risk analysis.

Since the third quarter of 2019, we have been offering AE on a cloud platform while continuing to support the on-premise software. The cloud platform leverages the AE calculation engine and provides clients with cloud-based infrastructure; new analytics capabilities (such as benchmarking functionality); integrations with other ARGUS products, storage, access and back-up of AE files; and access to new ARGUS applications (such as ARGUS Acquire, a deal management solution for CRE acquisitions, and ARGUS API, an application programming interface). Other ARGUS products include ARGUS Taliance (cloud-based fund solutions for alternative investment firms), ARGUS Voyanta (a cloud-based data management solution), and ARGUS Developer and ARGUS EstateMaster (software for development feasibility analysis). In addition to standard technology services related to education, training and implementation, we also offer our One11 strategic advisory and managed services for real estate organizations' front-to-back-office strategies, processes and technology.

Fueled by our ARGUS software solutions, we provide information services on a global basis through our Appraisal Management platform and data subscription products. Our global Appraisal Management solutions combine data and analytics functionality with a managed service delivery to enable institutional real estate investors to perform quarterly performance reviews, benchmarking and attribution analysis of their portfolios. Through these offerings we provide an end-to-end valuation management solution for our institutional clients, providing independent oversight and expertise while leveraging our data analytics platform. We primarily offer Appraisal Management solutions in the U.S., and we are expanding into Europe and Asia Pacific. Our Appraisal Management clients primarily consist of open and closed real estate funds, including large pension funds. Altus Analytics also includes a Canadian data subscription product, Altus Data Studio, which provides comprehensive real estate information on the Canadian residential, office, industrial and investment markets with unique data visualization capabilities. Our Canadian data covers new homes, investment transactions and commercial market inventory in key markets, and provides intelligence on the national housing market and consumer home buying and borrowing patterns.

Prior to 2020, the majority of our customers had licensed our AE software products on an on-premise basis, and had either paid on perpetual terms with ongoing maintenance, or on subscription terms. As of the start of 2020, all of our Altus Analytics software products are being sold only on a subscription-based model. Our software subscription agreements vary in length between one to five years, and the subscription fee primarily depends on the number of users and the applications deployed. We enjoy industry leading retention rates for our AE software maintenance revenues, calculated as a percentage of maintenance revenue retained upon renewal. In addition to software subscriptions, our software services are charged primarily on a time and materials basis, billed and recognized monthly as delivered. The contractual terms of our Appraisal Management agreements are generally for three years and pricing is primarily based on the number of real estate assets on our platform, adjusted for frequency of valuations and complexity of asset class. We enjoy very high contract renewal rates. Our Appraisal Management teams are also engaged from time to time to perform due diligence assignments in connection with CRE transactions. Our Canadian data products are sold on a subscription basis.

Commercial Real Estate Consulting

Our CRE Consulting segment consists of the Property Tax, and the Valuation and Cost Advisory business units. Through our various practice areas, we are well-equipped to serve clients with an end-to-end solution that spans the life cycle of CRE assets - from feasibility, development, acquisition, management and disposition. Our professionals possess extensive industry, market and asset-specific knowledge that contribute to our proprietary internal data systems. We have long-standing relationships with leading CRE market participants - including owner operators, developers, financial institutions, and various CRE asset holders and investors.

Our largest revenue contributor to CRE Consulting is our Property Tax business which operates in Canada, the U.S. and the U.K. Our team of Property Tax professionals help clients minimize the tax burden and reduce the cost of compliance. Our core real estate property tax services include assessment reviews, management and appeals, as well as in the U.S., personal property and state and local tax advisory services. The majority of our Property Tax revenues are derived on a contingency basis, representing a percentage of the savings we achieve for our clients. As such, we recognize contingency revenues when settlements are made, which in some cases could span multiple years. A smaller portion of our fees are based on time and materials basis. Valuation services, which are predominantly provided in Canada, consist of appraisals of real estate portfolios, valuation of properties for transactional purposes, due diligence and litigation and economic consulting. Our Cost Advisory practice, offered in both the private and public sectors in Canada and Asia Pacific, provides expert services in the areas of construction feasibility studies, budgeting, cost and loan monitoring and project management. Pricing for our Valuation and Cost Advisory services is primarily based on a fixed fee or time and materials basis. Given the strength of our brand, our independence and quality of our work, we enjoy a high rate of client renewals across all of our CRE Consulting businesses.

Strategy

Real estate investment allocation has steadily risen while CRE asset investment and ownership is becoming more institutionalized, complex and globalized. After years of limited investment in technology, the CRE market is increasingly embracing technology and better utilizing data to optimize assets and mitigate risks. With the increased complexity of the CRE market, there is also a growing need for specialized expert services which industry participants continue to outsource. Altus Group is at the forefront of this opportunity, with analytics solutions and expert services that help clients navigate the complexities of the CRE market to make better informed decisions and maximize the value of their real estate assets and investments.

Through our market leading capabilities, we remain competitively positioned to capitalize on the growing demand for a wide range of client needs in CRE technology, data and advisory solutions with a stable revenue base across economic cycles. Our key competitive strengths in the marketplace are comprised of our market-leading "mission critical" software and data analytics solutions, unique industry expertise across numerous asset classes and markets, our proprietary databases that contribute to successful client outcomes, and the depth and diversity of our offerings. Our global scale, existing client relationships with many of the world's largest CRE companies, and independence from brokers and asset owners/investors are also key differentiators that enhance our reputation.

Strategic Initiatives

Across the business, we continually identify opportunities to maximize the value of all of our business assets. We have a disciplined approach to pursuing investments and prioritize opportunities that support our longer-term growth objectives and help us sustain market leadership in our core segments. While we focus on enhancing every business (specifically through data and technology), we are placing additional focus on investment and innovation in our Altus Analytics business to leverage our global operating model and growth runway, while taking advantage of our strategic position with Property Tax to further enhance value.

While the near-term impact of COVID-19 continues to be uncertain, our long-term strategy remains unchanged. In 2020, our strategy is focused on the following initiatives:

Altus Analytics

Our long-term objective is to transition Altus Analytics from a collection of high value point solutions to an enterprise-grade software and data analytics market leader that unifies valuation and asset management capabilities into a single, cloud-based platform that integrates numerous key workflows and enhances data-driven insights for the CRE industry. We believe this will drive substantial value for the CRE industry and clients alike, while positioning Altus Group for long-term profitable growth. To achieve this, first we will continue to expand the global adoption of the AE cloud platform as the foundation for CRE asset and investment management and data integration. Second, we will leverage our multi-product technology stack (existing and new future applications) for CRE asset and investment management clients who require end-to-end enterprise solutions. Third, we will continue to lay the groundwork to capitalize on future growth opportunities in CRE data and for products in markets adjacent to our core offerings.

Key priorities for Altus Analytics in 2020 include:

- continuing execution of our "ARGUS Everywhere" go-to-market plan to drive existing and new customer user and product growth, geographic expansion, and global/multi-product enterprise agreements;
- continuing transition of our customers to cloud-based subscription contracts, with a goal to migrate the vast majority of our existing on-premise customers on to the cloud platform by the end of 2023;
- continuing product innovation, balanced between integration across all of our existing capabilities and developing new cloud applications that support our strategy to move clients to a cloud environment, while strategizing for new product opportunities in adjacent market verticals where we currently have limited penetration and in data-driven insights; and
- continuing growth of our Appraisal Management solutions where favourable market trends support organic growth in the U.S. and expansion into Europe and Asia Pacific, while increasingly selling our Appraisal Management solutions as part of AE transactions.

Longer term, we believe our Altus Analytics business is uniquely positioned to capitalize on the opportunity in CRE data and become a leading real estate information services provider. Our leading Altus Analytics products collect and generate valuable and detailed CRE industry data on various asset classes and for many major CRE markets in an automated environment. As ARGUS users increasingly move into a cloud environment, the depth of the data strengthens. This provides us with a unique opportunity to use this data to drive differentiation, generate analytics, launch new products and strengthen our Over Time revenue streams. Our vision is to leverage our ARGUS cloud platform for data collection and integration in a secure environment, through which we would aggregate ARGUS data from multiple organizations based on our data rights, combine it with third-party data through partnerships, and provide value-added data back through unique ARGUS workflows that enhance client value, while expanding the use of ARGUS across organizations and providing us with new revenue streams.

Property Tax

Our global Property Tax practice continues to represent an attractive growth area, driven both by solid market fundamentals and our strong competitive position. Our global reach with national scale and regional expertise, plus comprehensive databases on key CRE markets and expert knowledge make us a leader in the industry. Our objective is to continue growing our market share and to scale our Property Tax business into a leading, independent global property tax advisory practice that leverages technology and data.

Key priorities for our Property Tax business in 2020 include:

- continuing organic growth in our core markets driven by increased market share, operational productivity, and higher value contingency contracts;
- focusing on market expansion in key U.S. and U.K. markets by pursing organic growth initiatives and financially accretive acquisitions when opportunities arise; and
- driving digital transformation with technology and data to enhance client value while improving internal efficiencies, modernizing our service delivery and data-enabling business development.

While our Canadian, U.S. and U.K. Property Tax operations all share the same competitive advantages, each national business has established unique strengths and specialties. Over the long term, we plan to leverage the strengths of each national model across all geographies to become a leading property tax advisor globally to the largest CRE owners as well as the mid-market, and to efficiently leverage our specialties in target asset classes.

Financial and Operating Highlights

Selected Financial Information	**Three months ended June 30,**		**Six months ended June 30,**	
In thousands of dollars, except for per share amounts	**2020**	2019 [1]	**2020**	2019 [1]
Revenues	$ 155,470	$ 143,131	$ 286,726	$ 260,479
Canada	30%	32%	34%	34%
U.S.	36%	37%	37%	39%
Europe	29%	25%	24%	21%
Asia Pacific	5%	6%	5%	6%
Adjusted EBITDA	$ 34,899	$ 30,036	$ 48,147	$ 43,593
Adjusted EBITDA margin	22.4%	21.0%	16.8%	16.7%
Profit (loss) for the period from continuing operations	$ 11,333	$ 12,719	$ 13,090	$ 13,175
Profit (loss) for the period from discontinued operations	$ 266	$ 602	$ (5,170)	$ (289)
Profit (loss) for the period	$ 11,599	$ 13,321	$ 7,920	$ 12,886
Earnings (loss) per share:				
Basic				
Continuing operations	$0.28	$0.32	$0.33	$0.34
Discontinued operations	$0.01	$0.02	$(0.13)	$(0.01)
Diluted				
Continuing operations	$0.28	$0.32	$0.32	$0.33
Discontinued operations	$0.01	$0.02	$(0.13)	$(0.01)
Adjusted	$0.62	$0.51	$0.82	$0.74
Dividends declared per share	$0.15	$0.15	$0.30	$0.30

[1] Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Financial Highlights

- **Revenues** were $155.5 million for the three months ended June 30, 2020, up 8.6% or $12.4 million from $143.1 million in the same period in 2019. Acquisitions represented 2.6% of the 8.6% revenue growth for the three months ended June 30, 2020. For the six months ended June 30, 2020, revenues were $286.7 million, up 10.1% or $26.2 million from $260.5 million in the same period in 2019. Acquisitions represented 2.9% of the 10.1% revenue growth for the six months ended June 30, 2020. Exchange rate movements against the Canadian dollar benefitted revenues by 1.2% and 0.7% for the quarter and year-to-date, respectively. The second quarter revenue growth was led by record performance from Property Tax and 18.3% growth in Over Time revenues in Altus Analytics. Property Tax revenues increased by 17.7%, driven by double-digit growth from both our U.K. and Canadian businesses. Altus Analytics' Over Time revenue benefitted from strong growth in software subscriptions and Appraisal Management solutions. In addition, Altus Analytics benefitted from the acquisition of One11 Advisors, LLC ("One11") in July 2019. Our Valuation and Cost Advisory businesses held steady.

- **Adjusted EBITDA** was $34.9 million for the three months ended June 30, 2020, up 16.2% or $4.9 million from $30.0 million in the same period in 2019. For the six months ended June 30, 2020, Adjusted

EBITDA was $48.1 million, up 10.4% or $4.5 million from $43.6 million in the same period in 2019. Exchange rate movements against the Canadian dollar benefitted Adjusted EBITDA by 1.6% and 1.3% for the quarter and year-to-date, respectively. Earnings increased on higher revenues, partly offset by higher compensation from headcount additions and other operating costs, including from the acquisitions of One11 and Caruthers & Associates, Inc. ("Caruthers") in July 2019.

- **Profit (loss)** from continuing operations for the three months ended June 30, 2020 was $11.3 million, down 10.9% or $1.4 million from $12.7 million in the same period in 2019. For the six months ended June 30, 2020, profit (loss) from continuing operations was $13.1 million, down 0.6% or $0.1 million from $13.2 million in the same period in 2019. In addition to the items affecting Adjusted EBITDA as discussed above, profit (loss) from continuing operations for the three and six months ended June 30, 2020 decreased as a result of costs of $7.5 million related to a global restructuring program, offset by lower amortization of some historical acquisition-related intangibles and lower interest related to our bank credit facilities. Profit (loss) from discontinued operations for the three months ended June 30, 2020 was $0.3 million, down 55.8% or $0.3 million from $0.6 million in the same period in 2019 due mainly to the effects of lower revenues and restructuring costs of $0.8 million, offset by $2.6 million of government wage subsidies. For the six months ended June 30, 2020, profit (loss) from discontinued operations was $(5.2) million, down 1,688.9% or $4.9 million from $(0.3) million in the same period in 2019 due mainly to the effects of lower revenues, restructuring costs of $1.2 million, and $5.2 million of fair value adjustments recorded subsequent to the classification of our Geomatics business as discontinued operations to the date of its contribution into the GeoVerra joint venture, offset by $2.6 million of government wage subsidies.

- For the three months ended June 30, 2020, earnings (loss) per share from continuing operations was $0.28, basic and diluted, as compared to $0.32, basic and diluted, in the same period in 2019. For the six months ended June 30, 2020, earnings (loss) per share from continuing operations was $0.33, basic and $0.32, diluted, as compared to $0.34, basic and $0.33, diluted, in the same period in 2019.

- For the three months ended June 30, 2020, Adjusted EPS was $0.62, up 21.6% from $0.51 in the same period in 2019. For the six months ended June 30, 2020, Adjusted EPS was $0.82, up 10.8% from $0.74 in the same period in 2019.

- We returned $6.1 million to shareholders in the quarter through quarterly dividends of $0.15 per common share.

- As at June 30, 2020, our bank debt was $160.0 million, representing a funded debt to EBITDA leverage ratio of 1.65 times (compared to 1.49 times as at December 31, 2019), well below our maximum ratio of 4.00 times. As at June 30, 2020, cash and cash equivalents was $74.1 million (compared to $60.3 million as at December 31, 2019). For further discussion of the recent amendment and its impact on the interim financial statements, please refer to the "Liquidity and Capital Resources" section beginning on page 22 of this MD&A and Note 13 - Borrowings in the notes to the interim financial statements.

Operating Highlights

Geomatics Spin-Off and Investment in GeoVerra Joint Venture

On June 27, 2020 the previously announced transaction to divest of the Geomatics business into a joint venture structure with WSP closed. The combined entity launched as GeoVerra, forming a leading Canadian geomatics firm with employees in offices in Western Canada and Ontario. We contributed $14.9 million in cash and certain net assets in exchange for a 49.5% equity interest in GeoVerra that provides joint control through an equal 50% of the voting rights, resulting in a gain of $0.5 million. We account for our investment as a joint venture using the equity method.

Restructuring Activities

During the three months ended June 30, 2020, we initiated a global restructuring program across all our business segments which resulted in one-time restructuring costs of $7.5 million of which $3.9 million related to Altus Analytics and the balance to CRE Consulting and Corporate segments. These costs relate primarily to employee severance costs. Although the program is primarily complete, we expect some additional charges in the third and fourth quarters due to timing considerations. The restructuring was planned as part of our strategy to continue to focus and invest in technology and information services platforms.

Long-Term Equity Incentive Plan Revision

On May 6, 2020, our shareholders approved a resolution to increase the number of authorized common shares to be reserved for issuance under our Long-Term Equity Incentive Plan and to ratify the grant of awards made under it to executives and key employees. The resolution increases the maximum number of common shares reserved for issuance by 1,850,000 to 4,075,000.

