

**TELUS CORPORATION**

**Management's discussion and analysis**

**2018 Q1**

## Caution regarding forward-looking statements

This document contains forward-looking statements about expected events and the financial and operating performance of TELUS Corporation. The terms *TELUS*, *the Company*, *we*, *us* and *our* refer to TELUS Corporation and, where the context of the narrative permits or requires, its subsidiaries.

Forward-looking statements include any statements that do not refer to historical facts. They include, but are not limited to, statements relating to our objectives and our strategies to achieve those objectives, our targets, outlook, updates, and our multi-year dividend growth program. Forward-looking statements are typically identified by the words *assumption*, *goal*, *guidance*, *objective*, *outlook*, *strategy*, *target* and other similar expressions, or future or conditional verbs such as *aim*, *anticipate*, *believe*, *could*, *expect*, *intend*, *may*, *plan*, *predict*, *seek*, *should*, *strive* and *will*.

By their nature, forward-looking statements are subject to inherent risks and uncertainties and are based on assumptions, including assumptions about future economic conditions and courses of action. These assumptions may ultimately prove to have been inaccurate and, as a result, our actual results or events may differ materially from expectations expressed in or implied by the forward-looking statements. An update to our assumptions for 2018 is in *Section 9 Update to general trends, outlook and assumptions, and regulatory developments and proceedings* in this Management's discussion and analysis (MD&A).

Risks and uncertainties that could cause actual performance or events to differ materially from the forward-looking statements made herein and in other TELUS filings include, but are not limited to, the following:

- **Competition** including: our ability to continue to retain customers through an enhanced customer service experience, including through the deployment and operation of evolving wireless and wireline network; the ability of industry competitors to successfully launch their respective platforms and to combine a mix of long distance, high-speed Internet access (HSIA) and, in some cases, wireless services under one bundled and/or discounted monthly rate, along with their existing broadcast or satellite-based TV services; the success of new products, new services and supporting systems, such as Internet of Things (IoT) services for Internet-connected devices; continued intense rivalry across all services among wireless and wireline telecommunications companies, cable-TV providers, other communications companies and over-the-top (OTT) services, which, among other things, places pressures on current and future average billing per subscriber unit per month (ABPU) (as described in *Section 5 Discussion of operations*), average revenue per subscriber unit per month (ARPU), cost of acquisition, cost of retention and churn rate for all services, as do customer usage patterns, flat-rate pricing trends for voice and data, inclusive rate plans for voice and data and availability of Wi-Fi networks for data; mergers and acquisitions of industry competitors; pressures on high-speed Internet and TV ARPU and churn rate resulting from market conditions, government actions and customer usage patterns; residential and business network access line (NAL) losses; subscriber additions and retention volumes, and associated costs for wireless, TV and high-speed Internet services; and our ability to obtain and offer content on a timely basis across multiple devices on wireless and TV platforms at a reasonable cost.
- **Technological substitution** including: reduced utilization and increased commoditization of traditional wireline voice local and long distance services from impacts of OTT applications and wireless substitution, a declining overall market for paid TV services, including as a result of content piracy and signal theft and as a result of a rise in OTT direct to consumer video offerings and virtual multichannel video programming distribution platforms; the increasing number of households that have only wireless and/or Internet-based telephone services; potential wireless ABPU and ARPU declines as a result of, among other factors, substitution to messaging and OTT applications; substitution to increasingly available Wi-Fi services; and disruptive technologies such as OTT IP services, including Network as a Service in the business market, that may displace or re-rate our existing data services.
- **Technology** including: subscriber demand for data that may challenge network and spectrum capacity levels in the future and may be accompanied by increases in delivery cost; our reliance on information technology and our need to streamline our legacy systems; technology options, evolution paths and roll-out plans for video distribution platforms and telecommunications network technologies (including broadband initiatives, such as fibre to the premises (FTTP), wireless small-cell deployment, 5G wireless and availability of resources and ability to build out adequate broadband capacity); our reliance on wireless network access agreements, which have facilitated our deployment of wireless technologies; choice of suppliers and those suppliers' ability to maintain and service their product lines, which could affect the success of upgrades to, and evolution of, technology that we offer; supplier concentration and market power for network equipment, TELUS TV<sup>®</sup> and wireless handsets; the performance of wireless technology; our expected long-term need to acquire additional spectrum capacity through future spectrum auctions and from third parties to address increasing demand for data; deployment and operation of new wireline broadband network technologies at a reasonable cost and availability and success of new products and services to be rolled out using such network technologies; network reliability and change management; self-learning tools and automation that may change the way we interact with customers; and uncertainties around our strategy to replace certain legacy wireline network technologies, systems and services to reduce operating costs.

- Regulatory decisions and developments including: the potential of government intervention to further increase wireless competition; the potential for appeals of, or government intervention further to, the impact from the CRTC's determinations for wholesale GSM-based domestic roaming and the setting of such rates charged to wireless service providers (WSPs) on a retroactive basis; future spectrum auctions and spectrum policy determinations, including the amount of spectrum TELUS is able to acquire and its cost under the recently announced Technical, Policy and Licensing Framework for Spectrum in the 600 MHz Band, as well as cost and availability of spectrum in the 3500 MHz band; restrictions on the purchase, sale and transfer of spectrum licences; the impact of the CRTC's wireline wholesale services review, with a formal review of rates for wholesale FTTP access still to be commenced for TELUS; changes to the cost burden associated with CRTC-mandated network interconnections; disputes with certain municipalities regarding rights-of-way bylaws; and other potential threats to unitary federal regulatory authority over telecommunications, including provincial wireless and consumer protection legislation; the potential impacts of the CRTC's decision to require pro-rated refunds when customers terminate their services; the CRTC's proposed phase-out of the local service subsidy regime and corresponding establishment of a broadband funding regime to support the enhancement of high-speed Internet services focusing on underserved areas in Canada; the impact of the review of the Minister of Canadian Heritage's new Creative Canada policy framework announced on September 28, 2017; the CRTC's consultation and report on distribution models of the future; vertical integration in the broadcasting industry resulting in competitors owning broadcast content services, and timely and effective enforcement of related regulatory safeguards; the review of the *Copyright Act*, which began in early 2018; the federal government's stated intention to review the *Broadcasting Act* and *Telecommunications Act* as announced in the March 22, 2017 federal budget; the outcome of TELUS' applications for renewal of its broadcasting distribution licences; the North American Free Trade Agreement renegotiation; and restrictions on non-Canadian ownership and control of TELUS Common Shares and the ongoing monitoring and compliance with such restrictions.
- Capital expenditure levels and potential outlays for spectrum licences in spectrum auctions or from third parties, due to: our broadband initiatives, including connecting more homes and businesses directly to fibre; our ongoing deployment of newer wireless technologies, including wireless small cells to improve coverage and capacity and prepare for a more efficient and timely evolution to 5G wireless services; utilizing acquired spectrum; investments in network resiliency and reliability; subscriber demand for data; evolving systems and business processes; implementing efficiency initiatives; supporting large complex deals; and future wireless spectrum auctions held by Innovation, Science and Economic Development Canada (ISED) including the 600 MHz spectrum auction scheduled to take place in March 2019 which will result in increased expenditures. Our capital expenditure levels could be impacted if we do not achieve our targeted operational and financial results.
- Human resource matters including: recruitment, retention and appropriate training in a highly competitive industry, and the level of employee engagement.
- Operational performance and business combination risks including: our reliance on legacy systems and ability to implement and support new products and services and business operations in a timely manner; our ability to implement effective change management for system replacements and upgrades, process redesigns and business integrations (such as our ability to successfully integrate acquisitions, complete divestitures or establish partnerships in a timely manner, and realize expected strategic benefits, including those following compliance with any regulatory orders); the implementation of complex large enterprise deals that may be adversely impacted by available resources, system limitations and degree of co-operation from other service providers; our ability to successfully manage operations in foreign jurisdictions, including managing risks such as currency fluctuations; information security and privacy breaches, including data loss or theft of data; intentional threats to our infrastructure and business operations; and real estate joint venture re-development risks.
- Business continuity events including: our ability to maintain customer service and operate our networks in the event of human error or human-caused threats, such as cyberattacks and equipment failures that could cause various degrees of network outages; supply chain disruptions including as a result of government restrictions or trade actions; natural disaster threats; epidemics; pandemics; political instability in certain international locations; and the completeness and effectiveness of business continuity and disaster recovery plans and responses.
- Ability to successfully implement cost reduction initiatives and realize planned savings, net of restructuring and other costs, without losing customer service focus or negatively affecting business operations. Examples of these initiatives are: our operating efficiency and effectiveness program to drive improvements in financial results, including the future benefits of the 2016 immediately vesting transformative compensation initiative; business integrations; business product simplification; business process outsourcing; offshoring and reorganizations, including any full-time equivalent (FTE) employee reduction programs; procurement initiatives; and real estate rationalization. Additional revenue and cost efficiency and effectiveness initiatives will continue to be assessed and implemented.
- Financing and debt requirements including: our ability to carry out financing activities, and our ability to maintain investment grade credit ratings in the range of BBB+ or the equivalent.
- Ability to sustain our dividend growth program through 2019. This program may be affected by factors such as the competitive environment, economic performance in Canada, our earnings and free cash flow, our levels of capital expenditures and spectrum licence purchases, acquisitions, the management of our capital structure, and regulatory decisions and developments. Quarterly dividend decisions are subject to assessment and determination by our Board of Directors (Board) based on the Company's financial position and outlook. Shares may be purchased under our normal course issuer bid (NCIB) when and if we consider it opportunistic, based on the Company's financial position and outlook, and the market price of TELUS shares. There can be no assurance that our dividend growth program or any NCIB will be maintained, not changed and/or completed through 2019.