Discussion of Operations

Three and Six Months Ended June 30, 2020

In thousands of dollars	Three months ended June 30, 2020	Three months ended June 30, 2019 (1)	Six months ended June 30, 2020	Six months ended June 30, 2019 (1)
Revenues	$ 155,470	$ 143,131	$ 286,726	$ 260,479
Expenses				
Employee compensation	92,638	83,455	180,993	163,007
Occupancy	1,914	1,889	3,985	3,508
Office and other operating	26,361	25,849	53,243	47,506
Depreciation of right-of-use assets	2,814	3,041	5,686	6,317
Depreciation and amortization	7,885	8,578	15,602	17,994
Acquisition and related transition costs (income)	-	171	(1,176)	153
Share of (profit) loss of joint venture	(8)	-	(8)	-
Restructuring costs (recovery)	7,480	(296)	7,455	(296)
(Gain) loss on investments	35	12	(90)	(95)
Finance costs (income), net - leases	631	668	1,291	1,355
Finance costs (income), net - other	1,080	1,718	2,587	3,368
Profit (loss) from continuing operations before income taxes	14,640	18,046	17,158	17,662
Income tax expense (recovery)	3,307	5,327	4,068	4,487
Profit (loss) for the period from continuing operations	$ 11,333	$ 12,719	$ 13,090	$ 13,175
Profit (loss) for the period from discontinued operations	266	602	(5,170)	(289)
Profit (loss) for the period attributable to shareholders	$ 11,599	$ 13,321	$ 7,920	$ 12,886

(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Revenues

Revenues were $155.5 million for the three months ended June 30, 2020, up 8.6% or $12.4 million from $143.1 million in the same period in 2019. Acquisitions represented 2.6% of the 8.6% revenue growth for the three months ended June 30, 2020. For the six months ended June 30, 2020, revenues were $286.7 million, up 10.1% or $26.2 million from $260.5 million in the same period in 2019. Acquisitions represented 2.9% of the 10.1% revenue growth for the six months ended June 30, 2020. Exchange rate movements against the Canadian dollar benefitted revenues by 1.2% and 0.7% for the quarter and year-to-date, respectively. The increase in revenues for the quarter was driven by a historical record performance from Property Tax and strong growth in Over Time revenues in Altus Analytics. Property Tax performance benefitted from the annuity billings in the U.K. and the strong performance of Ontario in Canada. Our Valuation and Cost Advisory businesses held steady.

Employee Compensation
Employee compensation was $92.6 million for the three months ended June 30, 2020, up 11.0% or $9.1 million from $83.5 million in the same period in 2019. For the six months ended June 30, 2020, employee compensation was $181.0 million, up 11.0% or $18.0 million from $163.0 million in the same period in 2019. For the three and six months ended June 30, 2020, the increase in compensation was mainly due to headcount additions within Altus Analytics, Property Tax, and from the One11 and Caruthers acquisitions, as well as losses on equity hedges related to our share-based compensation. For the three and six months ended June 30, 2020, employee compensation as a percentage of revenues was 59.6% and 63.1%, as compared to 58.3% and 62.6% in the corresponding periods in 2019, respectively.

Occupancy
Occupancy was $1.9 million for the three months ended June 30, 2020, in line with the same period in 2019. For the six months ended June 30, 2020, occupancy was $4.0 million, up 13.6% or $0.5 million from $3.5 million in the same period in 2019. For the three and six months ended June 30, 2020, the impacts of IFRS 16 decreased occupancy costs by $3.2 million and $6.2 million, respectively, and the remaining amounts recognized in occupancy costs pertain to short-term leases, low-value assets, and variable lease payments. Without the impact of IFRS 16, occupancy costs for the three and six months ended June 30, 2020 increased due to acquisitions and increased space needs for Altus Analytics. For the three and six months ended June 30, 2020, occupancy as a percentage of revenues was 1.2% and 1.4%, as compared to 1.3% and 1.3% in the corresponding periods in 2019, respectively. Without the impact of IFRS 16, occupancy as a percentage of revenues would have been 3.3% and 3.6% for the three and six months ended June 30, 2020, as compared to 3.5% and 3.7% in the corresponding periods in 2019, respectively.

Office and Other Operating Costs
Office and other operating costs were $26.4 million for the three months ended June 30, 2020, up 2.0% or $0.6 million from $25.8 million in the same period in 2019. For the six months ended June 30, 2020, office and other operating costs were $53.2 million, up 12.1% or $5.7 million from $47.5 million in the same period in 2019. For the three and six months ended June 30, 2020, the increase in expenses is primarily from increased bad debt provisions, acquisitions, subcontractor disbursements for client projects and additional expenditures for corporate software subscriptions, partly offset by savings on travel, conference related costs and professional fees. For the three and six months ended June 30, 2020, office and other operating costs as a percentage of revenues was 17.0% and 18.6%, as compared to 18.1% and 18.2% in the corresponding periods in 2019, respectively.

Depreciation of Right-of-Use Assets
Depreciation of right-of-use assets was $2.8 million and $5.7 million for the three and six months ended June 30, 2020, as compared to $3.0 million and $6.3 million in the corresponding periods in 2019, respectively. The decrease is primarily due to old capital leases for equipment expiring during 2019.

Depreciation and Amortization
Depreciation and amortization was $7.9 million and $15.6 million for the three and six months ended June 30, 2020, as compared to $8.6 million and $18.0 million in the corresponding periods in 2019, respectively. The decrease is mainly due to the completion of the amortization period for some historical acquisition-related intangibles.

Acquisition and Related Transition Costs (Income)
Acquisition and related transition costs (income) were $nil and $(1.2) million for the three and six months ended June 30, 2020, as compared to $0.2 million and $0.2 million in the corresponding periods in 2019, respectively. The income recorded for the six months ended June 30, 2020 was due to a revaluation of our acquisition-related contingent consideration payables during the first quarter of 2020 that resulted in a reduction of $1.2 million.

Share of (Profit) Loss of Joint Venture
Share of (profit) loss of joint venture represents our share of the profit (loss) in GeoVerra since it was launched on June 27, 2020 and was $nil for the three and six months ended June 30, 2020.

Restructuring Costs (Recovery)
During the three months ended June 30, 2020, we initiated a global restructuring program which resulted in one-time charges related primarily to employee severance costs. Restructuring costs (recovery) were $7.5 million, of which $3.9 million related to Altus Analytics and the balance to CRE Consulting and Corporate segments, for the three and six months ended June 30, 2020, as compared to $(0.3) million in the corresponding periods in 2019, respectively.

(Gain) Loss on Investments
(Gain) loss on investments was $nil and $(0.1) million for the three and six months ended June 30, 2020, as compared to $nil and $(0.1) million in the corresponding periods in 2019, respectively. The amount represents changes in fair value of our investments in partnerships.

Finance Costs (Income), Net

	Three months ended June 30,			Six months ended June 30,		
In thousands of dollars	**2020**	2019 (1)	% Change	**2020**	2019 (1)	% Change
Interest on borrowings	$ 1,052	$ 1,433	(26.6%)	$ 2,377	$ 2,713	(12.4%)
Interest on lease liabilities	631	668	(5.5%)	1,291	1,355	(4.7%)
Unwinding of discounts	67	209	(67.9%)	130	384	(66.1%)
Change in fair value of interest rate swaps	(16)	100	(116.0%)	138	410	(66.3%)
Finance income	(23)	(24)	(4.2%)	(58)	(139)	(58.3%)
Finance costs (income), net	$ 1,711	$ 2,386	(28.3%)	$ 3,878	$ 4,723	(17.9%)

(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Finance costs (income), net for the three months ended June 30, 2020 was $1.7 million, down 28.3% or $0.7 million from $2.4 million in the same period in 2019. For the six months ended June 30, 2020, finance costs (income), net was $3.9 million, down 17.9% or $0.8 million from $4.7 million in the same period in 2019. Our finance costs decreased mainly due to the lower interest on our bank credit facilities, lower charges for the unwinding of discounts for acquisition-related contingent consideration payables paid during the fourth quarter of 2019 and in 2020, in addition to the lower change in fair value recognized in relation to our $65.0 million interest rate swap which has now been settled.

Income Tax Expense (Recovery)
Income tax expense (recovery) for the three and six months ended June 30, 2020 was $3.3 million and $4.1 million, as compared to $5.3 million and $4.5 million in the corresponding periods in 2019, respectively.

The decrease for the three and six months ended June 30, 2020 was mainly due to lower profit (loss) before income tax from our business operations.

Profit (Loss) from Continuing Operations

Profit (loss) from continuing operations for the three months ended June 30, 2020 was $11.3 million and $0.28 per share, basic and diluted, as compared to $12.7 million and $0.32 per share, basic and diluted, in the same period in 2019. For the six months ended June 30, 2020, profit (loss) from continuing operations was $13.1 million and $0.33 per share, basic and $0.32 per share, diluted, as compared to $13.2 million and $0.34 per share, basic and $0.33 per share, diluted, in the same period in 2019. Profit (loss) from continuing operations for the three and six months ended June 30, 2020 decreased mainly as a result of costs of $7.5 million related to a global restructuring program that was initiated during the second quarter of 2020.

Profit (Loss) from Discontinued Operations

Profit (loss) from discontinued operations for the three months ended June 30, 2020 was $0.3 million and $0.01 per share, basic and diluted, as compared to $0.6 million and $0.02 per share, basic and diluted, in the same period in 2019. For the six months ended June 30, 2020, profit (loss) from discontinued operations was $(5.2) million and $(0.13) per share, basic and diluted, as compared to $(0.3) million and $(0.01) per share, basic and diluted, in the same period in 2019. This was due mainly to the effects of lower revenues and $5.2 million of fair value adjustments subsequent to the classification of our Geomatics business as discontinued operations to the date of its contribution into the GeoVerra joint venture, offset by $2.6 million of government wage subsidies.

Profit (Loss)

Profit (loss) for the three months ended June 30, 2020 was $11.6 million and $0.29 per share, basic and $0.28 per share, diluted, as compared to $13.3 million and $0.34 per share, basic and $0.33 per share, diluted, in the same period in 2019. For the six months ended June 30, 2020, profit (loss) was $7.9 million and $0.20 per share, basic and $0.19 per share, diluted, as compared to $12.9 million and $0.33 per share, basic and $0.32 per share, diluted, in the same period in 2019.

Revenues and Adjusted EBITDA by Business Unit

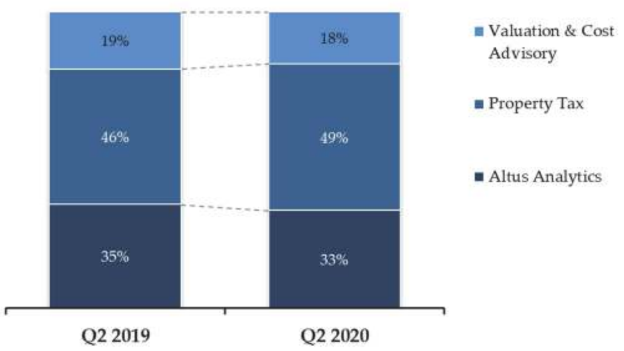
Revenues	**Three months ended June 30,**			**Six months ended June 30,**		
In thousands of dollars	**2020**	2019 (1)	% Change	**2020**	2019 (1)	% Change
Altus Analytics	$ 51,296	$ 50,163	2.3%	$ 103,015	$ 96,944	6.3%
Commercial Real Estate Consulting	104,253	93,066	12.0%	183,864	163,739	12.3%
Intercompany eliminations	(79)	(98)	19.4%	(153)	(204)	25.0%
Total	$ 155,470	$ 143,131	8.6%	$ 286,726	$ 260,479	10.1%

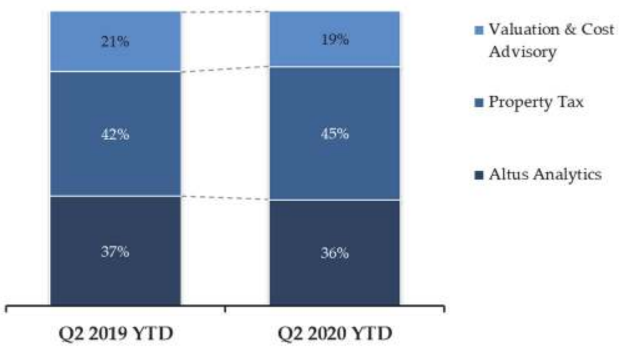
(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Adjusted EBITDA	**Three months ended June 30,**			**Six months ended June 30,**		
In thousands of dollars	**2020**	2019 (1)	% Change	**2020**	2019 (1)	% Change
Altus Analytics	$ 9,651	$ 11,206	(13.9%)	$ 18,923	$ 21,027	(10.0%)
Commercial Real Estate Consulting	37,272	32,001	16.5%	50,613	44,099	14.8%
Corporate	(12,024)	(13,171)	8.7%	(21,389)	(21,533)	0.7%
Total	$ 34,899	$ 30,036	16.2%	$ 48,147	$ 43,593	10.4%

(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Revenue Contribution for the Quarter and Year-to-Date:





Management's Discussion & Analysis
June 30, 2020

Altus Analytics

	Three months ended June 30,			Six months ended June 30,		
In thousands of dollars	**2020**	2019	% Change	**2020**	2019	% Change
Revenues	$ 51,296	$ 50,163	2.3%	$ 103,015	$ 96,944	6.3%
Adjusted EBITDA	$ 9,651	$ 11,206	(13.9%)	$ 18,923	$ 21,027	(10.0%)
Adjusted EBITDA Margin	18.8%	22.3%		18.4%	21.7%	
Selected Metrics (1)						
Over Time revenues (2)	$ 42,756	$ 36,150	18.3%	$ 82,839	$ 70,324	17.8%
AE software maintenance retention rate	95%	97%		96%	96%	
Geographical revenue split						
North America	83%	80%		83%	80%	
International	17%	20%		17%	20%	
Cloud adoption rate (as at end of period)				8%	n/a	

(1) Refer to pages 3 and 4 of this MD&A for definitions of the Selected Metrics presented above.

(2) As Over Time revenues were introduced in the first quarter of 2020, for a comparative view, Altus Analytics' 2019 Over Time revenues, consistent with IFRS 15, were $36.8 million and $38.8 million in the third and fourth quarters of 2019, respectively.

Quarterly Discussion

Revenues were $51.3 million for the three months ended June 30, 2020, up 2.3% or $1.1 million from $50.2 million in the same period in 2019. The acquisition of One11 contributed $3.6 million of revenues. Movements in the exchange rate against the Canadian dollar benefitted revenues by 2.4%.

Over Time revenues, as described above in the "Overview of the Business" section, were $42.8 million for the three months ended June 30, 2020, up 18.3% or $6.6 million from $36.2 million in the same period in 2019.

Beginning in 2020, we converted the ARGUS sales model from a hybrid subscription and perpetual model to a full subscription model. Although this change creates a stronger long-term economic model, the transition negatively impacts overall revenue growth in the first year of transition but has a positive effect on Over Time revenues. Overall revenue growth is proceeding as expected given the transition to full subscription.

In the quarter we benefitted from strong growth in Over Time revenues driven by higher subscription license and Appraisal Management revenues, as well as the acquisition of One11. As expected, the growth was offset by a decline in perpetual license revenues related to the transition, as well as year-over-year decline in organic software training and consulting services revenues as client priorities shifted during the COVID-19 pandemic and as in-person meetings continue to be restricted. Our subscription license sales were healthy in the quarter, although as anticipated the timing of completing certain transactions and software inside sales volumes focused on the small-to-medium businesses were impacted by the pandemic. Overall, we continued to benefit from add-on sales to existing customers, new license sales and cloud migrations. Our transition to AE cloud subscriptions progressed well and was on plan during the quarter, with positive momentum of migrating existing customers from the on-premise product and selling AE cloud to new customers. As at the end of the second quarter, over 7% of our total AE user base had been contracted on ARGUS Cloud, in line with the expectations that form our long-term aspirational goal.

Adjusted EBITDA was $9.7 million for the three months ended June 30, 2020, down 13.9% or $1.5 million from $11.2 million in the same period in 2019. Adjusted EBITDA was impacted by a higher level of expenses compared to the prior year, notably software consulting expenditures, including the impact of the One11 acquisition, partly offset by operating cost savings due to reduced travel and conference related costs. Changes in foreign exchange benefitted Adjusted EBITDA by 2.8%.

Year-to-Date Discussion

Revenues were $103.0 million for the six months ended June 30, 2020, up 6.3% or $6.1 million from $96.9 million in the same period in 2019. The acquisition of One11 contributed $7.1 million of revenues. Movements in the exchange rate against the Canadian dollar benefitted revenues by 1.4%.

Over Time revenues, as described above in the "Overview of the Business" section, were $82.8 million for the six months ended June 30, 2020, up 17.8% or $12.5 million from $70.3 million in the same period in 2019.

Altus Analytics revenue growth was driven by strong growth in Over Time revenues and the acquisition of One11, partly offset by a decline in perpetual license revenues and in software consulting and training services. Over Time revenues were driven by the higher mix of subscription sales in the second half of 2019 and the first quarter of 2020, sustained growth from our Appraisal Management solutions, and steady maintenance revenues. The global COVID-19 pandemic had minimal impact on our first quarter performance, however, consistent with our expectations, the global COVID-19 pandemic impacted us in the second quarter as non-recurring software services (such as technology consulting, implementation, education and training) decreased, as client priorities shifted during the pandemic and as in-person meetings continue to be restricted.

Adjusted EBITDA was $18.9 million for the six months ended June 30, 2020, down 10.0% or $2.1 million from $21.0 million in the same period in 2019. Adjusted EBITDA was impacted by a higher level of expenses compared to the prior year, notably software consulting expenditures, including the impact of the One11 acquisition, partly offset by operating cost savings due to the impacts of the pandemic reducing travel and conference related costs. Changes in foreign exchange benefitted Adjusted EBITDA by 1.2%.

Outlook

Our Altus Analytics business continues to represent an attractive growth area, supported by favourable market trends of growing global demand for CRE-related technology and data solutions. Our Altus Analytics business continues to be well positioned to deliver year over year revenue growth in 2020, particularly for our Over Time revenues as we transition our sales model to subscriptions. We also remain on track with our aspirational long-term goal.

In 2020, we expect to capture incremental revenues by expanding existing customer wallet share, gaining new customer wins and furthering geographic expansion into Europe and Asia Pacific for both our software and Appraisal Management solutions. Increasing the volume and value of enterprise transactions for multi-product and/or global deals with our top 200 clients remains a strategic focus and should provide us with enhanced revenue growth.

With over 80% of our revenues coming from Over Time revenue streams, Altus Analytics is and is expected to remain stable and advantageously positioned to navigate the challenges brought on by the macroeconomic uncertainty of the COVID-19 pandemic. Our Over Time revenue base is supported by industry leading retention rates and multi-year contracts, and the "mission critical" differentiation of our solutions now more than ever help clients navigate the unique COVID-19 related challenges in CRE.

Our strategy of transitioning our client base to the AE cloud-based subscription solution remains on track. We remain competitively insulated and we continue to enhance our technology platforms with new capabilities. As our cloud solutions offer improved collaboration capabilities that are increasingly required for those working remotely during the pandemic, we see growing interest from clients on making the transition sooner. We continue to make good progress migrating our customers to the cloud and expect that trend to continue throughout the year.

Our current software pipeline of opportunities remains healthy and we remain confident in our ability to capture long term growth. In the near term, as a result of COVID-19 and our customers' ability to work remotely, short term challenges may arise in completing transactions within timeframes that would otherwise be considered normal. Also in the near term, some of our non-recurring revenue streams, such as technology consulting, implementation, education and training, are expected to be impacted as client priorities shift during the pandemic and as in-person meetings are restricted. We expect these services to revert to normal levels as clients return to work.

Our Appraisal Management business is poised for strong performance in 2020. In general, during times of market volatility, our insights and our services are in greater demand not only from our existing clients but from other industry participants as well. As such, we are continuing to add new clients to our platform. Our solutions provide transparency, performance analytics and insights that help our clients maximize the performance of their assets. In addition, our clients are mostly large, well-capitalized investors that in many cases seek new investment opportunities during market disruptions. We are finding that some clients are creating new funds as avenues for growth and we expect that more assets will be added onto our platform over the longer term. We also benefit from increased frequency of portfolio valuations as clients require more performance and operational visibility with respect to their investments.

Additionally, our Canadian Data Solutions business is stable and continues to be favourably positioned for sustained growth through new product introductions and new partnership opportunities.

Overall, demand for our Altus Analytics solutions is expected to remain healthy in 2020, and as the global economy starts to recover, activity levels are expected to rebound to pre-COVID-19 levels and potentially accelerate as companies worldwide push for more data-driven visibility on their CRE assets, endeavor to streamline operations with technology and prioritize cloud-based solutions.

Our financial strength allows us to continue investing in innovation and growth. We will continue to make the appropriate investments in support of our long-term growth objectives. At the same time, we are focused on improving our operating efficiencies and driving our margins higher, consistent with the aspirational targets of our long-term plan. The restructuring that occurred in the second quarter supports our long-term plan and the ranges previously presented for Adjusted EBITDA margins in 2020 and beyond.

Commercial Real Estate Consulting

	Three months ended June 30,			Six months ended June 30,		
In thousands of dollars	**2020**	2019	% Change	**2020**	2019	% Change
Revenues						
Property Tax	$ 76,874	$ 65,288	17.7%	$ 129,470	$ 109,986	17.7%
Valuation and Cost Advisory	27,379	27,778	(1.4%)	54,394	53,753	1.2%
Revenues	$ 104,253	$ 93,066	12.0%	$ 183,864	$ 163,739	12.3%
Adjusted EBITDA						
Property Tax	$ 33,954	$ 28,516	19.1%	$ 44,518	$ 38,114	16.8%
Valuation and Cost Advisory	3,318	3,485	(4.8%)	6,095	5,985	1.8%
Adjusted EBITDA	$ 37,272	$ 32,001	16.5%	$ 50,613	$ 44,099	14.8%
Adjusted EBITDA Margin	35.8%	34.4%		27.5%	26.9%	

Quarterly Discussion

Revenues were $104.3 million for the three months ended June 30, 2020, up 12.0% or $11.2 million from $93.1 million in the same period in 2019. The growth in revenues was driven by the Property Tax business, which set a new historic record for quarterly revenues.

The record Property Tax performance benefitted from double-digit revenue growth in the U.K. and Canada. In the U.K., the cyclical/seasonal annuity billing was a significant contributor, representing $15.0 million in revenues (compared to $9.9 million in the second quarter of 2019), the increase reflecting the higher cumulative number of the 2017 cycle cases settled. While strong, the U.K. annuity billing was impacted by a COVID-19 subsidy program which eliminated 2020 ratings for companies in the hospitality, leisure and retail sectors and, therefore, we were not able to invoice clients in those sectors as savings we achieved in prior years no longer existed for 2020. In Canada, we benefitted from increased case settlements in Ontario that were at more regular levels compared to the prior year, as well as strong performance in Montreal and Manitoba as they hit the peaks of their 3-year and 2-year cycles, respectively. Consistent with seasonal patterns, the U.S. had a very productive quarter in building its pipeline that is expected to benefit future quarters.

Revenues from our Valuation and Cost Advisory businesses were down moderately on reduced transaction activity in our Valuation business, although the Canadian Cost business was up year over year. Changes in exchange rates benefitted CRE Consulting revenues by 0.6%.

Adjusted EBITDA was $37.3 million for the three months ended June 30, 2020, up 16.5% or $5.3 million from $32.0 million in the same period in 2019. The increase in earnings resulted from our strong revenue increases in the Property Tax business, partly offset by compensation for increased headcount to grow our U.S. and U.K. Property Tax businesses. Changes in exchange rates benefitted CRE Consulting Adjusted EBITDA by 0.5%.

Year-to-Date Discussion

Revenues were $183.9 million for the six months ended June 30, 2020, up 12.3% or $20.2 million from $163.7 million in the same period in 2019. The strong growth in revenues was driven by an increase of 17.7% in our Property Tax business. Property Tax revenues surged higher on annuity billings in the U.K. and increased settlement rates in Ontario that were at more regular levels compared to the prior year. In addition, our revenues in Canada have been helped by strong performance in Manitoba, Montreal and Alberta. Consistent with seasonal patterns, the U.S. continues to build its pipeline that is expected to benefit future quarters. Our Valuation and Cost Advisory business experienced modest growth. Changes in exchange rates benefitted CRE Consulting revenues by 0.3%.

Adjusted EBITDA was $50.6 million for the six months ended June 30, 2020, up 14.8% or $6.5 million from $44.1 million in the same period in 2019. The increase in earnings resulted from our strong revenue increases in the Property Tax business, partly offset by compensation for increased headcount to grow our U.S. and U.K. Property Tax businesses. In addition, to reflect the credit risk introduced by COVID-19, we recorded additional provisions on our trade receivables and unbilled revenue balances. Changes in exchange rates benefitted CRE Consulting Adjusted EBITDA by 0.7%.

Outlook

Our Property Tax business continues to represent an attractive growth area for our company driven by a steady demand for our specialized services. Our Property Tax business is growing and fundamentally stable. Our market share in key markets remains strong and the value of our appeal pipelines remains intact, with an opportunity to grow market share.

Given the strong performance in the first half of the year, we continue to expect a record revenue year in 2020. Our outlook is supported by good visibility into our pipeline and the current pace of case settlements, which should help offset some challenges introduced by the COVID-19 pandemic. Pandemic-related challenges primarily include delays of anticipated appeal settlements in certain jurisdictions as hearing dates are being deferred, as well as some tax abatement and deferral programs that could have some impact on our ability to invoice clients. This is expected to cause some deferral of revenue into future quarters. Overall, our experience has been that periods of market disruption tend to lead to valuation volatility, which ultimately provides us with greater opportunities to maximize savings for our customers.

We expect that any slowdown in appeal settlement activity volumes will ultimately shift some of our anticipated revenues into future quarters and further spill into 2021. For 2021, we anticipate a strengthening of the opportunities based on spillover of case settlements, enhanced settlements given the COVID-19 disruption, and greater market share. In addition, the 2017 valuation cycle is being extended to 2022 in the U.K. which allows annuity billings to continue for the next two years. Given the nature of the Property Tax business as discussed in more detail on page 28 of this MD&A regarding seasonal and cyclical variations, we expect to experience typical quarterly variability in our financial performance, which could potentially be more pronounced during the COVID-19 pandemic.

Our Valuation and Cost Advisory practices enjoy significant market share and, as a result, have been growing modestly. We have enhanced these businesses with the use of technology and expect that to drive operational efficiencies. Although the current COVID-19 pandemic has had a mild impact on activity levels, business resumption in key jurisdictions should mitigate further declines. A significant portion of the Valuation business consists of periodic valuations of CRE portfolios, which are expected to remain stable or in some cases increase in frequency; however, there could be some continued pressure on some of the transactional services. Our Cost Advisory business depends to a large extent on an active CRE developer market, which appears to be returning to more normalized levels in the near term. Despite any short-term disruptions, the long-term opportunity associated with this business remains intact as many engagements are multi-year.

Corporate Costs

Quarterly Discussion
Corporate costs (recovery) were $12.0 million for the three months ended June 30, 2020, as compared to $13.2 million in the same period in 2019. Corporate costs declined as we had incurred one-time professional advisory fees related to strategic initiatives in the prior year, as well as lower travel and office related expenditures in the current year. In the first three quarters of the year, variable compensation costs for the business units are accrued in the Corporate segment, subject to the overall finalization at year-end. In the fourth quarter, the accrued costs are allocated to the business units.

Year-to-Date Discussion
Corporate costs (recovery) were $21.4 million for the six months ended June 30, 2020, as compared to $21.5 million in the same period in 2019. Corporate costs declined primarily as we incurred one-time professional advisory fees related to strategic initiatives in the prior year, as well as lower travel and office related expenditures in the current year, partly offset by higher salaries due to increased headcount and IT related spend. In the first three quarters of the year, variable compensation costs for the business units are accrued in the Corporate segment, subject to the overall finalization at year-end. In the fourth quarter, the accrued costs are allocated to the business units.

Liquidity and Capital Resources

Cash Flow	**Three months ended June 30,**				**Six months ended June 30,**			
In thousands of dollars		**2020 (1)**		2019 (1)		**2020 (1)**		2019 (1)
Net cash related to operating activities	$	26,321	$	13,250	$	9,909	$	5,132
Net cash related to financing activities		(24,306)		1,337		5,430		3,532
Net cash related to investing activities		(1,886)		(1,339)		(2,961)		(3,009)
Effect of foreign currency translation		(931)		792		1,426		(2,834)
Change in cash position during the period	$	(802)	$	14,040	$	13,804	$	2,821
Dividends paid	$	5,980	$	4,200	$	11,320	$	8,384

(1) The net cash flows provided by (used in) the Geomatics discontinued operations for the three months ended June 30, 2020 were $1.6 million, $(0.4) million, and $(1.3) million (2019 - $1.7 million, $(0.3) million, and $(0.3) million), respectively. For the six months ended June 30, 2020, the net cash flows provided by (used in) the Geomatics discontinued operations were $3.1 million, $(0.7) million, and $(1.4) million (2019 - $1.1 million, $(0.6) million, and $(0.8) million), respectively.

We expect to fund operations with cash derived from operating activities. Deficiencies arising from short-term working capital requirements and capital expenditures may be financed on a short-term basis with bank indebtedness or on a permanent basis with offerings of securities. Significant erosion in the general state of the economy could affect our liquidity by reducing cash generated from operating activities or by limiting access to short-term financing as a result of tightening credit markets. In light of the uncertainty around the continued developments and impacts of COVID-19, we amended and expanded our bank credit facilities on March 24, 2020, prior to its maturity, in order to further strengthen our financial and liquidity position. For further details regarding the amendment, refer to the "Cash from Financing Activities" discussion below and Note 13 - Borrowings in the notes to the interim financial statements.

Cash from Operating Activities

Working Capital				
In thousands of dollars		**June 30, 2020**		December 31, 2019
Current assets	$	278,909	$	246,069
Current liabilities		138,130		283,607
Working capital	$	140,779	$	(37,538)

Current assets are composed primarily of cash and cash equivalents, trade receivables and other (including a $1.5 million related party receivable from GeoVerra), and income taxes recoverable. The increase is primarily due to cash and cash equivalents and additional trade receivables generated from operations.

Current liabilities are composed primarily of trade payables and other (including a $2.8 million related party payable to GeoVerra), lease liabilities, and income taxes payable. The decrease in current liabilities is mainly due to our bank credit facilities of $138.0 million being included in current liabilities as at December 31, 2019. We reclassified our bank credit facilities to non-current liabilities in the first quarter of 2020 subsequent to amending the bank credit facilities on March 24, 2020 and extending the maturity date. For further details regarding the amendment, refer to the "Cash from Financing Activities" discussion below.

As at June 30, 2020, trade receivables, net and contract assets (unbilled revenue on customer contracts) net of contract liabilities (deferred revenue) was $142.1 million, up 9.8% or $12.7 million from $129.4 million as at December 31, 2019. As a percentage of the trailing 12-month revenues, trade receivables and unbilled revenue on customer contracts net of deferred revenue, for continuing operations, was 25.7% as at June 30, 2020, as compared to 22.1% as at December 31, 2019.

Our Days Sales Outstanding ("DSO") from continuing operations was 82 days as at June 30, 2020, as compared to 76 days as at December 31, 2019. We calculate DSO by taking the five-quarter average balance of trade receivables, net and unbilled revenue on customer contracts net of deferred revenue and the result is then divided by the trailing 12-month revenues plus any pre-acquisition revenues, as applicable, and multiplied by 365 days. Our method of calculating DSO may differ from the methods used by other issuers and, accordingly, may not be comparable to similar measures used by other issuers. We believe this measure is useful to investors as it demonstrates our ability to convert revenue into cash.

Current and long-term liabilities include amounts owing to the vendors of acquired businesses on account of excess working capital, deferred purchase price payments and other closing adjustments. As at June 30, 2020, the amounts owing to the vendors of acquired businesses were $0.3 million, as compared to $8.5 million as at December 31, 2019. We intend to satisfy the payments with cash on hand.

We expect to satisfy the balance of our current liabilities through the realization of our current assets.

Cash from Financing Activities

On March 24, 2020, we amended our bank credit facilities to further strengthen our financial and liquidity position. The amended credit facilities increase our borrowing capacity to $275.0 million from $200.0 million, with certain provisions that allow us to further increase the limit to $350.0 million. The amended agreement extends the term by three years expiring March 24, 2023, with an additional two-year extension at our option. The other significant amendment is that the bank credit facilities are unsecured.

Loans bear interest at a floating rate, based on the Canadian Prime rates, Canadian Bankers' Acceptance rates, U.S. Base rates or LIBOR rates plus, in each case, an applicable margin to those rates. The applicable margin for Canadian Bankers' Acceptance and LIBOR borrowings depends on a trailing four-quarter calculation of the funded debt to EBITDA ratio. The amended bank credit facilities require us to comply with the following financial ratios:

- Maximum Funded Debt to EBITDA ratio: maximum of 4.00:1
- Minimum Interest Coverage ratio: minimum of 3.00:1

In addition, the Company and certain of its subsidiaries, collectively the guarantors, must account for at least 80% of consolidated revenues on a trailing 12-month basis.