- Taxation matters including: interpretation of complex domestic and foreign tax laws by the tax authorities that may differ from our interpretations; the timing of income and deductions, such as tax depreciation and operating expenses; changes in tax laws, including tax rates; tax expenses being materially different than anticipated, including the taxability of income and deductibility of tax attributes; elimination of income tax deferrals through the use of different tax year-ends for operating partnerships and corporate partners; and tax authorities adopting more aggressive auditing practices, for example, tax reassessments or adverse court decisions impacting the tax payable by us.
- Litigation and legal matters including: our ability to successfully respond to investigations and regulatory proceedings; our ability to defend against existing and potential claims and lawsuits, including intellectual property infringement claims and class actions based on consumer claims, data, privacy or security breaches and secondary market liability; and the complexity of legal compliance in domestic and foreign jurisdictions, including compliance with anti-bribery and foreign corrupt practices laws.
- Health, safety and the environment including: lost employee work time resulting from illness or injury, public concerns related to radio frequency emissions, environmental issues affecting our business including climate change, waste and waste recycling, risks relating to fuel systems on our properties, and changing government and public expectations regarding environmental matters and our responses.
- Economic growth and fluctuations including: the state of the economy in Canada, which may be influenced by economic and other developments outside of Canada, including potential outcomes of yet unknown policies and actions of foreign governments; future interest rates; inflation; unemployment levels; effects of fluctuating oil prices; effects of low business spending (such as reducing investments and cost structure); pension investment returns, funding and discount rates; and Canadian dollar: U.S. dollar exchange rates.

These risks are described in additional detail in *Section 9 General trends, outlook and assumptions, and regulatory developments and proceedings* and *Section 10 Risks and risk management* in our 2017 annual MD&A. Those descriptions are incorporated by reference in this cautionary statement but are not intended to be a complete list of the risks that could affect the Company.

Many of these factors are beyond our control or our current expectations or knowledge. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial may also have a material adverse effect on our financial position, financial performance, cash flows, business or reputation. Except as otherwise indicated in this document, the forward-looking statements made herein do not reflect the potential impact of any non-recurring or special items or any mergers, acquisitions, dispositions or other business combinations or transactions that may be announced or that may occur after the date of this document.

Readers are cautioned not to place undue reliance on forward-looking statements. Forward-looking statements in this document describe our expectations and are based on our assumptions as at the date of this document and are subject to change after this date. Except as required by law, we disclaim any intention or obligation to update or revise any forward-looking statements.

This cautionary statement qualifies all of the forward-looking statements in this MD&A.

**Management's discussion and analysis (MD&A)**

May 10, 2018

**Contents**

<b>Section</b>	<b>Description</b>
1. Introduction	1.1 Preparation of the MD&A 1.2 The environment in which we operate 1.3 Consolidated highlights
2. Core business and strategy	
3. Corporate priorities for 2018	
4. Capabilities	4.1 Principal markets addressed and competition 4.2 Operational resources 4.3 Liquidity and capital resources 4.4 Changes in internal control over financial reporting
5. Discussion of operations	5.1 General 5.2 Summary of consolidated quarterly results and trends 5.3 Consolidated operations 5.4 Wireless segment 5.5 Wireline segment
6. Changes in financial position	
7. Liquidity and capital resources	7.1 Overview 7.2 Cash provided by operating activities 7.3 Cash used by investing activities 7.4 Cash provided (used) by financing activities 7.5 Liquidity and capital resource measures 7.6 Credit facilities 7.7 Sale of trade receivables 7.8 Credit ratings 7.9 Financial instruments, commitments and contingent liabilities 7.10 Outstanding share information 7.11 Transactions between related parties
8. Accounting matters	8.1 Critical accounting estimates 8.2 Accounting policy developments
9. Update to general trends, outlook and assumptions, and regulatory developments and proceedings	9.1 Telecommunications industry regulatory developments and proceedings
10. Risks and risk management	
11. Definitions and reconciliations	11.1 Non-GAAP and other financial measures 11.2 Operating indicators

## 1. Introduction

The forward-looking statements in this section, including estimates regarding economic growth, are qualified by the Caution regarding forward-looking statements at the beginning of this Management's discussion and analysis (MD&A).

### 1.1 Preparation of the MD&A

The following sections present a discussion of our consolidated financial position and performance for the three-month period ended March 31, 2018, and should be read together with our March 31, 2018, condensed interim consolidated financial statements (interim consolidated financial statements). The generally accepted accounting principles (GAAP) we use are the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). Our interim consolidated financial statements comply with IFRS-IASB and Canadian GAAP and have been prepared in accordance with International Accounting Standard 34, *Interim Financial Reporting*. In this MD&A, the term IFRS is used to refer to these standards. We adopted IFRS 9, *Financial Instruments* and IFRS 15, *Revenue from Contracts with Customers* on January 1, 2018 with retrospective application. See *Section 5.2 Summary of consolidated quarterly results and trends*, *Section 5.4 Wireless segment*, and *Section 5.5 Wireline segment* of the MD&A and *Note 2(c)* of the interim consolidated financial statements for reconciliations of results excluding IFRS 15 effects. In our discussion, we also use certain non-GAAP financial measures to evaluate our performance, monitor compliance with debt covenants and manage our capital structure. These measures are defined, qualified and reconciled with the nearest GAAP measures in *Section 11.1*. All currency amounts are in Canadian dollars, unless otherwise specified.

Additional information relating to the Company, including our annual information form and other filings with securities commissions or similar regulatory authorities in Canada, is available on SEDAR ([sedar.com](http://sedar.com)). Our filings with the Securities and Exchange Commission in the United States, including Form 40-F, are available on EDGAR ([sec.gov](http://sec.gov)).

Our disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management on a timely basis, so that informed decisions can be made regarding appropriate public disclosure. This MD&A and the interim consolidated financial statements were reviewed by our Audit Committee and authorized by our Board of Directors (our Board) for issuance on May 10, 2018.

In this MD&A, unless otherwise indicated, results for the first quarter of 2018 (three-month period ended March 31, 2018) are compared with results from the first quarter of 2017, adjusted for the retrospective application of IFRS 9, *Financial Instruments* and IFRS 15, *Revenue from Contracts with Customers* (three-month period ended March 31, 2017).

### 1.2 The environment in which we operate

The success of our business and the challenges we face can best be understood with reference to the environment in which we operate, including broader economic factors that affect our customers and us, and the competitive nature of our industry. Our estimates regarding our environment also form an important part of the assumptions on which our targets are based.

#### Economic growth

We have updated some of our assumptions since our 2017 annual MD&A. We now estimate that the rate of economic growth in Canada in 2018 will be 2.1% (previously 2.2%) based on a composite of estimates from Canadian banks and other sources. For our incumbent local exchange carrier (ILEC) provinces in Western Canada, we currently estimate that annual rates of economic growth will be 2.5% in 2018 in British Columbia (B.C.) (unchanged from our 2017 annual MD&A), and 2.4% in Alberta (unchanged from our 2017 annual MD&A). The Bank of Canada's April 2018 Monetary Policy Report estimated economic growth in Canada will be 2.0% in 2018. The extent to which these economic growth estimates affect us and the timing of their impact will depend upon the actual experience of specific sectors of the Canadian economy.

In respect of the national unemployment rate, Statistics Canada's Labour Force Survey reported a rate of 5.8% for March 2018 (5.7% for December 2017 and 6.7% for March 2017). The unemployment rate for B.C. was 4.7% for March 2018 (4.6% for December 2017 and 5.4% for March 2017), while the unemployment rate for Alberta was 6.3% for March 2018 (6.9% for December 2017 and 8.4% for March 2017).

### 1.3 Consolidated highlights

#### **AlarmForce Industries Inc.**

On January 4, 2018, we acquired the customers, assets and operations of AlarmForce Industries Inc. (AlarmForce) in B.C., Alberta and Saskatchewan for cash consideration of approximately \$68 million. This acquisition, combined with our growing gigabit-capable TELUS PureFibre™ network, was made with a view to accelerating our position in smart home and security services, and providing us with the ability to offer our customers additional services as part of a bundle in the future.

#### **Xavient Information Systems**

On February 6, 2018, through our TELUS International (Cda) Inc. subsidiary, we closed an acquisition of 65% of Xavient Information Systems (Xavient), a group of information technology consulting and software services companies with facilities in the U.S. and India. The investment was made with a view to enhancing our ability to provide complex and higher-value information technology services, improving our related sales and solutioning capabilities, and acquiring multi-site redundancy in support of other facilities.

#### **Long-term debt issue**

On March 1, 2018, we issued \$600 million of senior unsecured notes at 3.625% due March 1, 2028 and \$150 million through the re-opening of Series CW notes at 4.70% due March 6, 2048. The net proceeds were used to repay approximately \$725 million of outstanding commercial paper, as well as to fund the repayment, on maturity, of a portion of the \$250 million principal amount outstanding on TELUS’ Series CS Notes due March 27, 2018, and for general corporate purposes.

**Consolidated highlights**

	2018	2017	Change
	Applying IFRS 9 and IFRS 15 (2017 adjusted), except as noted		
Three-month periods ended March 31 (\$ millions, except footnotes and unless noted otherwise)			
Consolidated statements of income			
Operating revenues	3,377	3,183	6.0 %
Operating income	719	703	2.3 %
Income before income taxes	563	565	(0.4)%
Net income	412	422	(2.4)%
Net income attributable to Common Shares	410	414	(1.0)%
Adjusted Net Income <sup>1</sup>	435	418	4.1 %
Earnings per share (EPS) (\$)			
Basic EPS	0.69	0.70	(1.4)%
Adjusted basic EPS <sup>1</sup>	0.73	0.71	2.8 %
Diluted EPS	0.69	0.70	(1.4)%
Dividends declared per Common Share (\$)	0.5050	0.48	5.2 %
Basic weighted-average Common Shares outstanding (millions)	595	591	0.8 %
Consolidated statements of cash flows			
Cash provided by operating activities	838	709	18.2 %
Cash used by investing activities	(932)	(822)	13.4 %
Capital expenditures <sup>2</sup>	(650)	(724)	(10.2)%
Cash provided (used) by financing activities	—	475	n/m
Other highlights			
Subscriber connections <sup>3</sup> (thousands)	13,067	12,683	3.0 %
Earnings before interest, income taxes, depreciation and amortization (EBITDA) <sup>1</sup>	1,269	1,235	2.7 %
Restructuring and other costs <sup>1</sup>	34	4	n/m
Adjusted EBITDA <sup>1,4</sup>	1,303	1,239	5.2 %
Adjusted EBITDA margin <sup>5</sup> (%)	38.6	38.9	(0.3) pts.
Free cash flow <sup>1</sup>	443	217	104.1 %
Net debt to EBITDA – excluding restructuring and other costs <sup>1,6</sup> (times)	2.71	2.73	n/m

Notations used in MD&A: n/m – not meaningful; pts. – percentage points.

1 Non-GAAP and other financial measures. See *Section 11.1 Non-GAAP and other financial measures*.

2 Capital expenditures include assets purchased, but not yet paid for, and consequently differ from Cash payments for capital assets, excluding spectrum licences, as reported on the condensed interim consolidated statements of cash flows.

3 The sum of active wireless subscribers, residential network access lines (NALs), high-speed Internet access subscribers and TELUS TV subscribers, measured at the end of the respective periods based on information in billing and other systems. Effective April 1, 2017, postpaid subscribers, total subscribers and associated operating statistics (gross additions, net additions, average billing per subscriber unit per month (ABPU), average revenue per subscriber unit per month (ARPU) and churn) were adjusted to include an estimated migration of 85,000 Manitoba Telecom Services Inc. (MTS) subscribers in the opening subscriber balances. Subsequent to this, on October 1, 2017, total subscribers and associated operating statistics were adjusted to reduce estimated migrations of MTS subscribers by 11,000 to 74,000. Cumulative subscriber connections also include an April 1, 2017 adjustment to remove approximately 19,000 prepaid and 25,000 postpaid subscriptions from the respective subscriber bases, primarily due to our national CDMA network shutdown.

4 Adjusted EBITDA for the first quarters of 2018 and 2017 excludes restructuring and other costs.

5 Adjusted EBITDA margin is Adjusted EBITDA divided by Operating revenues.

6 2017 amount excludes the effects of implementing IFRS 9 and IFRS 15. Had the 2018 amount excluded the effects of implementing IFRS 9 and IFRS 15, the 2018 amount would be 2.77. (See *Section 7.5 Liquidity and capital resource measures*.)

**Operating highlights**

- **Consolidated operating revenues** increased by \$194 million in the first quarter of 2018:

Service revenues increased by \$124 million in the first quarter of 2018, mainly due to growth in wireless network revenue and wireline data services revenue, partly offset by the ongoing decline in legacy wireline voice revenue.

Equipment revenues increased by \$57 million in the first quarter of 2018, largely due to higher wireless equipment revenue resulting from increases in retention volumes and postpaid gross additions.

Other operating income increased by \$13 million in the first quarter of 2018, primarily due to higher gains on sales of certain assets, and property, plant and equipment.

For additional details on operating revenues, see *Section 5.4 Wireless segment* and *Section 5.5 Wireline segment*.



- During the 12-month period ending on March 31, 2018, our total **subscriber connections** increased by 384,000, reflecting a 5.7% increase in wireless postpaid subscribers, a 4.7% increase in high-speed Internet subscribers and a 3.2% increase in TELUS TV subscribers, partly offset by a 9.4% decline in wireless prepaid subscribers and a 5.1% decline in wireline residential NALs.