As at June 30, 2020, our total borrowings on our bank credit facilities amounted to $160.0 million, an increase of $22.0 million from December 31, 2019.

We also have outstanding letters of credit under our bank credit facilities in the total amount of $1.1 million (December 31, 2019 - $1.1 million).

As at June 30, 2020, we have guaranteed up to $1.5 million in connection with vehicle leases and related services entered into by GeoVerra.

The cost of our bank credit facilities is tied to the Canadian Prime rates, Canadian Bankers' Acceptance rates, U.S. Base rates or LIBOR rates. The effective annual rate of interest for the three and six months ended June 30, 2020 on our bank credit facilities was 2.37% and 2.84%, as compared to 3.68% and 3.63% in the corresponding periods in 2019, respectively.

As at June 30, 2020, we were in compliance with the financial covenants of our amended bank credit facilities, which are summarized below:

	June 30, 2020
Funded debt to EBITDA (maximum of 4.00:1)	1.65:1
Interest coverage (minimum of 3.00:1)	18.17:1

Other than long-term debt and letters of credit, we are subject to other contractual obligations, such as leases and amounts owing to the vendors of acquired businesses as discussed above.

Contractual Obligations (1)	Payments Due by Period (undiscounted)				
In thousands of dollars	**Total**	Less than 1 year	1 to 3 years	4 to 5 years	Over 5 years
Bank credit facilities	**$ 160,000**	$ -	$ 160,000	$ -	$ -
Lease obligations	**75,934**	13,045	25,323	20,948	16,618
Contingent consideration payables	**60**	60	-	-	-
Due to GeoVerra	**2,767**	2,767	-	-	-
Other liabilities	**97,450**	82,979	7,435	618	6,418
Total contractual obligations	**$ 336,211**	$ 98,851	$ 192,758	$ 21,566	$ 23,036

(1) Contractual obligations exclude aggregate unfunded capital contributions of $0.6 million to certain partnerships as the amount and timing of such payments are uncertain.

Cash from Investing Activities

We invest in property, plant and equipment and intangible assets to support the activities of the business. Capital expenditures for accounting purposes include property, plant and equipment in substance and in form, and intangible assets.

Capital expenditures are reconciled as follows:

Capital Expenditures	Three months ended June 30,		Six months ended June 30,	
In thousands of dollars	**2020 (1)**	2019 (1)	**2020 (1)**	2019 (1)
Property, plant and equipment additions	$ 740	$ 1,085	$ 1,660	$ 2,405
Intangibles additions	3	87	66	149
Proceeds from disposal of property, plant and equipment and intangibles	(43)	(55)	(96)	(70)
Capital expenditures	$ 700	$ 1,117	$ 1,630	$ 2,484

(1) Capital expenditures related to the Geomatics discontinued operations for the three and six months ended June 30, 2020 were $0.2 million and $0.3 million (2019 - $0.3 million and $0.8 million), respectively.

Reconciliation of Adjusted EBITDA to Profit (Loss)

The following table provides a reconciliation between Adjusted EBITDA and profit (loss):

	Three months ended June 30,		Six months ended June 30,	
In thousands of dollars	**2020**	2019 (1)	**2020**	2019 (1)
Adjusted EBITDA	$ 34,899	$ 30,036	$ 48,147	$ 43,593
Occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 (2)	3,194	3,135	6,236	6,120
Depreciation of right-of-use assets	(2,814)	(3,041)	(5,686)	(6,317)
Depreciation of property, plant and equipment and amortization of intangibles	(7,885)	(8,578)	(15,602)	(17,994)
Acquisition and related transition (costs) income	-	(171)	1,176	(153)
Unrealized foreign exchange gain (loss) (3)	(836)	(633)	(64)	(1,127)
Gain (loss) on disposal of property, plant and equipment and intangibles (3)	(10)	(42)	(24)	(315)
Share of profit (loss) of joint venture	8	-	8	-
Non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs (4)	(2,353)	(1,538)	(3,868)	(2,714)
Gain (loss) on equity derivatives net of mark-to-market adjustments on related RSUs and DSUs being hedged (4)	67	1,014	(697)	935
Restructuring (costs) recovery	(7,480)	296	(7,455)	296
Gain (loss) on investments (5)	(35)	(12)	90	95
Impairment charge - leases	(36)	(34)	(36)	(34)
Other non-operating and/or non-recurring income (costs) (6)	(368)	-	(1,189)	-
Earnings (loss) from continuing operations before finance costs and income taxes	16,351	20,432	21,036	22,385
Finance (costs) income, net - leases	(631)	(668)	(1,291)	(1,355)
Finance (costs) income, net - other	(1,080)	(1,718)	(2,587)	(3,368)
Profit (loss) from continuing operations before income taxes	14,640	18,046	17,158	17,662
Income tax (expense) recovery	(3,307)	(5,327)	(4,068)	(4,487)
Profit (loss) for the period from continuing operations	$ 11,333	$ 12,719	$ 13,090	$ 13,175
Profit (loss) for the period from discontinued operations	266	602	(5,170)	(289)
Profit (loss) for the period	$ 11,599	$ 13,321	$ 7,920	$ 12,886

(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.
(2) Management uses the non-GAAP occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 when analyzing operating performance, which may provide useful information to both management and investors in measuring our financial performance.
(3) Included in office and other operating expenses in the unaudited interim condensed consolidated statements of comprehensive income (loss).
(4) Included in employee compensation expenses in the unaudited interim condensed consolidated statements of comprehensive income (loss).
(5) Gain (loss) on investments relates to changes in the fair value of investments in partnerships.
(6) Other non-operating and/or non-recurring income (costs) for the three months ended June 30, 2020 relate to (i) legal, advisory, and other consulting costs related to a Board strategic initiative, and (ii) transaction and other related costs. For the six months ended June 30, 2020, other non-operating and/or non-recurring income (costs) relate to (i) transitional costs related to the departure of a senior executive, (ii) legal, advisory, and other consulting costs related to a Board strategic initiative, and (iii) transaction and other related costs. These are included in office and other operating expenses in the unaudited interim condensed consolidated statements of comprehensive income (loss).

Reconciliation of Adjusted Earnings (Loss) Per Share to Profit (Loss)

The following table provides a reconciliation between Adjusted EPS and profit (loss):

	Three months ended June 30,		Six months ended June 30,	
In thousands of dollars, except for per share amounts	**2020**	2019 [1]	**2020**	2019 [1]
Profit (loss) for the period	$ 11,599	$ 13,321	$ 7,920	$ 12,886
(Profit) loss for the period from discontinued operations	(266)	(602)	5,170	289
Occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 [2]	(3,194)	(3,135)	(6,236)	(6,120)
Depreciation of right-of-use assets	2,814	3,041	5,686	6,317
Finance costs (income), net - leases	631	668	1,291	1,355
Amortization of intangibles of acquired businesses	6,028	7,192	12,205	14,620
Unrealized foreign exchange loss (gain)	836	633	64	1,127
Loss (gain) on disposal of property, plant and equipment and intangibles	10	42	24	315
Non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs	2,353	1,538	3,868	2,714
Loss (gain) on equity derivatives net of mark-to-market adjustments on related RSUs and DSUs being hedged	(67)	(1,014)	697	(935)
Interest accretion on contingent consideration payables	57	157	102	315
Restructuring costs (recovery)	7,480	(296)	7,455	(296)
Loss (gain) on hedging transactions, including currency forward contracts and interest expense (income) on swaps	(16)	100	138	410
Acquisition and related transition costs (income)	-	171	(1,176)	153
Loss (gain) on investments	35	12	(90)	(95)
Share of loss (profit) of joint venture	(8)	-	(8)	-
Impairment charge - leases	36	34	36	34
Other non-operating and/or non-recurring costs (income)	368	-	1,189	-
Tax impact on above	(3,577)	(1,825)	(5,058)	(3,936)
Adjusted earnings (loss) for the period	$ 25,119	$ 20,037	$ 33,277	$ 29,153
Weighted average number of shares - basic	40,114,805	39,318,470	40,005,374	39,201,990
Weighted average number of restricted shares	337,341	356,417	380,208	357,002
Weighted average number of shares - adjusted	40,452,146	39,674,887	40,385,582	39,558,992
Adjusted earnings (loss) per share	$0.62	$0.51	$0.82	$0.74

(1) Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

(2) Management uses the non-GAAP occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 when analyzing operating performance, which may provide useful information to both management and investors in measuring our financial performance.

Summary of Quarterly Results

	2020			2019					2018	
In thousands of dollars, except for per share amounts	**Jun 30**	Mar 31	Fiscal 2019	Dec 31	Sep 30	Jun 30	Mar 31	Fiscal 2018	Dec 31	Sep 30
Results of Operations										
Revenues [(1)]	$ 155,470	$ 131,256	$ 525,717	$ 138,451	$ 126,787	$ 143,131	$ 117,348	$ 466,797	$ 119,404	$ 109,298
Adjusted EBITDA [(1)]	$ 34,899	$ 13,248	$ 84,709	$ 22,331	$ 18,785	$ 30,036	$ 13,557	$ 67,306	$ 13,920	$ 14,858
Adjusted EBITDA margin [(1)]	22.4%	10.1%	16.1%	16.1%	14.8%	21.0%	11.6%	14.4%	11.7%	13.6%
Profit (loss) for the period from continuing operations	$ 11,333	$ 1,757	$ 23,891	$ 6,118	$ 4,598	$ 12,719	$ 456	$ (1,288)	$ (1,208)	$ (2,393)
Profit (loss) for the period from discontinued operations	$ 266	$ (5,436)	$ (5,697)	$ (5,846)	$ 438	$ 602	$ (891)	$ (17,151)	$ (13,511)	$ 670
Basic earnings (loss) per share [(1)]:										
Continuing operations	$0.28	$0.04	$0.61	$0.15	$0.12	$0.32	$0.01	$(0.03)	$(0.03)	$(0.06)
Discontinued operations	$0.01	$(0.14)	$(0.14)	$(0.15)	$0.01	$0.02	$(0.02)	$(0.44)	$(0.35)	$0.02
Diluted earnings (loss) per share [(1)]:										
Continuing operations	$0.28	$0.04	$0.60	$0.15	$0.11	$0.32	$0.01	$(0.03)	$(0.03)	$(0.06)
Discontinued operations	$0.01	$(0.13)	$(0.14)	$(0.14)	$0.01	$0.02	$(0.02)	$(0.44)	$(0.35)	$0.02
Adjusted earnings (loss) per share [(1)]	$0.62	$0.20	$1.43	$0.42	$0.28	$0.51	$0.23	$1.00	$0.18	$0.19
Weighted average number shares ('000s):										
Basic	40,115	39,896	39,461	39,787	39,643	39,318	39,084	38,764	38,968	38,879
Diluted [(1)]	41,039	40,869	40,084	40,653	40,411	39,770	39,344	38,764	38,968	38,879

[(1)] Comparative figures have been restated to reflect discontinued operations. Refer to Notes 4, 5, 8 and 20 of the interim financial statements.

Our global Property Tax practice (which made up approximately 49% of total consolidated revenues in Q2 2020) is subject to seasonal and cyclical variations which may impact overall quarterly results, which could potentially be more pronounced during the COVID-19 pandemic. Significant fluctuations on a quarterly basis arise as a result of the timing of contingency settlements and other factors, such as the wide-ranging variety of tax cycles across our various jurisdictions (which range from annual to seven-year cycles). We also experience some seasonal peaks in the U.K. and U.S. markets. In the U.K., the second quarter benefits from annuity billing starting in the second year of a new cycle, and in the U.S. we tend to experience higher volumes of settlements in the second and third quarters. We perform annuity billing in the U.K. for a significant number of our contracts that occur each April starting in the second year of the cycle. The revenues from the annuity billings are expected to grow cumulatively over the cycle as more cases are settled and as the volume of billable clients increases concurrent with case settlements. It should also be noted that since a higher portion of our revenues come from contingency contracts, the front-end of a cycle typically requires a ramp-up period in preparation for the appeals and therefore tends to have lower earnings than later in the cycles when more settlements are made and those revenues flow directly to the bottom line.

Share Data

As at August 10, 2020, 40,220,629 common shares were outstanding and are net of 338,471 treasury shares. These treasury shares are shares held by Altus Group, which are subject to restrictive covenants and may or may not vest for employees. Accordingly, these shares are not included in the total number of common shares outstanding for financial reporting purposes and are not included in basic earnings per share calculations.

As at June 30, 2020, there were 1,831,108 share options outstanding (December 31, 2019 - 1,579,283 share options outstanding) at a weighted average exercise price of $33.77 per share (December 31, 2019 - $28.98 per share) and 565,876 share options were exercisable (December 31, 2019 - 545,728). All share options are exercisable into common shares on a one-for-one basis.

Shareholders who are resident in Canada may elect to automatically reinvest quarterly dividends in additional Altus Group common shares under our Dividend Reinvestment Plan ("DRIP").

Pursuant to the DRIP, and in the case where common shares are issued from treasury, cash dividends will be reinvested in additional Altus Group common shares at the weighted average market price of our common shares for the five trading days immediately preceding the relevant dividend payment date, less a discount, currently set at 4%. In the case where common shares will be purchased on the open market, cash dividends will be reinvested in additional Altus Group common shares at the relevant average market price paid in respect of satisfying this reinvestment plan.

For the three and six months ended June 30, 2020, 2,325 and 19,863 common shares (2019 - 68,641 and 144,503 common shares) were issued under the DRIP.

As noted in the "Operating Highlights" section on page 11 of this MD&A, on May 6, 2020, our shareholders approved a resolution to increase the number of authorized common shares to be reserved for issuance under our Long-Term Equity Incentive Plan by 1,850,000 to 4,075,000.

Financial Instruments and Other Instruments

Financial instruments held in the normal course of business included in our unaudited interim condensed consolidated balance sheet as at June 30, 2020 consist of cash and cash equivalents, trade receivables and other (excluding deferred costs to obtain customer contracts and prepayments), trade payables and other (excluding contract liabilities), income taxes recoverable and payable, investments, borrowings and derivative financial instruments. We do not enter into financial instrument arrangements for speculative purposes.

The fair values of the short-term financial instruments approximate their carrying values. The fair values of borrowings are not significantly different than their carrying values, as these instruments bear interest at rates comparable to current market rates. The fair values of other long-term assets and liabilities, and contingent consideration payables are measured using a discounted cash flow analysis of expected cash flows in future periods. The investments in equity instruments are measured based on valuations of the respective entities. Investments in partnerships are measured in relation to the fair value of assets in the respective partnerships.

The fair value of the liabilities for the DSU and RSU plans as at June 30, 2020 was approximately $14.9 million, based on the published trading price on the TSX for our common shares.

We are exposed to interest rate risk in the event of fluctuations in the Canadian Prime rates, Canadian Bankers' Acceptance rates, U.S. Base rates or LIBOR rates, as the interest rates on the bank credit facilities fluctuate with changes in these rates.

To mitigate our exposure to interest rate fluctuations, we monitor interest rates and consider entering into interest rate swap agreements in connection with our bank credit facilities.

We are exposed to price risk as the liabilities for cash-settled plans are classified as fair value through profit or loss, and linked to the price of our common shares.

Since 2014, we enter into equity derivatives to manage our exposure to changes in the fair value of RSUs and DSUs, issued under their respective plans, due to changes in the fair value of our common shares. Changes in the fair value of these derivatives are recorded as employee compensation expense and offset the impact of mark-to-market adjustments on the RSUs and DSUs that have been accrued.

As at June 30, 2020, we have equity derivatives relating to RSUs and DSUs outstanding with a notional amount of $11.0 million. The fair value of these derivatives is $7.9 million in our favour.

We are exposed to credit risk with respect to our cash and cash equivalents, trade receivables and other and derivative financial instruments. Credit risk is not concentrated with any particular customer. In certain parts of our business, it is often common business practice of our customers to pay invoices over an extended period of time and/or at the completion of the project or receipt of funds. In addition, the COVID-19 pandemic has introduced additional credit risk. We assess lifetime expected credit losses for all trade receivables and contract assets for unbilled revenue on customer contracts by grouping customers with shared credit risk characteristics, the days past due, and incorporate forward-looking information as applicable.