Our postpaid wireless subscriber net additions were 48,000 in the first quarter of 2018, up 4,000 from 2017, due to the success of promotions, our marketing efforts focused on higher-value postpaid and smartphone loading, and demographic shifts corresponding with Canadian population growth, partly offset by competitive intensity. Our average monthly postpaid subscriber churn rate was 0.95% in the first quarter of 2018, as compared to 0.93% in the first quarter of 2017. (See *Section 5.4 Wireless segment* for additional details.)

Net additions of high-speed Internet subscribers were 22,000 in the first quarter of 2018, relatively flat from 2017. Net additions of TELUS TV subscribers were 6,000 in the first quarter of 2018, also relatively flat from 2017. We experienced combined Internet and TV subscriber growth of 113,000 or 4.1% over the last 12 months. (See *Section 5.5 Wireline segment* for additional details.)

- Operating income** increased by \$16 million in the first quarter of 2018, reflecting wireless network revenue growth driven by a larger customer base, in addition to growth in data service margins. These increases were partly offset by increased costs associated with higher wireless gross loading and retention volumes, higher compensation from an increase in the number of employees from acquisitions, higher restructuring and other costs, and higher depreciation and amortization due to growth in the asset base over the last 12 months resulting in part from acquisitions.

EBITDA includes restructuring and other costs, and increased by \$34 million or 2.7% in the first quarter of 2018.

Adjusted EBITDA excludes restructuring and other costs, and increased by \$64 million or 5.2% in the first quarter of 2018. The increase reflects growth in wireless network revenues and increased wireline data revenues, partially offset by: (i) increased costs associated with higher wireless gross loading and retention volumes; and (ii) increased employee benefits expense from an increase in the number of employees from acquisitions. (See *Section 5.4 Wireless segment* and *Section 5.5 Wireline segment* for additional details.)

- Income before income taxes** decreased by \$2 million in the first quarter of 2018, reflecting higher Operating income as noted above, more than offset by an increase in Financing costs. The increase in Financing costs resulted primarily from foreign exchange losses and higher average long-term debt outstanding. (See *Financing costs* in *Section 5.3*.)
- Income taxes** increased by \$8 million in the first quarter of 2018, primarily due to an increase in the B.C. corporate income tax rate, in addition to an increased portion of income earned in Canada.
- Net income attributable to Common Shares** decreased by \$4 million in the first quarter of 2018. This decrease was driven by increases in Financing costs and Income taxes, partly offset by higher Operating income.

Adjusted Net income excludes the effects of restructuring and other costs, and increased by \$17 million or 4.1% in the first quarter of 2018.

#### Reconciliation of adjusted Net income

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions)			
Net income attributable to Common Shares	410	414	(4)
Add back:			
Restructuring and other costs, after income taxes	25	4	21
Adjusted Net income	435	418	17

- **Basic EPS** decreased by \$0.01 or 1.4% in the first quarter of 2018. This decrease was driven by increases in Financing costs and Income taxes, partly offset by higher Operating income.

Adjusted basic EPS excludes the effects of restructuring and other costs, and increased by \$0.02 or 2.8% in the first quarter of 2018.

#### Reconciliation of adjusted basic EPS

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$)			
Basic EPS	<b>0.69</b>	0.70	(0.01)
Add back:			
Restructuring and other costs, after income taxes, per share	<b>0.04</b>	0.01	0.03
Adjusted basic EPS	<b>0.73</b>	0.71	0.02

- **Dividends declared per Common Share** were \$0.5050 in the first quarter of 2018, up 5.2% from one year earlier. On May 9, 2018, the Board declared a second quarter dividend of \$0.5250 per share on the issued and outstanding Common Shares, payable on July 3, 2018, to shareholders of record at the close of business on June 8, 2018. The second quarter dividend increased by \$0.0325 per share or 6.6% from the \$0.4925 per share dividend declared one year earlier, consistent with our multi-year dividend growth program described in *Section 4.3 Liquidity and capital resources*.

#### Liquidity and capital resource highlights

- **Net debt to EBITDA – excluding restructuring and other costs** was 2.71 times at March 31, 2018. Excluding the effects of implementing IFRS 9 and IFRS 15, the net debt to EBITDA – excluding restructuring and other costs ratio was 2.77 times at March 31, 2018, up from 2.73 times at March 31, 2017, as the increase in net debt exceeded the growth in EBITDA – excluding restructuring and other costs. (See *Section 4.3 Liquidity and capital resources* and *Section 7.5 Liquidity and capital resource measures*.)
- **Cash provided by operating activities** increased by \$129 million in the first quarter of 2018 primarily due to lower income taxes paid, which reflected the reorganization of our legal structure in the third quarter of 2017 that impacted the timing of cash income tax payments.
- **Cash used by investing activities** increased by \$110 million or 13.4% in the first quarter of 2018, attributed to higher cash payments for multiple business acquisitions as described earlier in this section, partly offset by lower capital expenditures. **Acquisitions** increased by \$192 million in the first quarter of 2018 as we made cash payments for business acquisitions, including the Xavient and AlarmForce transactions, as described above in *Consolidated highlights*. **Capital expenditures** decreased by \$74 million in the first quarter of 2018 primarily due to increased wireless capital expenditures in the first quarter of 2017 including the Eastern Canada radio access network update. (See *Section 7.3 Cash used by investing activities*.)
- **Cash provided (used) by financing activities** decreased by \$475 million in the first quarter of 2018, reflecting decreased issuances of long-term debt, net of redemptions. (See *Section 7.4 Cash provided (used) by financing activities*.)
- **Free cash flow** increased by \$226 million in the first quarter of 2018, resulting primarily from lower income taxes paid, lower capital expenditures and higher Adjusted EBITDA. (See calculation in *Section 11.1 Non-GAAP and other financial measures*.) The application of IFRS 15 reflects a non-cash accounting change. As such, the underlying economics and free cash flow generated by the business are not impacted by the change.

## 2. Core business and strategy

Our core business and our strategic imperatives were described in our 2017 annual MD&A.

## 3. Corporate priorities for 2018

Our annual corporate priorities are used to advance our long-term strategic imperatives and address near-term opportunities and challenges. The following table provides a discussion of activities and initiatives that relate to our 2018 corporate priorities.

**Honouring our team, customers and social purpose by delivering on our brand promise**

- In OpenSignal's State of Mobile Networks: Canada February 2018 report, we were recognized as having the fastest 4G Download Speed and the fastest Overall Download Speed. This builds on OpenSignal's January 2017 report that recognized TELUS as having the fastest Overall Download Speed in Canada.
- At the end of January 2018, we introduced our Canada-China plan to allow customers the freedom to use their wireless device effortlessly between Canada and China, Hong Kong and Macau respectively.
- On February 1, 2018, we were awarded the 2018 Best Sustainability Report in the Technology & Communications sector by the Finance and Sustainability Initiative.
- In March 2018, we announced further investments of approximately \$50 million to connect additional homes and businesses in Eastern Quebec to our TELUS PureFibre network by the end of 2021. These investments were made with support from the federal government's Connect to Innovate program and the provincial government's Quebec branché program. With this support, we are continuing to deploy our TELUS PureFibre network in Eastern Quebec which will connect more than 99% of Eastern Quebec homes and businesses by 2021. Additionally, we announced an investment of \$20 million to connect the residents and businesses of the city of Port Moody, B.C. to our TELUS PureFibre network by the end of 2020.
- In April 2018, the office of the Commission for Complaints for Telecom-television Services (CCTS) issued its mid-year report and TELUS continued to receive the fewest customer complaints of the national wireless carriers, while Koodo continued to receive the fewest customer complaints of the national flanker brands. TELUS, Koodo and Public Mobile were the subjects of 7.5%, 2.6% and 1.0% of the total customer complaints accepted by the CCTS, respectively, or 11.1% of total customer complaints, in aggregate, when approximately 28% of Canadian wireless customers have chosen us as their wireless service provider.

**Leveraging our broadband networks to drive TELUS' growth**

- In February 2018, the Digital Technology Supercluster with TELUS as the lead applicant, was one of the winners of the Government of Canada's Innovation Superclusters Initiative and will receive significant funding to further develop Canada's strengths in data collection, analytics and visualization technologies for diverse industries.
- At March 31, 2018, we provided direct fibre-optic coverage to 51% of our current Optik TV footprint with our TELUS PureFibre network. These investments support our high-speed Internet and TELUS TV subscriber growth, as well as our customers' demand for faster Internet speeds, and extend the reach and functionality of our business and healthcare solutions.

**Fuelling our future through recurring efficiency gains**

- We applied efficiency gains to investment in our digital transformation including, by conducting together with our lead vendor, an urban trial of 5G wireless-to-the-home service using customer premise equipment.

**Driving emerging opportunities in TELUS Health and TELUS International**

- In January 2018, we launched the TELUS Baby Health app, a free digital tool used to create a health record for infants and as an educational resource for new and expecting parents.
- In February 2018, we acquired WEBS Inc. with a view to broadening our portfolio of health benefit management solutions.
- As noted in *Section 1.3*, we completed the acquisition of Xavient Information Systems, which now operates as Xavient Digital – powered by TELUS International.

**4. Capabilities**

The forward-looking statements in this section, including statements regarding our dividend growth program and our financial objectives in *Section 4.3*, are qualified by the *Caution regarding forward-looking statements* at the beginning of this MD&A.

**4.1 Principal markets addressed and competition**

For a discussion of our principal markets and an overview of competition, refer to *Section 4.1* of our 2017 annual MD&A.

**4.2 Operational resources****Wireless**

Churn is defined in *Section 11.2* of this MD&A. Our monthly postpaid churn rate was 0.95% in the first quarter of 2018 and has now been below 1% for 18 of the past 19 quarters despite strong competitive and economic pressures. In the first quarter of 2018, we continued to deliver leading blended customer churn on a national basis. Our monthly blended churn rate was 1.14% in the first quarter of 2018, which represented our lowest first quarter churn rate since we became a national carrier 18 years ago. This further exemplifies the success of our differentiated customers first culture, our ongoing focus on delivering an outstanding customer experience, combined with attractive new products and services, and our retention programs.

Since mid-2013, we have invested more than \$3.6 billion to acquire wireless spectrum licences in spectrum auctions and other transactions, which has more than doubled our national spectrum holdings in support of our top corporate priority to put customers first. Wireless data consumption has been increasing rapidly and we have responded by investing to extend the capacity of our network to support the additional data consumption and growth in our wireless customer base. This includes investments in wireless small cells connected to our fibre technology to improve coverage and capacity and to prepare for a more efficient and timely evolution to 5G wireless services.

As at March 31, 2018, our 4G long-term evolution (LTE) technology covered 99% of Canada's population, up from 98% at March 31, 2017. Furthermore, we have continued to invest in our LTE advanced network roll-out, which covered more than 88% of Canada's population at March 31, 2018, up from more than 80% at March 31, 2017.

### **Wireline**

We have continued to invest in our incumbent local exchange carrier (ILEC) urban and rural communities with commitments to deliver broadband technology capabilities to as many Canadians as possible. We are expanding our fibre footprint by connecting more homes and businesses directly to fibre in communities across B.C., Alberta and Eastern Quebec. We have also increased broadband Internet speeds, expanded our IP TV video-on-demand library and high-definition content, including 4K TV, and enhanced marketing of data products and bundles. Our fibre technology is also an essential component of our wireless access technology and will enable 5G deployment in the future as referenced above.

As at March 31, 2018, our high-speed broadband coverage reached more than 3 million households and businesses in B.C., Alberta and Eastern Quebec, including approximately 1.54 million homes and businesses covered by fibre-optic cable, representing approximately 51%, which provides these premises with immediate access to our gigabit-capable fibre-optic technology. This is up from approximately 1.15 million homes and businesses in the first quarter of 2017, representing approximately 39% covered by fibre-optic cable.

## **4.3 Liquidity and capital resources**

### **Capital structure financial policies**

Our objective when managing capital is to maintain a flexible capital structure that optimizes the cost and availability of capital at acceptable risk.

In the management of capital and in its definition, we include Common Share equity (excluding Accumulated other comprehensive income), Long-term debt (including long-term credit facilities, commercial paper backstopped by long-term credit facilities and any hedging assets or liabilities associated with Long-term debt items, net of amounts recognized in Accumulated other comprehensive income), Cash and temporary investments, and short-term borrowings arising from securitized trade receivables.

We manage our capital structure and make adjustments to it in light of changes in economic conditions and the risk characteristics of our business. In order to maintain or adjust our capital structure, we may adjust the amount of dividends paid to holders of Common Shares, purchase Common Shares for cancellation pursuant to normal course issuer bid (NCIB) programs, issue new shares, issue new debt, issue new debt to replace existing debt with different characteristics, and/or increase or decrease the amount of trade receivables sold to an arm's-length securitization trust.

We monitor capital utilizing a number of measures, including net debt to EBITDA – excluding restructuring and other costs ratio, coverage ratios and dividend payout ratios. (See definitions in *Section 11.1 Non-GAAP and other financial measures*.) Through the course of fiscal 2018, we will monitor these measures excluding the effects of implementing IFRS 9 and IFRS 15. (See *Section 8.2 Accounting policy developments* in our 2017 annual MD&A.)

## Financing and capital structure management plans

### *Report on financing and capital structure management plans*

#### **Pay dividends to the holders of Common Shares under our multi-year dividend growth program**

- In May 2016, we announced our intention to target ongoing semi-annual dividend increases, with the annual increase in the range of 7 to 10% from 2017 through to the end of 2019, thereby extending the policy first announced in May 2011. Notwithstanding this target, dividend decisions will continue to be subject to our Board's assessment and the determination of our financial position and outlook on a quarterly basis. Our long-term dividend payout ratio guideline is 65 to 75% of prospective net earnings per share. (See *Section 7.5 Liquidity and capital resource measures*). There can be no assurance that we will maintain a dividend growth program or that it will be unchanged through 2019. (See *Caution regarding forward-looking statements – Ability to sustain our dividend growth program through 2019* and *Section 10.7 Financing, debt requirements and returning cash to shareholders* in our 2017 annual MD&A.)
- On May 9, 2018, a second quarter dividend of \$0.5250 per share was declared on our issued and outstanding Common Shares, payable on July 3, 2018, to shareholders on record at the close of business on June 8, 2018. The second quarter dividend for 2018 reflects a cumulative increase of \$0.0325 per share or 6.6% from the \$0.4925 per share dividend paid in July 2017.
- In connection with the dividend declared during the first quarter of 2018, our dividend reinvestment and share purchase plan trustee purchased from Treasury approximately 0.4 million dividend reinvestment Common Shares for \$20 million, with no discount applicable.

#### **Purchase Common Shares**

- During the three-month period ended March 31, 2018, we did not repurchase or cancel any shares pursuant to our NCIB.

#### **Use proceeds from securitized trade receivables (Short-term borrowings), bank facilities and commercial paper as needed, to supplement free cash flow and meet other cash requirements**

- Our issued and outstanding commercial paper was \$843 million at March 31, 2018, all of which was denominated in U.S. dollars (US\$654 million), compared to \$1,140 million (US\$908 million) at December 31, 2017, and \$1,122 million (US\$844 million) at March 31, 2017.
- Our net draws on the TELUS International (Cda) Inc. credit facility were \$441 million (\$433 million net of unamortized issue costs) at March 31, 2018, compared to \$346 million (\$339 million net of unamortized issue costs) at December 31, 2017, and \$305 million (\$298 million net of unamortized issue costs) at March 31, 2017. The credit facility is non-recourse to TELUS Corporation.
- Proceeds from securitized trade receivables were \$100 million at March 31, 2018, (December 31 and March 31, 2017 – \$100 million).