Liquidity risk is the risk that we will not be able to meet our financial obligations as they become due. We manage liquidity risk through the management of our capital structure and financial leverage. We also manage liquidity risk by continuously monitoring actual and projected cash flows, taking into account the seasonality of our revenues and receipts and maturity profile of financial assets and liabilities. Our Board of Directors reviews and approves our operating and capital budgets, as well as any material transactions outside the ordinary course of business, including proposals on mergers, acquisitions or other major investments.

Contingencies

From time to time, we or our subsidiaries are involved in legal proceedings, claims and litigation in the ordinary course of business with customers, former employees and other parties. Although it is not possible to determine the final outcome of such matters, based on all currently available information, management believes that liabilities, if any, arising from such matters will not have a material adverse effect on our financial position or results of operations and have been adequately provided for in the interim financial statements.

In the ordinary course of business, we are subject to tax audits from various government agencies relating to income and commodity taxes. As a result, from time to time, the tax authorities may disagree with the positions and conclusions we made in our tax filings, which could lead to assessments and reassessments. These assessments and reassessments may have a material adverse effect on our financial position or results of operations.

Changes in Significant Accounting Policies and Estimates

In March 2020, the World Health Organization declared COVID-19 a global pandemic. The continued spread of this contagious disease outbreak and related public health developments have adversely affected workforces, economies, and financial markets globally, leading to an economic downturn and to legislative and regulatory changes that has impacted our business and operations. The duration and magnitude of the impact of the outbreak and its potential adverse effects on our business or results of operations continue to be uncertain and will depend on future developments. Judgments made in the June 30, 2020 interim financial statements reflect management's best estimates as of the period end, taking into consideration the most significant judgments that may be directly impacted by COVID-19. The following are management's significant estimates and assumptions that could be impacted most by COVID-19: revenue recognition and determination and allocation of the transaction price, impairment of trade receivables and contract assets, and estimated impairment of goodwill.

Discontinued Operations

A discontinued operation is a component of our business, with operations and cash flows that are distinguishable from those of the rest of the Company, and which represents a separate major line of business or geographical area of operations, and which is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or is a subsidiary acquired exclusively for resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the major line of business or geographical operation meets the criteria to be classified as assets held for sale or distribution. When an operation is classified as a discontinued operation, IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations,* requires that the comparative statements of comprehensive income (loss) are re-presented as if the operation was discontinued from the start of the comparative year. As a result, our discontinued operations are excluded from the profit (loss) from continuing operations and are presented as an amount, net of tax, as profit (loss) from discontinued operations in the statements of comprehensive income (loss). Furthermore, we have made the accounting policy choice to present net cash flows related to our discontinued operations in the notes to the interim financial statements.

Investment in Joint Venture

Joint ventures are joint arrangements over which we have joint control along with the other parties to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. In June 2020, we made a joint venture investment in GeoVerra, the new company that combined our legacy Geomatics business unit with WSP's respective geomatics business unit. Our investment in the GeoVerra joint venture was initially recognized at fair value and accounted for using the equity method.

Accordingly, our share of (profit) loss of joint venture subsequent to the initial combination is recognized in profit or loss, and our share of movements in other comprehensive income (loss), if any, is recognized in other comprehensive income (loss). Such movements are adjusted against the carrying amount of our investment in the joint venture.

Unrealized gains on transactions between us and the joint venture are eliminated to the extent of our interest in the joint venture. Unrealized losses are also eliminated unless the transactions provide evidence of an impairment of the asset transferred. The accounting policies adopted by the joint venture have been changed where necessary to ensure consistency with our accounting policies.

We review our investment in the joint venture for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If impaired, the carrying amount of our investment in the joint venture is written down to its estimated recoverable amount, being the higher of fair value less costs to sell and value in use, and charged to profit or loss.

Government Grants

Government grants that compensate or reimburse us for expenses incurred are recorded as a reduction of the related expense when there is reasonable assurance of their ultimate realization.

Adoption of Recent Accounting Pronouncements

Amendment to IFRS 16, COVID-19-Related Rent Concessions
In May 2020, the International Accounting Standards Board ("IASB") issued an amendment to permit lessees, as a practical expedient, not to assess whether particular rent concessions that reduce lease payments occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications.

The amendment is effective for annual reporting periods beginning on or after June 1, 2020, with earlier application permitted. The amendment did not have an impact on our interim financial statements.

Amendments to IFRS 3, Business Combinations
In October 2018, the IASB issued amendments to the guidance in IFRS 3, *Business Combinations*, which revise the definition of a business for acquisition accounting purposes. To be considered a business, an acquisition would have to include an input and a substantive process that together significantly contribute to the ability to create outputs. The new guidance provides a framework to evaluate when an input and a substantive process are present. To be considered a business without outputs, there will now need to be an organized workforce present. Under the new standard, the changes to the definition of a business will likely result in more acquisitions being accounted for as asset acquisitions.

The amendments to IFRS 3 are effective for business combinations and asset acquisitions for which the acquisition date is on or after the first annual reporting periods beginning on or after January 1, 2020. We will assess the impact of this standard on a case-by-case basis upon future acquisitions performed but do not anticipate a material impact due to the nature and structure of our historical acquisitions.

Amendments to IFRS 7, IFRS 9 and IAS 39: Interest Rate Benchmark Reform
In September 2019, the IASB issued amendments to IFRS 7, *Financial Instruments and Disclosures*, IFRS 9, *Financial Instruments*, and IAS 39, *Financial Instruments: Recognition and Measurement*, to provide reliefs applying to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainties about the timing and/or amount of benchmark-based cash flows of the hedged item or hedging instrument.

These amendments are effective for annual periods beginning on or after January 1, 2020. The amendments had no impact on our interim financial statements.

Amendments to IAS 1 and IAS 8: Definition of Material
In October 2018, the IASB issued amendments to IAS 1, *Presentation of Financial Statements*, and IAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*, to align the definition of "material" across the standards and to clarify certain aspects of the definition. The new definition states that, "Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity."

These amendments are effective for annual periods beginning on or after January 1, 2020. The amendments to the definition of material did not have a significant impact on our interim financial statements.

Future Accounting Pronouncements

We have not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Amendments to IAS 1: Classification of Liabilities as Current or Non-Current and Deferral of Effective Date

In January 2020, the IASB issued amendments to IAS 1, *Presentation of Financial Statements*, to provide a more general approach to the presentation of liabilities as current or non-current based on contractual arrangements in place at the reporting date. These amendments:

- specify that the rights and conditions existing at the end of the reporting period are relevant in determining whether we have a right to defer settlement of a liability by at least twelve months;
- provide that management's expectations are not a relevant consideration as to whether we will exercise our rights to defer settlement of a liability; and
- clarify when a liability is considered settled.

On July 15, 2020, the IASB issued a deferral of the effective date for the new guidance by one year to annual reporting periods beginning on or after January 1, 2023. We have not yet determined the impact of these amendments on our financial statements.

Amendments to IAS 37: Onerous Contracts - Cost of Fulfilling a Contract
In May 2020, the IASB issued amendments IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, to specify that the cost of fulfilling a contract comprises the costs that relate directly to the contract, and can

either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling contracts.

The new guidance will be effective for annual periods beginning on or after January 1, 2022 and is to be applied to contracts that have unfulfilled obligations as at the beginning of that period. We have not yet determined the impact of these amendments on our financial statements.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

Management is responsible for establishing and maintaining disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICFR"), as those terms are defined in National Instrument 52-109 - Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109").

Management has caused such DC&P to be designed under its supervision to provide reasonable assurance that our material information, including material information of our consolidated subsidiaries, is made known to our Chief Executive Officer and our Chief Financial Officer for the period in which the annual and interim filings are prepared. Further, such DC&P are designed to provide reasonable assurance that information we are required to disclose in our annual filings, interim filings or other reports we have filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in applicable securities legislation.

Management has caused such ICFR to be designed under its supervision using the framework established in Internal Control - Integrated Framework (2013) published by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the interim financial statements for external purposes in accordance with IFRS.

Section 3.3(1)(b) of NI 52-109 allows an issuer to limit its design of DC&P and ICFR to exclude controls, policies and procedures of a business that the issuer acquired not exceeding 365 days from the date of acquisition.

Management has limited the scope of the design of DC&P and ICFR, consistent with previous practice, to exclude controls, policies and procedures of One11 acquired on July 1, 2019 and Caruthers acquired on July 1, 2019.

Financial information of the businesses acquired is summarized below.

Income statement data for One11:

In thousands of dollars	**Three months ended June 30, 2020**	**Six months ended June 30, 2020**
Revenues	$ 3,645	$ 7,060
Expenses	3,169	6,788
Profit (loss)	476	272
Adjusted EBITDA	797	927

Income statement data for Caruthers:

In thousands of dollars	Three months ended June 30, 2020	Six months ended June 30, 2020
Revenues	$ 117	$ 515
Expenses	603	1,222
Profit (loss)	(486)	(707)
Adjusted EBITDA	(198)	(139)

There have been no significant changes in our internal controls over financial reporting that occurred for the quarter ended June 30, 2020, the most recently completed interim period, that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

The audit committee and our Board of Directors have reviewed and approved this MD&A and the interim financial statements as at and for the three and six months ended June 30, 2020.

Additional Information

Additional information relating to Altus Group Limited, including our Annual Information Form, is available on SEDAR at www.sedar.com and on our corporate website at www.altusgroup.com under the Investors tab.

Our common shares trade on the TSX under the symbol "AIF".

Altus Group Limited

Interim Condensed Consolidated Financial Statements
June 30, 2020 and 2019
(Unaudited)
(Expressed in Thousands of Canadian Dollars)

Altus Group Limited

Interim Condensed Consolidated Statements of Comprehensive Income (Loss)
For the Three and Six Months Ended June 30, 2020 and 2019
(Unaudited)

(Expressed in Thousands of Canadian Dollars, Except for Per Share Amounts)

		Three months ended June 30		Six months ended June 30	
	Notes	**2020**	2019 [(1)]	**2020**	2019 [(1)]
Revenues	5	**$ 155,470**	$ 143,131	**$ 286,726**	$ 260,479
Expenses					
Employee compensation		**92,638**	83,455	**180,993**	163,007
Occupancy		**1,914**	1,889	**3,985**	3,508
Office and other operating		**26,361**	25,849	**53,243**	47,506
Depreciation of right-of-use assets		**2,814**	3,041	**5,686**	6,317
Depreciation of property, plant and equipment		**1,404**	1,208	**2,727**	2,669
Amortization of intangibles		**6,481**	7,370	**12,875**	15,325
Acquisition and related transition costs (income)		**-**	171	**(1,176)**	153
Share of (profit) loss of joint venture	11	**(8)**	-	**(8)**	-
Restructuring costs (recovery)	12	**7,480**	(296)	**7,455**	(296)
(Gain) loss on investments		**35**	12	**(90)**	(95)
Finance costs (income), net - leases	6	**631**	668	**1,291**	1,355
Finance costs (income), net - other	6	**1,080**	1,718	**2,587**	3,368
Profit (loss) from continuing operations before income taxes		**14,640**	18,046	**17,158**	17,662
Income tax expense (recovery)	7	**3,307**	5,327	**4,068**	4,487
Profit (loss) for the period from continuing operations		**$ 11,333**	$ 12,719	**$ 13,090**	$ 13,175
Profit (loss) for the period from discontinued operations	8	**266**	602	**(5,170)**	(289)
Profit (loss) for the period attributable to shareholders		**$ 11,599**	$ 13,321	**$ 7,920**	$ 12,886
Other comprehensive income (loss):					
Items that may be reclassified to profit or loss in subsequent periods:					
Currency translation differences		**(12,994)**	(7,820)	**8,672**	(12,894)
Items that are not reclassified to profit or loss in subsequent periods:					
Change in fair value of FVOCI investments		**263**	1,297	**(987)**	1,171
Other comprehensive income (loss), net of tax		**(12,731)**	(6,523)	**7,685**	(11,723)
Total comprehensive income (loss) for the period, net of tax, attributable to shareholders		**$ (1,132)**	$ 6,798	**$ 15,605**	$ 1,163
Earnings (loss) per share attributable to the shareholders of the Company during the period					
Basic earnings (loss) per share:					
Continuing operations	16	**$0.28**	$0.32	**$0.33**	$0.34
Discontinued operations	16	**$0.01**	$0.02	**$(0.13)**	$(0.01)
Diluted earnings (loss) per share:					
Continuing operations	16	**$0.28**	$0.32	**$0.32**	$0.33
Discontinued operations	16	**$0.01**	$0.02	**$(0.13)**	$(0.01)

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

(1) Comparative figures have been restated to reflect discontinued operations (Notes 4, 5, 8 and 20).

Altus Group Limited

Interim Condensed Consolidated Balance Sheets
As at June 30, 2020 and December 31, 2019
(Unaudited)
(Expressed in Thousands of Canadian Dollars)

	Notes	June 30, 2020	December 31, 2019
Assets			
Current assets			
Cash and cash equivalents		**$ 74,066**	$ 60,262
Trade receivables and other	9	**198,047**	181,955
Income taxes recoverable		**5,111**	2,403
Derivative financial instruments		**1,685**	1,449
		278,909	246,069
Non-current assets			
Trade receivables and other	9	**1,417**	3,696
Derivative financial instruments		**6,174**	5,975
Investments	10	**10,884**	11,481
Investment in joint venture	11	**14,858**	-
Deferred tax assets		**22,733**	22,163
Right-of-use assets		**55,991**	63,729
Property, plant and equipment		**22,043**	29,037
Intangibles		**81,764**	92,595
Goodwill		**261,455**	260,380
		477,319	489,056
Total Assets		**$ 756,228**	$ 735,125
Liabilities			
Current liabilities			
Trade payables and other	12	**$ 119,426**	$ 128,566
Income taxes payable		**7,836**	4,548
Lease liabilities		**10,868**	12,564
Borrowings	13	**-**	137,929
		138,130	283,607
Non-current liabilities			
Trade payables and other	12	**15,819**	16,197
Lease liabilities		**57,145**	63,419
Borrowings	13	**159,346**	334
Deferred tax liabilities		**12,360**	11,916
		244,670	91,866
Total Liabilities		**382,800**	375,473
Shareholders' Equity			
Share capital	14	**520,489**	509,646
Contributed surplus		**23,927**	24,447
Accumulated other comprehensive income (loss)		**47,930**	40,245
Retained earnings (deficit)		**(218,918)**	(214,686)
Total Shareholders' Equity		**373,428**	359,652
Total Liabilities and Shareholders' Equity		**$ 756,228**	$ 735,125

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

Altus Group Limited

Interim Condensed Consolidated Statements of Changes in Equity
For the Six Months Ended June 30, 2020 and 2019
(Unaudited)
(Expressed in Thousands of Canadian Dollars)

	Notes	Share Capital	Contributed Surplus	Accumulated Other Comprehensive Income (Loss)	Retained Earnings (Deficit)	Total Shareholders' Equity
As at January 1, 2019		$ 491,542	$ 21,882	$ 54,558	$ (209,556)	$ 358,426
Profit (loss) for the period		-	-	-	12,886	12,886
Other comprehensive income (loss), net of tax:						
Currency translation differences		-	-	(12,894)	-	(12,894)
Change in fair value of FVOCI investments		-	-	1,171	-	1,171
Total comprehensive income (loss) for the period		-	-	(11,723)	12,886	1,163
Transactions with owners:						
Dividends declared		-	-	-	(11,905)	(11,905)
Share-based compensation		-	4,715	-	-	4,715
Dividend Reinvestment Plan		3,454	-	-	-	3,454
Shares issued on exercise of options		1,272	(203)	-	-	1,069
Shares issued under the Equity Compensation Plan		4,818	(2,891)	-	-	1,927
Treasury shares reserved for share-based compensation		(6,195)	-	-	-	(6,195)
Release of treasury shares under the Restricted Share Plan		3,016	(2,914)	-	-	102
Gain (loss) on sale of RSs and shares held in escrow		-	(35)	-	-	(35)
		6,365	(1,328)	-	(11,905)	(6,868)
As at June 30, 2019		$ 497,907	$ 20,554	$ 42,835	$ (208,575)	$ 352,721
As at January 1, 2020		$ 509,646	$ 24,447	$ 40,245	$ (214,686)	$ 359,652
Profit (loss) for the period		-	-	-	7,920	7,920
Other comprehensive income (loss), net of tax:						
Currency translation differences		-	-	8,672	-	8,672
Change in fair value of FVOCI investments		-	-	(987)	-	(987)
Total comprehensive income (loss) for the period		-	-	7,685	7,920	15,605
Transactions with owners:						
Dividends declared	17	-	-	-	(12,152)	(12,152)
Share-based compensation	15	-	6,342	-	-	6,342
Dividend Reinvestment Plan	14	781	-	-	-	781
Shares issued on exercise of options	14, 15	8,336	(1,283)	-	-	7,053
Shares issued under the Long-Term Equity Incentive Plan	14, 15	2,608	(2,098)	-	-	510
Treasury shares reserved for share-based compensation	14, 15	(4,527)	-	-	-	(4,527)
Release of treasury shares under the Restricted Share Plan	14, 15	3,645	(3,489)	-	-	156
Gain (loss) on sale of RSs and shares held in escrow		-	8	-	-	8
		10,843	(520)	-	(12,152)	(1,829)
As at June 30, 2020		**$ 520,489**	**$ 23,927**	**$ 47,930**	**$ (218,918)**	**$ 373,428**