#### **Maintain compliance with financial objectives**

- Maintain investment grade credit ratings in the range of BBB+ or the equivalent – On May 10, 2018, investment grade credit ratings from the four rating agencies that cover TELUS were in the desired range. (See *Section 7.8 Credit ratings*.)
- Net debt to EBITDA – excluding restructuring and other costs ratio of 2.00 to 2.50 times – As measured at March 31, 2018, the ratio was 2.71 times. Excluding the effects of implementing IFRS 9 and IFRS 15, the net debt to EBITDA – excluding restructuring and other costs ratio was 2.77 times at March 31, 2018, outside of the objective range, primarily due to the funding of spectrum licences acquired in wireless spectrum auctions held during 2014 and 2015, and the elevated strategic capital investments in our fibre-optic network. We expect these ratios to decline in 2018 and we continue to expect them to return to within the objective range in the medium term, consistent with our long-term strategy. (See *Section 7.5 Liquidity and capital resource measures*.)
- Dividend payout ratio of 65 to 75% of net earnings per share on a prospective basis – Our objective range is on a prospective basis. The dividend payout ratio we present in this MD&A is a historical measure utilizing the last four quarters of dividends declared and earnings per share, and is disclosed for illustrative purposes in evaluating our target guideline. As at March 31, 2018, the historical ratio was 76% and the adjusted historical ratio was 76%. Excluding the effects of implementing IFRS 9 and IFRS 15, the historical ratio of 82% and the adjusted historical ratio of 82% exceeded the objective range; however, we currently expect that we will be within our target guideline when considered on a prospective basis within the medium term. (See *Section 7.5 Liquidity and capital resource measures*.)
- Generally maintain a minimum of \$1 billion in unutilized liquidity – As at March 31, 2018, our unutilized liquidity was approximately \$1.4 billion. (See *Section 7.6 Credit facilities*.)

## 4.4 Changes in internal control over financial reporting

### **Disclosure controls and procedures**

There were no changes in internal control over financial reporting that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

## 5. Discussion of operations

This section contains forward-looking statements, including those with respect to average billing per subscriber unit per month (ABPU) and average revenue per subscriber unit per month (ARPU) growth, wireless trends regarding loading and retention spending, high-speed Internet subscriber growth, and various future trends. To support the transition to the new accounting standard, we believe ABPU provides management, investors and analysts with useful information to assess and evaluate our performance excluding the effects of implementing IFRS 15. ABPU represents the average monthly wireless network revenue derived from monthly service plan, roaming and usage charges as well as monthly repayments of the outstanding device balance owing from customers on contract (see *Section 11.2 Operating indicators*). There can be no assurance that we have accurately identified these trends based on past results or that these trends will continue. See *Caution regarding forward-looking statements* at the beginning of this MD&A.

### 5.1 General

A significant judgment we make is in respect of distinguishing between our wireless and wireline operations and cash flows (and this extends to allocations of both direct and indirect expenses and of capital expenditures). The clarity of such distinction has been increasingly affected by the convergence and integration of our wireless and wireline telecommunications infrastructure and technology. The continued build-out of our technology-agnostic fibre-optic infrastructure, in combination with converged edge technology, has significantly affected this judgment, as has the commercialization of fixed-wireless telecommunications solutions for customers and the consolidation of our non-customer facing operations. As a result, it has become increasingly impractical and difficult to objectively and clearly distinguish between our wireless and wireline operations and cash flows. As we do not currently aggregate operating segments, our reportable segments as at March 31, 2018 are also wireless and wireline. Segmented information in *Note 5* of the interim consolidated financial statements is regularly reported to our Chief Executive Officer (CEO) (our chief operating decision-maker).

We applied IFRS 9 and IFRS 15, both with a transition date of January 1, 2018 with retrospective application. Refer to *Section 8.2 Accounting policy developments* in this MD&A and *Note 2* of the interim consolidated financial statements for further information. In the following table, results for the 2016 periods do not include the application of IFRS 9 or IFRS 15.

## 5.2 Summary of consolidated quarterly results and trends

### Summary of quarterly results

	2018 Q1	2017 Q4	2017 Q3	2017 Q2	2017 Q1	2016 Q4	2016 Q3	2016 Q2
(\$ millions, except per share amounts)	<i>Applying IFRS 9 and IFRS 15</i>					<i>Excluding IFRS 9 and IFRS 15</i>		
<b>Operating revenues</b>	<b>3,377</b>	3,541	3,404	3,280	3,183	3,305	3,238	3,148
<b>Operating expenses</b>								
Goods and services purchased <sup>1</sup>	<b>1,408</b>	1,635	1,522	1,423	1,324	1,574	1,426	1,331
Employee benefits expense <sup>1</sup>	<b>700</b>	683	638	649	624	962	681	628
Depreciation and amortization	<b>550</b>	564	547	526	532	533	515	499
Total operating expenses	<b>2,658</b>	2,882	2,707	2,598	2,480	3,069	2,622	2,458
<b>Operating income</b>	<b>719</b>	659	697	682	703	236	616	690
Financing costs	<b>156</b>	144	149	142	138	134	129	134
<b>Income before income taxes</b>	<b>563</b>	515	548	540	565	102	487	556
Income taxes	<b>151</b>	161	142	144	143	15	132	140
<b>Net income</b>	<b>412</b>	354	406	396	422	87	355	416
<b>Net income attributable to Common Shares</b>	<b>410</b>	353	403	389	414	81	348	416
<b>Net income per Common Share:</b>								
Basic earnings per share (EPS)	<b>0.69</b>	0.59	0.68	0.66	0.70	0.14	0.59	0.70
Adjusted basic EPS <sup>2</sup>	<b>0.73</b>	0.66	0.70	0.70	0.71	0.53	0.65	0.70
Diluted EPS	<b>0.69</b>	0.59	0.68	0.66	0.70	0.14	0.59	0.70
<b>Dividends declared per Common Share</b>	<b>0.5050</b>	0.5050	0.4925	0.4925	0.48	0.48	0.46	0.46
<b>Additional information:</b>								
EBITDA <sup>2</sup>	<b>1,269</b>	1,223	1,244	1,208	1,235	769	1,131	1,189
Restructuring and other costs <sup>2</sup>	<b>34</b>	54	23	36	4	348	60	23
Gains on the exchange of wireless spectrum licences	—	—	—	—	—	—	—	15
(Net losses and equity losses) net gains and equity income from real estate joint venture developments	—	(2)	—	3	—	7	10	9
MTS net recovery <sup>3</sup>	—	21	—	—	—	—	—	—
Adjusted EBITDA <sup>2</sup>	<b>1,303</b>	1,258	1,267	1,241	1,239	1,110	1,181	1,188
Cash provided by operating activities	<b>838</b>	979	1,133	1,126	709	732	1,032	892
Free cash flow <sup>2</sup>	<b>443</b>	274	215	260	217	(191)	98	126

1 Goods and services purchased and Employee benefits expense amounts include restructuring and other costs.

2 See Section 11.1 Non-GAAP and other financial measures.

3 Refer to our 2017 annual MD&A for definition.

### Trends

The trend of year-over-year increases in consolidated revenue reflects: (i) wireless network revenue generated from growth in our subscriber base, ABPU and ARPU; and (ii) wireline data service revenue, including customer care and business services (CCBS) outsourcing (formerly business process outsourcing), Internet and enhanced data, TELUS TV services and TELUS Health revenues. Increased Internet and TV service revenues are being generated by subscriber growth and higher Internet revenue per customer. Year-over-year wireless equipment revenues generally increased from higher retention and gross loading volumes. For additional information on wireless and wireline revenue and subscriber trends, see Section 5.4 Wireless segment and Section 5.5 Wireline segment.

The trend of year-over-year increases in Goods and services purchased expense reflects higher equipment expenses associated with increased postpaid gross additions and retention volumes, increasing wireless and wireline customer service, roaming, and external labour expenses to support growth in our subscriber base; and increased wireline TV costs of sales associated with a growing subscriber base.

The general trend of year-over-year increases in net Employee benefits expense reflects increases in the number of employees resulting from acquisitions to support CCBS outsourcing revenue growth and expand our TELUS Health offerings. This was partly offset by moderating wages and salaries resulting from reductions in the number of full-time equivalent (FTE) domestic employees associated with cost efficiency and effectiveness programs.

The trend of year-over-year increases in Depreciation and amortization reflects increases due to growth in capital assets, which is supporting the expansion of our broadband footprint and enhanced long-term evolution (LTE) network

coverage, and growth in business acquisitions. The investments in our fibre-optic technology also support our small-cell technology strategy to improve coverage and capacity while preparing for a more efficient and timely evolution to 5G.

The trend of year-over-year increases in Financing costs reflects an increase in long-term debt outstanding, mainly associated with our generational investments in fibre to homes and businesses and our wireless technology, and the significant investments in wireless spectrum licences acquired during auctions in 2014 and 2015. Financing costs are net of capitalized interest, which was related to spectrum licences acquired during the wireless spectrum licence auctions. Capitalization of interest ceased in the first quarter of 2017, as cell sites are now capable of utilizing those spectrum frequencies. Financing costs also include Employee defined benefit plans net interest expense. Additionally, for the eight periods shown, Financing costs include varying amounts of foreign exchange gains or losses and varying amounts of interest income.

The trend in Net income reflects the items noted above, as well as non-cash adjustments arising from legislated income tax changes and adjustments recognized in the current periods for income taxes of prior periods, including any related after-tax interest on reassessments. Historically, the trend in basic EPS has been impacted by the same trends as Net income and has also been impacted by share purchases under our normal course issuer bid programs. While a 12-month program is currently in place, there have been no such purchases under the program which commenced in November 2017.

The general trend of year-over-year increases in Cash provided by operating activities reflects generally higher consolidated Adjusted EBITDA and a decrease in year-over-year income tax payments in 2017 and into 2018, consistent with our assumption described in *Section 9.3* of our 2017 annual MD&A. This trend was reduced by increased interest payments arising from increases in debt outstanding, offset by lower fixed-term interest rates. The trend of year-over-year increases in free cash flow reflects the above factors affecting Cash provided by operating activities. Free cash flow was impacted by the increases in capital expenditures in 2017 as we connected more homes and business directly to fibre and have now reached 51% of our Optik TV footprint at the end of the first quarter of 2018. For further discussion on these trends, see *Section 5.4 Wireless segment* and *Section 5.5 Wireline segment*.

The following table provides a reconciliation of consolidated EBITDA results to consolidated results excluding the effects of implementing IFRS 15.

**EBITDA – Reconciliation of consolidated IFRS 15 impacts**

Three-month periods ended March 31 (\$ millions)	2018	2017	Change
EBITDA	1,269	1,235	2.7 %
Effects of contract asset, acquisition and fulfilment	18	26	(30.8)%
EBITDA – excluding IFRS 15 impacts	1,287	1,261	2.1 %
Add back restructuring and other costs – excluding IFRS 15 impacts	38	4	n/m
Adjusted EBITDA <sup>1</sup> – excluding IFRS 15 impacts	1,325	1,265	4.7 %

1 See description under *EBITDA* in *Section 11.1 Non-GAAP and other financial measures*.

See *Section 5.4 Wireless segment* and *Section 5.5 Wireline segment* for additional details.

### 5.3 Consolidated operations

The following is a discussion of our consolidated financial performance. Segment information in *Note 5* of the interim consolidated financial statements is regularly reported to our CEO. We discuss the performance of our segments in *Section 5.4 Wireless segment*, *Section 5.5 Wireline segment* and *Section 7.3 Cash used by investing activities*.

**Operating revenues**

	2018	2017	Change
Three-month periods ended March 31 (\$ in millions)	Applying IFRS 9 and IFRS 15 (2017 adjusted)		
Service	2,886	2,762	4.5%
Equipment	465	408	14.0%
Revenues arising from contracts with customers	3,351	3,170	5.7%
Other operating income	26	13	100.0%
Operating revenues	3,377	3,183	6.0%

Consolidated operating revenues increased by \$194 million in the first quarter of 2018.



- **Service revenues** increased by \$124 million in the first quarter of 2018, primarily reflecting growth in wireless network revenue, wireline data services, partly offset by the continuing decline in wireline voice revenues. Wireless network revenue reflects a growing wireless subscriber base and, to a lesser extent, revenues related to postpaid subscribers we acquired from the MTS acquisition. The increase in wireline data service revenue reflects increased CCBS outsourcing revenue growth primarily due to growth in business volumes from recent acquisitions. Wireline data services revenue also reflects increases in Internet and enhanced data service, TELUS TV and revenue from our recently acquired home security line of business. Internet and TV revenues increased due to subscriber growth, as well as higher Internet revenue per customer.
- **Equipment revenues** increased by \$57 million in the first quarter of 2018, primarily due to increased wireless revenue from increases in retention volumes and postpaid gross additions. Excluding the effects of implementing IFRS 15, equipment revenues would have increased by \$19 million, or 12.0%. See *Note 2(c)* of the interim consolidated financial statements.
- **Other operating income** increased by \$13 million in the first quarter of 2018, primarily due to higher net gains in the current period than in the comparable period from the sale of certain assets, as well as property, plant and equipment.

#### Operating expenses

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Goods and services purchased	1,408	1,324	6.3%
Employee benefits expense	700	624	12.2%
Depreciation	411	402	2.2%
Amortization of intangible assets	139	130	6.9%
Operating expenses	2,658	2,480	7.2%

Consolidated operating expenses increased by \$178 million in the first quarter of 2018.

- **Goods and services purchased** increased by \$84 million in the first quarter of 2018, reflecting increased costs associated with higher wireless gross loading and retention volumes, higher handset costs, increased roaming costs, higher non-labour restructuring and other costs, and increased external labour to support a growing subscriber base.
- **Employee benefits expense** increased by \$76 million in the first quarter of 2018 due to higher compensation and benefits from an increase in the number of employees from acquisitions supporting growing TELUS International and TELUS Health, as well as higher employee-related restructuring and other costs driven by efficiency initiatives in the quarter. This was partly offset by lower compensation and benefit costs from a decrease in the number of domestic full-time equivalents (FTEs), excluding acquisitions, and higher capitalized labour costs.
- **Depreciation** increased by \$9 million in the first quarter of 2018 due to increased expenditures associated with capital assets over the last 12 months, including those arising from our fibre investment and business acquisitions, partially offset by lower asset retirements.
- **Amortization of intangible assets** increased by \$9 million in the first quarter of 2018, reflecting increased expenditures associated with the intangible asset base, including those arising from business acquisitions.

#### Adjusted EBITDA

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Wireless Adjusted EBITDA (see <i>Section 5.4</i> )	846	798	6.0 %
Wireline Adjusted EBITDA (see <i>Section 5.5</i> )	457	441	3.7 %
Adjusted EBITDA	1,303	1,239	5.2 %

Adjusted EBITDA increased by \$64 million or 5.2% in the first quarter of 2018. The increase reflects growth in wireless network revenues and increased wireline data revenues, partially offset by: (i) increased costs associated with higher wireless gross loading and retention volumes; and (ii) increased employee benefits expense from an increase in the number of employees from acquisitions.