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

Altus Group Limited

Interim Condensed Consolidated Statements of Cash Flows
For the Six Months Ended June 30, 2020 and 2019
(Unaudited)
(Expressed in Thousands of Canadian Dollars)

		Six months ended June 30	
	Notes	2020	2019
Cash flows from operating activities			
Profit (loss) before income taxes from continuing operations		$ 17,158	$ 17,662
Profit (loss) before income taxes from discontinued operations	8	(5,170)	(289)
Profit (loss) before income taxes		$ 11,988	$ 17,373
Adjustments for:			
Depreciation of right-of-use assets		5,738	6,949
Depreciation of property, plant and equipment		2,838	3,597
Amortization of intangibles		12,876	15,772
Finance costs (income), net - leases	6	1,356	1,445
Finance costs (income), net - other	6	2,576	3,368
Share-based compensation	15	6,342	4,715
Unrealized foreign exchange (gain) loss		64	1,127
(Gain) loss on investments	10	(90)	(95)
(Gain) loss on disposal of property, plant and equipment and intangibles		24	292
(Gain) loss on equity derivatives and interest rate swaps		(573)	(4,069)
Share of (profit) loss of joint venture	11	(8)	-
Impairment charge - leases		36	-
Fair value loss (gain) on net assets directly associated with discontinued operations	8	5,224	-
(Gain) loss on sale of the discontinued operations	8	(483)	-
Net changes in operating working capital		(30,585)	(35,803)
Net cash generated by (used in) operations		17,323	14,671
Less: interest paid on borrowings		(2,138)	(2,360)
Less: interest paid on leases		(1,356)	(1,445)
Less: income taxes paid		(4,559)	(7,508)
Add: income taxes refunded		639	1,774
Net cash provided by (used in) operating activities		9,909	5,132
Cash flows from financing activities			
Proceeds from exercise of options	14, 15	7,053	1,069
Financing fees paid		(553)	-
Proceeds from borrowings	13	38,135	21,600
Repayment of borrowings	13	(16,264)	(831)
Payments of principal on lease liabilities		(7,604)	(5,654)
Dividends paid	17	(11,320)	(8,384)
Treasury shares purchased under the Restricted Share Plan	14, 15	(4,017)	(4,268)
Net cash provided by (used in) financing activities		5,430	3,532
Cash flows from investing activities			
Purchase of investments	10	(181)	(525)
Cash contribution to investment in joint venture	8	(1,150)	-
Purchase of intangibles		(66)	(149)
Purchase of property, plant and equipment		(1,660)	(2,405)
Proceeds from disposal of property, plant and equipment and intangibles		96	70
Net cash provided by (used in) investing activities		(2,961)	(3,009)
Effect of foreign currency translation		1,426	(2,834)
Net increase (decrease) in cash and cash equivalents		13,804	2,821
Cash and cash equivalents, beginning of period		60,262	48,738
Cash and cash equivalents, end of period		$ 74,066	$ 51,559

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

1. Business and Structure

Altus Group Limited (the "Company") is a leading provider of software, data solutions and independent advisory services to the global commercial real estate ("CRE") industry. The Company's businesses, Altus Analytics and Commercial Real Estate Consulting, reflect decades of experience, a range of expertise, and technology-enabled capabilities. The Company's solutions empower clients to analyze, gain insight and recognize value on their real estate investments. Headquartered in Canada, the Company has approximately 2,200 employees around the world, with operations in North America, Europe and Asia Pacific. The Company's clients include many of the world's largest CRE industry participants.

During the period, the Company conducted its business through three business units: Altus Analytics, Commercial Real Estate Consulting and Geomatics. Effective June 27, 2020, the Company combined its Geomatics business segment with WSP Global Inc.'s ("WSP") respective geomatics business unit. The combined entity launched as GeoVerra Inc. ("GeoVerra"), forming a Canadian geomatics firm with employees in offices in Western Canada and Ontario, with the Company receiving a 49.5% equity interest and 50% of the voting rights (Note 11). Accordingly, Geomatics is presented as discontinued operations (Note 8). The Company continues to conduct its business through its two remaining business units: Altus Analytics and Commercial Real Estate Consulting.

The address of the Company's registered office is 33 Yonge Street, Suite 500, Toronto, Ontario, Canada. The Company is listed on the Toronto Stock Exchange ("TSX") under the symbol AIF and is domiciled in Canada.

"Altus Group" refers to the consolidated operations of the Company.

2. Basis of Preparation

These interim condensed consolidated financial statements ("interim financial statements") as at and for the period ended June 30, 2020 follow the same accounting policies and methods of their application as those used in the Company's most recent audited annual consolidated financial statements as at and for the year ended December 31, 2019, except for those identified under Changes in Significant Accounting Policies and Estimates (Note 4).

These interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*. Accordingly, they do not include all of the information and disclosures required in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), and should be read in conjunction with the Company's audited annual consolidated financial statements as at and for the year ended December 31, 2019.

2. Basis of Preparation, cont'd

These interim financial statements were approved by the Board of Directors for issue on August 12, 2020.

3. Critical Accounting Estimates and Judgments

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions concerning the future. It also requires management to exercise judgment in applying the Company's accounting policies and the reported amounts of assets and liabilities, revenue and expenses, and related disclosures. Estimates and judgments are continually evaluated and are based on current facts, historical experience and other factors, including expectations of future events that are believed are reasonable under the circumstances. Accounting estimates will, by definition, seldom equal the actual results. The following are management's most significant estimates and assumptions in determining the value of assets and liabilities and the most significant judgments in applying its accounting policies: revenue recognition and determination and allocation of the transaction price, impairment of trade receivables and contract assets, estimated impairment of goodwill, determination of purchase price allocations and contingent consideration, and income taxes.

In March 2020, the World Health Organization declared COVID-19 a global pandemic. The continued spread of this contagious disease outbreak and related public health developments have adversely affected workforces, economies, and financial markets globally, leading to an economic downturn and to legislative and regulatory changes that has impacted the Company's business and operations. The duration and magnitude of the impact of the outbreak and its potential adverse effects on the Company's business or results of operations continue to be uncertain and will depend on future developments. Judgments made in these interim financial statements reflect management's best estimates as of the period end, taking into consideration the most significant judgments that may be directly impacted by COVID-19. The following are management's significant estimates and assumptions that could be impacted most by COVID-19: revenue recognition and determination and allocation of the transaction price, impairment of trade receivables and contract assets, and estimated impairment of goodwill.

Refer to Note 4, "Changes in Significant Accounting Policies and Estimates", for a discussion of newly adopted accounting pronouncements and accounting policies.

4. Changes in Significant Accounting Policies and Estimates

Discontinued Operations

A discontinued operation is a component of the Company's business, with operations and cash flows that are distinguishable from those of the rest of the Company, and which represents a separate major line of business or geographical area of operations, and which is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or is a subsidiary acquired exclusively for resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the major line of business or geographical operation meets the criteria to be classified as assets held for sale or distribution. When an operation is classified as a discontinued operation, IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, requires that the comparative statements of comprehensive income (loss) are re-presented as if the operation was discontinued from the start of the comparative year. As a result, the Company's discontinued operations are excluded from the profit (loss) from continuing operations and are presented as an amount, net of tax, as profit (loss) from discontinued operations in the statements of comprehensive income (loss). Furthermore, the Company has made the accounting policy choice to present net cash flows related to its discontinued operations in the notes to the interim financial statements.

Investment in Joint Venture

Joint ventures are joint arrangements over which the Company has joint control along with the other parties to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The Company's investment in its joint venture, GeoVerra, was initially recognized at fair value and accounted for using the equity method.

Accordingly, the Company's share of (profit) loss of joint venture subsequent to the initial combination is recognized in profit or loss, and its share of movements in other comprehensive income (loss), if any, is recognized in other comprehensive income (loss). Such movements are adjusted against the carrying amount of the Company's investment in its joint venture.

Unrealized gains on transactions between the Company and its joint venture are eliminated to the extent of the Company's interest in the joint venture. Unrealized losses are also eliminated unless the transactions provide evidence of an impairment of the asset transferred. The accounting policies adopted by the joint venture have been changed where necessary to ensure consistency with the Company's accounting policies.

4. Changes in Significant Accounting Policies and Estimates, cont'd

The Company reviews its investment in its joint venture for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If impaired, the carrying amount of the Company's investment in its joint venture is written down to its estimated recoverable amount, being the higher of fair value less costs to sell and value in use, and charged to profit or loss.

Government Grants

Government grants that compensate or reimburse the Company for expenses incurred are recorded as a reduction of the related expense when there is reasonable assurance of their ultimate realization.

Adoption of Recent Accounting Pronouncements

Amendment to IFRS 16, COVID-19-Related Rent Concessions
In May 2020, the International Accounting Standards Board ("IASB") issued an amendment to permit lessees, as a practical expedient, not to assess whether particular rent concessions that reduce lease payments occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications.

The amendment is effective for annual reporting periods beginning on or after June 1, 2020, with earlier application permitted. The amendment did not have an impact on the interim financial statements.

Amendments to IFRS 3, Business Combinations
In October 2018, the IASB issued amendments to the guidance in IFRS 3, *Business Combinations*, which revise the definition of a business for acquisition accounting purposes. To be considered a business, an acquisition would have to include an input and a substantive process that together significantly contribute to the ability to create outputs. The new guidance provides a framework to evaluate when an input and a substantive process are present. To be considered a business without outputs, there will now need to be an organized workforce present. Under the new standard, the changes to the definition of a business will likely result in more acquisitions being accounted for as asset acquisitions.

The amendments to IFRS 3 are effective for business combinations and asset acquisitions for which the acquisition date is on or after the first annual reporting periods beginning on or after January 1, 2020. The Company will assess the impact of this standard on a case-by-case basis upon future acquisitions performed but does not anticipate a material impact due to the nature and structure of its historical acquisitions.

4. Changes in Significant Accounting Policies and Estimates, cont'd

Amendments to IFRS 7, IFRS 9 and IAS 39: Interest Rate Benchmark Reform

In September 2019, the IASB issued amendments to IFRS 7, *Financial Instruments and Disclosures*, IFRS 9, *Financial Instruments*, and IAS 39, *Financial Instruments: Recognition and Measurement*, to provide reliefs applying to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainties about the timing and/or amount of benchmark-based cash flows of the hedged item or hedging instrument.

These amendments are effective for annual periods beginning on or after January 1, 2020. The amendments had no impact on the interim financial statements.

Amendments to IAS 1 and IAS 8: Definition of Material

In October 2018, the IASB issued amendments to IAS 1, *Presentation of Financial Statements*, and IAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*, to align the definition of "material" across the standards and to clarify certain aspects of the definition. The new definition states that, "Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity."

These amendments are effective for annual periods beginning on or after January 1, 2020. The amendments to the definition of material did not have a significant impact on the interim financial statements.

Future Accounting Pronouncements

The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Amendments to IAS 1: Classification of Liabilities as Current or Non-Current and Deferral of Effective Date

In January 2020, the IASB issued amendments to IAS 1, *Presentation of Financial Statements*, to provide a more general approach to the presentation of liabilities as current or non-current based on contractual arrangements in place at the reporting date. These amendments:

- specify that the rights and conditions existing at the end of the reporting period are relevant in determining whether the Company has a right to defer settlement of a liability by at least twelve months;
- provide that management's expectations are not a relevant consideration as to whether the Company will exercise its rights to defer settlement of a liability; and
- clarify when a liability is considered settled.

4. Changes in Significant Accounting Policies and Estimates, cont'd

On July 15, 2020, the IASB issued a deferral of the effective date for the new guidance by one year to annual reporting periods beginning on or after January 1, 2023 and is to be applied retrospectively. The Company has not yet determined the impact of these amendments on its financial statements.

Amendments to IAS 37: Onerous Contracts - Cost of Fulfilling a Contract
In May 2020, the IASB issued amendments to IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, to specify that the cost of fulfilling a contract comprises the costs that relate directly to the contract, and can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling contracts.

The new guidance will be effective for annual periods beginning on or after January 1, 2022 and is to be applied to contracts that have unfulfilled obligations as at the beginning of that period. The Company has not yet determined the impact of these amendments on its financial statements.

5. Segmented Information

The segmentation reflects the way the CEO allocates resources and assesses performance. The CEO considers the business from a core service perspective. The areas of core service are Altus Analytics and Commercial Real Estate Consulting. As the Company combined its Geomatics business segment with WSP's respective business unit to launch GeoVerra on June 27, 2020, the Geomatics business is no longer considered core and is presented as discontinued operations in these interim financial statements (Notes 4, 8 and 20). Accordingly, the results of the Geomatics business are not reflected in the segmented information presented.

Altus Analytics provides data, analytics software and technology-related services. Proprietary data and data analytics platforms provide comprehensive real estate information and enable performance reviews, benchmarking and attribution analysis of commercial real estate portfolios. Software, such as ARGUS branded products, represents comprehensive global solutions for managing commercial real estate portfolios and improve the visibility and flow of information throughout critical processes.

Commercial Real Estate Consulting services provides Property Tax, and Valuation and Cost Advisory services that span the life cycle of commercial real estate - feasibility, development, acquisition, management and disposition. Property Tax performs assessment reviews, management, appeals and personal property and state and local tax advisory services. Valuation and Cost Advisory provides appraisals of real estate portfolios, valuation of properties for transactional purposes, due diligence and litigation and economic consulting, in addition to services in the areas of construction feasibility studies, budgeting, cost and loan monitoring and project management.

5. Segmented Information, cont'd

The accounting policies of the segments are the same as those applied in these interim financial statements. Revenue transactions between segments are valued at market rates and eliminated on consolidation. Revenues represent those recognized from contracts with customers.

The CEO assesses the performance of the operating segments based on a measure of Adjusted EBITDA. This measurement basis represents profit (loss) from continuing operations before income taxes, adjusted for the effects of: occupancy costs calculated on a similar basis prior to the adoption of IFRS 16, finance costs (income), net - other, depreciation of property, plant and equipment and amortization of intangibles, depreciation of right-of-use assets, finance costs (income), net - leases, acquisition and related transition costs (income), unrealized foreign exchange (gains) losses, (gains) losses on disposal of property, plant and equipment and intangibles, share of (profit) loss of joint venture, impairment charges, non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs, (gains) losses on equity derivatives net of mark-to-market adjustments on related restricted share units ("RSUs") and deferred share units ("DSUs") being hedged, (gains) losses on derivatives, restructuring costs (recovery), (gains) losses on investments, (gains) losses on hedging transactions, and other costs or income of a non-operating and/or non-recurring nature.

Subsequent to the classification of the Geomatics business as discontinued operations and the launch of GeoVerra, the measurement of Adjusted EBITDA has been modified to reflect adjustments for: profit (loss) from discontinued operations and share of (profit) loss of joint venture.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

5. Segmented Information, cont'd

The following table provides a reconciliation between Adjusted EBITDA and profit (loss):

	Three months ended June 30		Six months ended June 30	
	2020	2019 (1)	**2020**	2019 (1)
Adjusted EBITDA	**$ 34,899**	$ 30,036	**$ 48,147**	$ 43,593
Occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 (2)	**3,194**	3,135	**6,236**	6,120
Depreciation of right-of-use assets	**(2,814)**	(3,041)	**(5,686)**	(6,317)
Depreciation of property, plant and equipment and amortization of intangibles	**(7,885)**	(8,578)	**(15,602)**	(17,994)
Acquisition and related transition (costs) income	**-**	(171)	**1,176**	(153)
Unrealized foreign exchange gain (loss) (3)	**(836)**	(633)	**(64)**	(1,127)
Gain (loss) on disposal of property, plant and equipment and intangibles (3)	**(10)**	(42)	**(24)**	(315)
Share of profit (loss) of joint venture	**8**	-	**8**	-
Non-cash Equity Compensation Plan and Long-Term Equity Incentive Plan costs (4)	**(2,353)**	(1,538)	**(3,868)**	(2,714)
Gain (loss) on equity derivatives net of mark-to-market adjustments on related RSUs and DSUs being hedged (4)	**67**	1,014	**(697)**	935
Restructuring (costs) recovery	**(7,480)**	296	**(7,455)**	296
Gain (loss) on investments (5)	**(35)**	(12)	**90**	95
Impairment charge - leases	**(36)**	(34)	**(36)**	(34)
Other non-operating and/or non-recurring income (costs) (6)	**(368)**	-	**(1,189)**	-
Earnings (loss) from continuing operations before finance costs and income taxes	**16,351**	20,432	**21,036**	22,385
Finance (costs) income, net - leases	**(631)**	(668)	**(1,291)**	(1,355)
Finance (costs) income, net - other	**(1,080)**	(1,718)	**(2,587)**	(3,368)
Profit (loss) from continuing operations before income taxes	**14,640**	18,046	**17,158**	17,662
Income tax (expense) recovery	**(3,307)**	(5,327)	**(4,068)**	(4,487)
Profit (loss) for the period from continuing operations	**$ 11,333**	$ 12,719	**$ 13,090**	$ 13,175
Profit (loss) for the period from discontinued operations	**266**	602	**(5,170)**	(289)
Profit (loss) for the period	**$ 11,599**	$ 13,321	**$ 7,920**	$ 12,886

(1) Comparative figures have been restated to reflect discontinued operations (Notes 4, 8 and 20).
(2) Management uses the non-GAAP occupancy costs calculated on a similar basis prior to the adoption of IFRS 16 when analyzing operating performance, which may provide useful information to investors in measuring the Company's financial performance.
(3) Included in office and other operating expenses in the interim condensed consolidated statements of comprehensive income (loss).
(4) Included in employee compensation expenses in the interim condensed consolidated statements of comprehensive income (loss).
(5) Gain (loss) on investments relates to changes in the fair value of investments in partnerships.
(6) Other non-operating and/or non-recurring income (costs) for the three months ended June 30, 2020 relate to (i) legal, advisory, and other consulting costs related to a Board strategic initiative, and (ii) transaction and other related costs. For the six months ended June 30, 2020, other non-operating and/or non-recurring income (costs) relate to (i) transitional costs related to the departure of a senior executive, (ii) legal, advisory, and other consulting costs related to a Board strategic initiative, and (iii) transaction and other related costs. These are included in office and other operating expenses in the interim condensed consolidated statements of comprehensive income (loss).

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

5. Segmented Information, cont'd

The following summary presents certain financial information regarding the Company's segments:

Segment Revenues and Expenditures

							Three months ended June 30, 2020
	Altus Analytics	Commercial Real Estate Consulting			Corporate [1]	Eliminations	**Total**
		Property Tax	Valuation and Cost Advisory	Total			
Revenues from external customers	$ 51,157	$ 76,873	$ 27,440	$ 104,313	$ -	$ -	**$ 155,470**
Inter-segment revenues	139	1	(61)	(60)	-	(79)	**-**
Total segment revenues	51,296	76,874	27,379	104,253	-	(79)	155,470
Adjusted EBITDA	9,651	33,954	3,318	37,272	(12,024)	-	**34,899**
Depreciation of right-of-use assets	1,218	831	693	1,524	72	-	**2,814**
Depreciation of property, plant and equipment and amortization of intangibles	3,643	3,253	603	3,856	386	-	**7,885**
Finance costs (income), net - leases	42	190	157	347	242	-	**631**
Finance costs (income), net - other	-	-	-	-	1,080	-	**1,080**
Income tax expense (recovery)	-	-	-	-	3,307	-	**3,307**

(1) Corporate includes global corporate office costs, finance costs (income), net - other and income tax expense (recovery). For the three months ended June 30, 2020, Corporate also includes accrued bonuses that relate to the Company's continuing operations. The allocation to various business units will be determined at year-end and allocated at that time accordingly.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

5. Segmented Information, cont'd

	Altus Analytics	Commercial Real Estate Consulting – Property Tax	Commercial Real Estate Consulting – Valuation and Cost Advisory	Commercial Real Estate Consulting – Total	Corporate [1][2]	Eliminations	Total [2]
	Three months ended June 30, 2019						
Revenues from external customers	$ 50,035	$ 65,288	$ 27,808	$ 93,096	$ -	$ -	$ 143,131
Inter-segment revenues	128	-	(30)	(30)	-	(98)	-
Total segment revenues	50,163	65,288	27,778	93,066	-	(98)	143,131
Adjusted EBITDA	11,206	28,516	3,485	32,001	(13,171)	-	30,036
Depreciation of right-of-use assets [3]	1,093	895	800	1,695	253	-	3,041
Depreciation of property, plant and equipment and amortization of intangibles	3,162	4,489	579	5,068	348	-	8,578
Finance costs (income), net - leases [3]	199	201	179	380	89	-	668
Finance costs (income), net - other	-	-	-	-	1,718	-	1,718
Income tax expense (recovery)	-	-	-	-	5,327	-	5,327

(1) Corporate includes global corporate office costs, finance costs (income), net - other and income tax expense (recovery). For the three months ended June 30, 2019, Corporate also includes accrued bonuses that relate to the Company's continuing operations. The allocation to various business units will be determined at year-end and allocated at that time accordingly.

(2) Comparative figures have been restated to reflect discontinued operations (Notes 4, 8 and 20).

(3) Comparative figures have been restated to reflect the allocation to various business units for Corporate and shared leases previously reported within Corporate.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

5. Segmented Information, cont'd

							Six months ended June 30, 2020
	Altus Analytics	Commercial Real Estate Consulting			Corporate [1]	Eliminations	**Total**
		Property Tax	Valuation and Cost Advisory	Total			
Revenues from external customers	$ 102,746	$ 129,469	$ 54,511	$ 183,980	$ -	$ -	**$ 286,726**
Inter-segment revenues	269	1	(117)	(116)	-	(153)	**-**
Total segment revenues	103,015	129,470	54,394	183,864	-	(153)	**286,726**
Adjusted EBITDA	18,923	44,518	6,095	50,613	(21,389)	-	**48,147**
Depreciation of right-of-use assets	2,308	1,703	1,396	3,099	279	-	**5,686**
Depreciation of property, plant and equipment and amortization of intangibles	6,931	6,726	1,193	7,919	752	-	**15,602**
Finance costs (income), net - leases	265	388	319	707	319	-	**1,291**
Finance costs (income), net - other	-	-	-	-	2,587	-	**2,587**
Income tax expense (recovery)	-	-	-	-	4,068	-	**4,068**

[1] Corporate includes global corporate office costs, finance costs (income), net - other and income tax expense (recovery). For the six months ended June 30, 2020, Corporate also includes accrued bonuses that relate to the Company's continuing operations. The allocation to various business units will be determined at year-end and allocated at that time accordingly.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

5. Segmented Information, cont'd

	Six months ended June 30, 2019						
	Altus Analytics	Commercial Real Estate Consulting			Corporate (1)(2)	Eliminations	Total (2)
		Property Tax	Valuation and Cost Advisory	Total			
Revenues from external customers	$ 96,652	$ 109,986	$ 53,841	$ 163,827	$ -	$ -	$ 260,479
Inter-segment revenues	292	-	(88)	(88)	-	(204)	-
Total segment revenues	96,944	109,986	53,753	163,739	-	(204)	260,479
Adjusted EBITDA	21,027	38,114	5,985	44,099	(21,533)	-	43,593
Depreciation of right-of-use assets (3)	2,135	1,923	1,697	3,620	562	-	6,317
Depreciation of property, plant and equipment and amortization of intangibles	6,566	9,212	1,341	10,553	875	-	17,994
Finance costs (income), net - leases (3)	400	409	366	775	180	-	1,355
Finance costs (income), net - other	-	-	-	-	3,368	-	3,368
Income tax expense (recovery)	-	-	-	-	4,487	-	4,487

(1) Corporate includes global corporate office costs, finance costs (income), net - other and income tax expense (recovery). For the six months ended June 30, 2019, Corporate also includes accrued bonuses that relate to the Company's continuing operations. The allocation to various business units will be determined at year-end and allocated at that time accordingly.

(2) Comparative figures have been restated to reflect discontinued operations (Notes 4, 8 and 20).

(3) Comparative figures have been restated to reflect the allocation to various business units for Corporate and shared leases previously reported within Corporate.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

6. Finance Costs (Income), Net

	Three months ended June 30		Six months ended June 30	
	2020	2019 [1]	**2020**	2019 [1]
Interest on bank credit facilities	**$ 1,052**	$ 1,433	**$ 2,377**	$ 2,713
Interest on lease liabilities	**631**	668	**1,291**	1,355
Contingent consideration payables: unwinding of discount (Note 18)	**57**	157	**102**	315
Provisions: unwinding of discount (Note 12)	**10**	52	**28**	69
Change in fair value of interest rate swaps	**(16)**	100	**138**	410
Finance costs	**1,734**	2,410	**3,936**	4,862
Finance income	**(23)**	(24)	**(58)**	(139)
Finance costs (income), net	**$ 1,711**	$ 2,386	**$ 3,878**	$ 4,723

(1) Comparative figures have been restated to reflect discontinued operations (Notes 4, 5, 8 and 20).

7. Income Taxes

	Three months ended June 30		Six months ended June 30	
	2020	2019	**2020**	2019
Income tax expense (recovery)				
Current	**$ 5,116**	$ 7,322	**$ 4,500**	$ 6,289
Deferred	**(1,809)**	(1,995)	**(432)**	(1,802)
	$ 3,307	$ 5,327	**$ 4,068**	$ 4,487

8. Discontinued Operations

On January 21, 2020, the Company announced its intention to combine its Geomatics business segment with WSP's respective geomatics business unit. Effective June 27, 2020, the combined entity launched as GeoVerra Inc., forming a Canadian geomatics firm with employees in offices in Western Canada and Ontario, with the Company receiving a 49.5% equity interest and 50% of the voting rights (Note 11). Accordingly, the comparative interim condensed consolidated statement of comprehensive income (loss) has been re-presented separately between continuing and discontinued operations. Furthermore, the Geomatics segment is no longer presented in the segmented information (Note 5), and the Company has made an accounting policy choice to present details of net cash flows from discontinued operations in this note to the interim financial statements. Unless otherwise specified, all other notes to the interim financial statements do not include amounts from discontinued operations.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

8. Discontinued Operations, cont'd

Financial information relating to the discontinued operations for the period is set out below.

The results of the Geomatics business presented as profit (loss) for the period from discontinued operations in the interim condensed consolidated statements of comprehensive income (loss) are as follows:

	Three months ended June 30		Six months ended June 30	
	2020	2019	**2020**	2019
Revenues	**$ 5,994**	$ 10,523	**$ 13,962**	$ 21,173
Expenses				
Employee compensation (1)	**2,338**	6,552	**8,228**	13,593
Occupancy	**155**	221	**333**	415
Office and other operating	**2,170**	2,554	**4,381**	5,514
Depreciation of right-of-use assets	**-**	258	**52**	632
Depreciation of property, plant and equipment	**-**	473	**111**	928
Amortization of intangibles	**-**	(25)	**1**	447
Restructuring costs (recovery)	**807**	(157)	**1,231**	(157)
Finance costs (income), net - leases	**27**	45	**65**	90
Finance costs (income), net - other	**(3)**	-	**(11)**	-
Fair value loss (gain) on net assets directly associated with discontinued operations	**717**	-	**5,224**	-
(Gain) loss on sale of the discontinued operations	**(483)**	-	**(483)**	-
Profit (loss) for the period from discontinued operations	**$ 266**	$ 602	**$ (5,170)**	$ (289)

(1) During the three and six months ended June 30, 2020, the Geomatics business recorded government grants related to COVID-19 wage subsidies of $2,576 as a reduction to employee compensation expense.

Following the classification of the Geomatics business segment as discontinued operations on January 21, 2020 to its disposal on June 27, 2020 in exchange for the Company's investment in GeoVerra, fair value losses of $5,224 were recognized in profit (loss) from discontinued operations during the period to reduce the carrying value of the assets held for sale to the lower of their carrying value or their fair value less costs to sell.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

8. Discontinued Operations, cont'd

The net cash flows provided by (used in) the Geomatics discontinued operations to the date of disposal are as follows:

	Three months ended June 30		Six months ended June 30	
	2020	2019	**2020**	2019
Net cash provided by (used in) operating activities	**$ 1,606**	$ 1,699	**$ 3,145**	$ 1,111
Net cash provided by (used in) financing activities	**(396)**	(280)	**(651)**	(597)
Net cash provided by (used in) investing activities	**(1,285)**	(290)	**(1,429)**	(835)
Cash flows from discontinued operations	**$ (75)**	$ 1,129	**$ 1,065**	$ (321)

The assets and liabilities disposed of in connection with the Geomatics business in exchange for the Company's interest in GeoVerra on June 27, 2020 (Note 11), subject to closing adjustments and final agreement with WSP, are as follows:

	June 30, 2020
Consideration received:	
Common shares of joint venture	**$ 14,850**
Assets and liabilities contributed:	
Cash and cash equivalents	**1,150**
Trade receivables and other	**11,020**
Right-of-use assets	**2,912**
Property, plant and equipment	**5,175**
Intangibles	**9**
Trade payables and other	**(2,231)**
Lease liabilities	**(3,395)**
Borrowings	**(273)**
Total net assets contributed	**$ 14,367**
Gain on sale of the discontinued operations	**$ 483**

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

9. Trade Receivables and Other

	June 30, 2020	December 31, 2019
Trade receivables	$ 145,530	$ 127,462
Less: loss allowance provision	14,788	10,924
Trade receivables, net	130,742	116,538
Contract assets: unbilled revenue on customer contracts [1]	51,836	53,136
Deferred costs to obtain customer contracts	1,807	1,745
Prepayments	11,127	12,516
Due from related party (GeoVerra)	1,539	-
Other receivables	2,413	1,716
	199,464	185,651
Less: non-current portion	1,417	3,696
	$ 198,047	$ 181,955

[1] On June 30, 2020, contract assets are stated net of expected credit losses of $1,682 (2019 - $1,364).

For the three and six months ended June 30, 2020, $344 and $781, respectively, of amortization associated with deferred costs to obtain customer contracts was expensed to the interim condensed consolidated statements of comprehensive income (loss) (2019 - $181 and $356, respectively). For the three and six months ended June 30, 2020 and 2019, no impairment losses on deferred costs were recognized.

10. Investments

	June 30, 2020	December 31, 2019
Investments in equity instruments	$ 8,364	$ 9,288
Investments in partnerships	2,520	2,193
	$ 10,884	$ 11,481

During the six months ended June 30, 2020, the Company contributed $181 towards capital in various partnerships.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

11. Investment in Joint Venture

During the three months ended June 30, 2020, the Company obtained a 49.5% interest (that provides joint control through an equal 50% of the voting rights) in GeoVerra, a joint venture offering a broad variety of geomatics services across Canada, by contributing certain assets and liabilities of the Company's Geomatics discontinued operations (Note 8). WSP contributed an equal amount of net assets that have a similar nature to those contributed by the Company. The activity in the Company's investment in GeoVerra during the year is as follows:

		Amount
Balance as at January 1, 2020	$	-
Investment in joint venture on June 27, 2020 (Note 8)		14,850
Share of profit (loss)		8
Balance as at June 30, 2020	**$**	**14,858**

12. Trade Payables and Other

		June 30, 2020		December 31, 2019
Trade payables	**$**	**6,731**	$	9,936
Accrued expenses		**72,638**		79,689
Contract liabilities: deferred revenue		**40,524**		40,321
Due to related party (GeoVerra)		**2,767**		-
Contingent consideration payables (Note 18)		**60**		7,667
Dividends payable (Note 17)		**6,080**		6,029
Provisions		**6,445**		1,121
		135,245		144,763
Less non-current portion:				
Accrued expenses		**12,222**		11,937
Contract liabilities: deferred revenue		**3,095**		1,458
Contingent consideration payables		**-**		2,289
Provisions		**502**		513
		15,819		16,197
	$	**119,426**	$	128,566

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

12. Trade Payables and Other, cont'd

Provisions consist of:

	Restructuring	Other	**Total**
Balance as at January 1, 2020	$ 953	$ 168	$ 1,121
Charged to profit or loss:			
Additional provisions, net of releases [(1)]	8,686	-	8,686
Unwinding of discount (Note 6) [(2)]	27	6	33
Used during the period	(3,405)	-	(3,405)
Exchange differences	7	3	10
Balance as at June 30, 2020	6,268	177	6,445
Less: non-current portion	(325)	(177)	(502)
	$ 5,943	**$ -**	**$ 5,943**

(1) During the three and six months ended June 30, 2020, $807 and $1,231 were charged to restructuring costs (recovery) in discontinued operations (Note 8).

(2) During the three and six months ended June 30, 2020, $2 and $5 were charged to finance costs (income), net - other in discontinued operations (Note 8).

Restructuring

During the three months ended June 30, 2020, the Company initiated a global restructuring program across all of its business segments which resulted in restructuring costs of $7,480 of which $3,911 related to Altus Analytics and the balance to CRE Consulting and Corporate segments. These costs relate primarily to employee severance costs. The restructuring was planned as part of the Company's strategy to focus and invest in technology and investment services platforms.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

13. Borrowings

		June 30, 2020		December 31, 2019
Bank credit facilities	$	**160,000**	$	138,000
Leasehold improvement loans		**-**		403
Less: deferred financing fees		**654**		140
		159,346		138,263
Less non-current portion:				
Bank credit facilities		**160,000**		-
Leasehold improvement loans		**-**		334
Less: deferred financing fees		**654**		-
		159,346		334
	$	**-**	$	137,929

Amendment to bank credit facilities

On March 24, 2020, the Company amended its bank credit facilities to further strengthen its financial and liquidity position. The amended credit facilities increase the Company's borrowing capacity to $275,000 from $200,000, with certain provisions that allow the Company to further increase the limit to $350,000. The amended agreement extends the term by three years expiring March 24, 2023, with an additional two-year extension at the Company's option. The other significant amendment is that the bank credit facilities are unsecured.

Loans bear interest at a floating rate, based on the Canadian Prime rates, Canadian Bankers' Acceptance rates, U.S. Base rates or LIBOR rates plus, in each case, an applicable margin to those rates. The applicable margin for Canadian Bankers' Acceptance and LIBOR borrowings depends on a trailing four-quarter calculation of the funded debt to EBITDA ratio. The amended bank credit facilities require the Company to comply with the following financial ratios:

– Maximum Funded Debt to EBITDA ratio: maximum of 4.00:1
– Minimum Interest Coverage ratio: minimum of 3.00:1

As at June 30, 2020, the Company was in compliance with the financial covenants of the amended bank credit facilities, which are summarized below:

	June 30, 2020
Funded debt to EBITDA (maximum of 4.00:1)	**1.65:1**
Interest coverage (minimum of 3.00:1)	**18.17:1**

In addition, the Company and certain of its subsidiaries, collectively the guarantors, must account for at least 80% of consolidated revenues on a trailing 12-month basis.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

14. Share Capital

The Company is authorized to issue an unlimited number of common shares and an unlimited number of preference shares, issuable in series. The common shares have no par value. Common shares issued and outstanding are as follows:

		Common Shares	
	Number of Shares		Amount
Balance as at January 1, 2020	39,826,600	$	509,646
Issued on exercise of options (Note 15)	257,396		8,336
Issued under the Dividend Reinvestment Plan	19,863		781
Issued under the Long-Term Equity Incentive Plan	66,013		2,608
Treasury shares reserved under the Restricted Share Plan	(55,543)		(4,017)
Treasury shares reserved under the Long-Term Equity Incentive Plan	(7,007)		(510)
Release of treasury shares	81,523		3,645
Balance as at June 30, 2020	**40,188,845**	**$**	**520,489**

The 40,188,845 common shares as at June 30, 2020 are net of 345,891 treasury shares with a carrying value of $17,078 that are being held by the Company until vesting conditions are met (Note 15).

15. Share-based Compensation

The activity in the Company's share-based compensation plans during the period is as follows:

(i) Executive Compensation Plan and Long-Term Equity Incentive Plan

On May 6, 2020, the Company's shareholders approved a resolution to increase the number of authorized common shares to be reserved for issuance under the Company's Long-Term Equity Incentive Plan and to ratify the grant of awards made under it to executives and key employees. The resolution increases the maximum number of common shares reserved for issuance by 1,850,000 to 4,075,000.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

15. Share-based Compensation, cont'd

The following is a summary of the Company's share option activity:

	Number of Options Outstanding	Weighted Average Exercise Price
Balance as at January 1, 2020	1,579,283	$28.98
Granted	522,199	$45.11
Exercised	(257,396)	$27.41
Expired/Forfeited	(12,978)	$32.43
Balance as at June 30, 2020	**1,831,108**	**$33.77**

Information about the Company's share options outstanding and exercisable as at June 30, 2020 is as follows:

Exercise Price	Number of Options Outstanding	Weighted Average Remaining Contractual Life	Number of Options Exercisable
$19.29 - $21.37	145,762	1.34 years	145,762
$26.04 - $29.72	549,408	3.22 years	214,206
$30.70 - $35.83	513,965	2.99 years	205,908
$36.91 - $45.11	621,973	4.62 years	-
$33.77	**1,831,108**	**3.48 years**	**565,876**

The options granted vest over a period of up to 48 months. The fair value of the options granted was estimated on the date of grant using the Black-Scholes option pricing model with the following assumptions:

	March 6, 2020
Risk-free interest rate	0.67%
Expected dividend yield	1.3%
Expected volatility	25.42% - 26.02%
Expected option life	3.00 - 4.50 years
Exercise price	$45.11
Weighted average grant-date fair value per option	$7.19 - $8.74

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

15. Share-based Compensation, cont'd

The following is a summary of the activity related to common shares held in escrow under the Equity Compensation Plan and Long-Term Equity Incentive Plan:

	Common shares
Balance as at January 1, 2020	126,096
Granted	7,007
Settled	(1,666)
Forfeited	(2,793)
Balance as at June 30, 2020	**128,644**

The Company settled vested Performance Share Units ("PSUs") under the Equity Compensation Plan and Long-Term Equity Incentive Plan through the issuance of common shares:

	Common shares
Settled in March 2019	162,086
Settled in March 2020	54,707

The Company granted the following PSUs under the Long-Term Equity Incentive Plan:

	Number of PSUs
Granted in 2019	186,542
Granted in 2020	135,494

(ii) Deferred Compensation Plans

The following is a summary of the Company's Restricted Share Plan ("RS Plan") activity:

	Number of RSs
Balance as at January 1, 2020 (all unvested)	239,200
Granted	55,543
Settled	(76,005)
Forfeited	(1,491)
Balance as at June 30, 2020 (all unvested)	**217,247**

In connection with the 2019 performance year, the Company granted a total of $4,017 under the RS Plan. In March 2020, the Company purchased 55,543 common shares in the open market (through the facilities of the TSX or by private agreement).

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

15. Share-based Compensation, cont'd

In connection with the 2018 performance year, the Company granted a total of $4,128 under the RS Plan. In March 2019, the Company purchased 100,482 common shares in the open market (through the facilities of the TSX or by private agreement).

The following is a summary of the Company's Restricted Share Unit Plan ("RSU Plan") activity:

	Number of RSUs
Balance as at January 1, 2020 (all unvested)	327,591
Granted	84,102
Settled	(71,734)
Forfeited	(4,024)
Balance as at June 30, 2020 (all unvested)	**335,935**

(iii) Directors' Deferred Share Unit Plan

The following is a summary of the Company's Deferred Share Unit Plan ("DSU Plan") activity:

	Number of DSUs
Balance as at January 1, 2020	161,662
Granted	15,416
Redeemed	(30,081)
Balance as at June 30, 2020	**146,997**

(iv) Compensation Expense by Plan

	Three months ended June 30		Six months ended June 30	
	2020	2019	**2020**	2019
Share Option Plan	**$ 13**	$ 6	**$ 26**	$ 28
Equity Compensation Plan	**427**	378	**735**	632
Long-Term Equity Incentive Plan	**1,980**	1,193	**3,207**	2,231
RS Plan	**1,310**	839	**2,374**	1,830
RSU Plan [1]	**1,978**	1,705	**3,106**	3,453
DSU Plan [2]	**1,004**	1,133	**1,286**	1,822

[1] For the three and six months ended June 30, 2020, the Company recorded mark-to-market adjustments of $1,121 and $1,278, respectively (2019 - $1,081 and $1,735, respectively).

[2] For the three and six months ended June 30, 2020, the Company recorded mark-to-market adjustments of $698 and $655, respectively (2019 - $875 and $1,308, respectively).

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

15. Share-based Compensation, cont'd

Included in compensation expense above, for the three and six months ended June 30, 2020, are amounts related to the Geomatics discontinued operations totalling $177 and $238, respectively (2019 - $77 and $254, respectively).

(v) Liabilities for Cash-settled Plans

	June 30, 2020	December 31, 2019
RSU Plan - carrying value of liability recorded within trade payables and other	**$ 8,796**	$ 8,832
DSU Plan - carrying value of liability recorded within trade payables and other	**6,152**	6,257

16. Earnings (Loss) per Share

For the three and six months ended June 30, 2020, 568,199 and 522,199 share options, respectively, and 82,134 RSs (including common shares issued in escrow as part of the Equity Compensation Plan and Long-Term Equity Incentive Plan) were excluded from the diluted earnings (loss) per share calculations as the impact would have been anti-dilutive.

For the three and six months ended June 30, 2019, 1,454,357 share options and 63,345 RSs (including common shares issued in escrow as part of the Equity Compensation Plan and Long-Term Equity Incentive Plan) were excluded from the diluted earnings (loss) per share calculations as the impact would have been anti-dilutive.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

16. Earnings (Loss) per Share, cont'd

The following table summarizes the basic and diluted earnings (loss) per share and the basic and diluted weighted average number of common shares outstanding:

	Three months ended June 30		Six months ended June 30	
	2020	2019 [(1)]	**2020**	2019 [(1)]
Profit (loss) for the period from continuing operations - basic and diluted	**$ 11,333**	$ 12,719	**$ 13,090**	$ 13,175
Profit (loss) for the period from discontinued operations - basic and diluted	**266**	602	**(5,170)**	(289)
Profit (loss) for the period - basic and diluted	**$ 11,599**	$ 13,321	**$ 7,920**	$ 12,886
Weighted average number of common shares outstanding - basic	**40,114,805**	39,318,470	**40,005,374**	39,201,990
Dilutive effect of share options	**350,393**	106,495	**357,117**	87,411
Dilutive effect of equity awards and PSUs	**385,760**	247,263	**376,557**	204,526
Dilutive effect of RSs	**188,092**	98,204	**214,281**	86,402
Weighted average number of common shares outstanding - diluted	**41,039,050**	39,770,432	**40,953,329**	39,580,329
Earnings (loss) per share:				
Basic				
Continuing operations	**$0.28**	$0.32	**$0.33**	$0.34
Discontinued operations	**$0.01**	$0.02	**$(0.13)**	$(0.01)
Diluted				
Continuing operations	**$0.28**	$0.32	**$0.32**	$0.33
Discontinued operations	**$0.01**	$0.02	**$(0.13)**	$(0.01)

(1) Comparative figures have been restated to reflect discontinued operations (Notes 4, 5, 8 and 20).

17. Dividends Payable

The Company declared a $0.15 dividend per common share to shareholders of record on the last business day of each quarter, and dividends were paid on the 15th day of the month following quarter end. Dividends are declared and paid in Canadian dollars.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

18. Financial Instruments and Fair Values

Financial Instruments by Category

The tables below indicate the carrying values of financial assets and liabilities for each of the following categories:

	June 30, 2020			December 31, 2019		
	Fair Value Through Profit or Loss	Fair Value Through Other Comprehensive Income	Amortized Cost	Fair Value Through Profit or Loss	Fair Value Through Other Comprehensive Income	Amortized Cost
Assets as per Consolidated Balance Sheet:						
Cash and cash equivalents	$ -	$ -	$ 74,066	$ -	$ -	$ 60,262
Trade receivables and other (excluding deferred costs to obtain customer contracts, and prepayments)	-	-	186,530	-	-	171,390
Investments in equity instruments	-	8,364	-	-	9,288	-
Investments in partnerships	2,520	-	-	2,193	-	-
Derivative financial instruments	7,859	-	-	7,424	-	-
	$ 10,379	$ 8,364	$ 260,596	$ 9,617	$ 9,288	$ 231,652

	June 30, 2020		December 31, 2019	
	Fair Value Through Profit or Loss	Amortized Cost	Fair Value Through Profit or Loss	Amortized Cost
Liabilities as per Consolidated Balance Sheet:				
Trade payables and other (excluding contract liabilities, RSU Plan and DSU Plan payables and contingent consideration payables)	$ -	$ 79,713	$ -	$ 81,686
Contingent consideration payables	60	-	7,667	-
Borrowings	-	159,346	-	138,263
	$ 60	$ 239,059	$ 7,667	$ 219,949

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

18. Financial Instruments and Fair Values, cont'd

Fair Values

The following tables present the fair value hierarchy under which the Company's financial instruments are valued:

				June 30, 2020
	Level 1	Level 2	Level 3	**Total**
Assets:				
Investments in equity instruments	$ -	$ -	$ 8,364	**$ 8,364**
Investments in partnerships	-	-	2,520	**2,520**
Derivative financial instruments	-	7,859	-	**7,859**
Liabilities:				
Borrowings	-	160,000	-	**160,000**
Contingent consideration payables	-	-	60	**60**

				December 31, 2019
	Level 1	Level 2	Level 3	Total
Assets:				
Investments in equity instruments	$ -	$ -	$ 9,288	$ 9,288
Investments in partnerships	-	-	2,193	2,193
Derivative financial instruments	-	7,424	-	7,424
Liabilities:				
Borrowings	-	138,403	-	138,403
Contingent consideration payables	-	-	7,667	7,667

For the three and six months ended June 30, 2020, there were no transfers between the levels in the hierarchy.

(Expressed in Thousands of Canadian Dollars, Except for Shares and Per Share Amounts)

18. Financial Instruments and Fair Values, cont'd

The following table summarizes the movement in the Company's contingent consideration payables:

		Contingent Consideration Payables (Discounted)
Balance as at January 1, 2020	$	7,667
Changes in expected payment recorded through profit or loss		(1,176)
Unwinding of discount (Note 6)		102
Settlements		(6,624)
Exchange differences		91
Balance as at June 30, 2020	**$**	**60**

A 1% increase or decrease in the discount rate could decrease or increase the Company's determination of fair value by approximately $nil as at June 30, 2020.

The estimated contractual amount of contingent consideration payables as at June 30, 2020 was $60 (December 31, 2019 - $7,919), net of a discount of $nil (December 31, 2019 - $252).

Cash and cash equivalents, trade receivables and other (excluding deferred costs to obtain customer contracts, contract assets, and prepayments) due within one year, and trade payables and other (excluding contract liabilities, RSU Plan and DSU Plan payables, and contingent consideration payables) due within one year, are all short-term in nature and, as such, their carrying values approximate their fair values. The fair values of non-current trade receivables and other and trade payables and other are estimated by discounting the future contractual cash flows at the cost of borrowing to the Company, which approximate their carrying values.

The fair value of the bank credit facilities approximates its carrying value, as the instruments bear interest at rates comparable to current market rates.

19. Commitments and Contingencies

As at June 30, 2020, the Company provided letters of credit of approximately $1,086 to its lessors (December 31, 2019 - $1,074).

As at June 30, 2020, the Company has guaranteed up to $1,500 in connection with vehicle leases and related services entered into by GeoVerra.

The Company committed to aggregate capital contributions of $626 (Note 10) to certain partnerships (December 31, 2019 - $682).

19. Commitments and Contingencies, cont'd

From time to time, the Company or its subsidiaries are involved in legal proceedings, claims and litigation in the ordinary course of business with customers, former employees and other parties. Although it is not possible to determine the final outcome of such matters, based on all currently available information, management believes that liabilities, if any, arising from such matters will not have a material adverse effect on the Company's financial position or results of operations and have been adequately provided for in these interim financial statements.

In the ordinary course of business, the Company is subject to tax audits from various government agencies relating to income and commodity taxes. As a result, from time to time, the tax authorities may disagree with the positions and conclusions made by the Company in its tax filings, which could lead to assessments and reassessments. These assessments and reassessments may have a material adverse effect on the Company's financial position or results of operations.

20. Comparative Information

Certain prior year amounts have been restated or re-presented for consistency with the current year presentation requirements under IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, to re-present the comparative interim condensed consolidated statement of comprehensive income (loss) upon classification and disposal of the Geomatics business as discontinued operations.

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