**Operating income**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Wireless EBITDA (see Section 5.4)	836	797	4.9 %
Wireline EBITDA (see Section 5.5)	433	438	(1.2)%
EBITDA	1,269	1,235	2.7 %
Depreciation and amortization (discussed above)	(550)	(532)	3.4 %
Operating income	719	703	2.3 %

Operating income increased by \$16 million in the first quarter of 2018, while EBITDA increased by \$34 million in the first quarter of 2018. These increases reflect wireless network revenue growth driven by a larger customer base, in addition to growth in wireline data service margins, partly offset by increased costs associated with higher wireless gross loading and retention volumes, and higher wireline restructuring and other costs from efficiency initiatives.

**Financing costs**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Interest expense	150	142	5.6%
Employee defined benefit plans net interest	4	1	n/m
Interest income	(2)	—	n/m
Foreign exchange losses (gains)	4	(5)	n/m
Financing costs	156	138	13.0%

Financing costs increased by \$18 million in the first quarter of 2018, mainly due to the following factors:

- **Interest expense** increased by \$8 million in the first quarter of 2018, primarily due to the increase in average long-term debt balances outstanding, in addition to an increase in the effective interest rate. Our weighted average interest rate on long-term debt (excluding commercial paper and the revolving component of the TELUS International (Cda) Inc. credit facility) was 4.22% at March 31, 2018, as compared to 4.16% one year earlier. (See *Long-term debt issues and repayments* in Section 7.4.)
- **Employee defined benefit plans net interest** increased by \$3 million in the first quarter of 2018, primarily due to the increase in the defined benefit plan deficit at December 31, 2017, to \$334 million, from \$79 million one year earlier, partly offset by a decrease in the discount rate.
- **Foreign exchange losses (gains)** have fluctuated as a result of relevant movement of the Canadian dollar relative to the U.S. dollar.

**Income taxes**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions, except tax rates)			
Income taxes computed at applicable statutory rates	152	150	1.3 %
Other	(1)	(7)	(85.7)%
Income taxes	151	143	5.6 %
Income taxes computed at applicable statutory rates (%)	27.0	26.5	0.5 pts.
Effective tax rates (%)	26.8	25.3	1.5 pts.

Total income tax expense increased by \$8 million in the first quarter of 2018, primarily due to an increase in the B.C. corporate income tax rate, in addition to an increased portion of income earned in Canada.

**Comprehensive income**

	<b>2018</b>	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Net income	<b>412</b>	422	(2.4)%
Other comprehensive income (loss) (net of income taxes):			
Items that may be subsequently reclassified to income	<b>(11)</b>	(6)	83.3 %
Item never subsequently reclassified to income	<b>(43)</b>	66	n/m
Comprehensive income	<b>358</b>	482	(25.7)%

Comprehensive income decreased by \$124 million in the first quarter of 2018, primarily due to changes in employee defined benefit plans re-measurement amounts in addition to a decrease in Net income. Items that may be subsequently reclassified to income are composed of changes in the unrealized fair value of derivatives designated as cash flow hedges and foreign currency translation adjustments arising from translating financial statements of foreign operations. Items never subsequently reclassified to income are composed of changes in the measurement of investment financial assets and employee defined benefit plans re-measurement amounts.

**5.4 Wireless segment****Wireless trends and seasonality**

The historical trend over the last eight quarters in wireless network revenue reflects growth in our subscriber base, ABPU and ARPU. This growth was coupled with higher-value smartphones in the sales mix. There was a general increase in wireless equipment revenues from higher renewal volumes. The general trend of year-over-year increases in subscriber net additions resulted from the success of our promotions, including marketing efforts focused on higher-value postpaid and smartphone loading, coupled with the effects of market growth arising from a growing population, changing population demographics and an increasing number of customers with multiple activated devices. Although there have historically been significant third and fourth quarter seasonal effects that result in increased loading, competitive intensity in both the consumer and business markets may impact subscriber addition results and trends for future periods.

Wireless ABPU increased in 2017 due to an emphasis on marketing and increased mix of higher-rate plans, including our Premium Plus plans launched in June 2016, and a higher mix of data share plans which are at higher rates. This was partly offset by competitive pressures driving larger allotments of data provided in rate plans, including data sharing and international data roaming features and plans, consumer behavioural response to increased frequency of customer data usage notifications, and offloading of data traffic to increasingly available Wi-Fi hotspots. The level of ABPU is highly dependent on competitive pressures, including promotional activity and resulting reactions to those pressures and promotions. The economic environment, consumer behaviour, the regulatory environment, device selection and other factors also impact ABPU, and as a consequence, there cannot be assurance that ABPU growth will continue to materialize.

In terms of seasonality, wireless ABPU has historically experienced seasonal sequential increases in the second and third quarters, reflecting higher levels of usage and roaming in the spring and summer, followed by historical seasonal sequential declines in the fourth and first quarters. This seasonal effect on ABPU has moderated, as unlimited nationwide voice plans have become more prevalent and chargeable voice and long distance usage spikes have become less pronounced. In addition, customers are opting for higher-capacity data plans with higher base prices and benefiting from flexible data top-up features, resulting in less variability in chargeable data usage but higher monthly recurring revenue. Historically, the third and fourth quarter seasonal effects described above have reflected higher wireless subscriber additions, an increase in related acquisition incentives and equipment sales, and higher retention incentives due to contract renewals in those quarters. Historically, retention incentives have increased during periods of heightened marketing activity and have coincided with the maturation of contracts that reflect seasonal subscriber additions and renewals in previous periods. These impacts can be more pronounced around popular device launches and seasonal promotional events, such as back to school, Black Friday and the Christmas holiday season. Subscriber additions have generally been lowest in the first quarter. The fourth quarter of 2016 included the immediately vesting transformative compensation expense.

The trend of year-over-year improvements in our average monthly postpaid subscriber churn reflects our customers first efforts and our retention programs. We may experience pressure on our postpaid subscriber churn if the level of competitive intensity increases, in part due to increased promotional activity, if there is an increase in customers on expired contracts, or there is an increase in customers bringing their own devices and therefore not entering into new contracts. Accordingly, our wireless segment historical operating results and trends may not be reflective of results and trends for future periods.

**Wireless operating indicators**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
At March 31			
<b>Subscribers<sup>1</sup></b> (000s):			
Postpaid	<b>8,026</b>	7,594	5.7 %
Prepaid	<b>890</b>	982	(9.4)%
Total	<b>8,916</b>	8,576	4.0 %
Postpaid proportion of subscriber base (%)	<b>90.0</b>	88.5	1.5 pts.
HSPA+ population coverage <sup>2</sup> (millions)	<b>36.7</b>	36.1	1.7 %
LTE population coverage <sup>2</sup> (millions)	<b>36.6</b>	36.0	1.7 %
Three-month periods ended March 31	<b>2018</b>	2017	Change
<b>Subscriber gross additions<sup>1</sup></b> (000s):			
Postpaid	<b>244</b>	225	8.4 %
Prepaid	<b>64</b>	70	(8.6)%
Total	<b>308</b>	295	4.4 %
<b>Subscriber net additions<sup>1</sup></b> (000s):			
Postpaid	<b>48</b>	44	9.1 %
Prepaid	<b>(43)</b>	(53)	18.9 %
Total	<b>5</b>	(9)	n/m
ABPU, per month <sup>1,3</sup> (\$)	<b>66.51</b>	65.53	1.5 %
ARPU, per month <sup>1,3</sup> (\$)	<b>55.55</b>	55.50	0.1 %
<b>Churn, per month<sup>1,2</sup></b> (%)			
Blended	<b>1.14</b>	1.18	(0.04)pts.
Postpaid	<b>0.95</b>	0.93	0.02 pts.

- 1 Effective April 1, 2017, postpaid subscribers, total subscribers and associated operating statistics (gross additions, net additions, ABPU, ARPU and churn) were adjusted to include an estimated migration of 85,000 MTS subscribers in the opening subscriber balances. Subsequent to this, on October 1, 2017, total subscribers and associated operating statistics were adjusted to reduce estimated migrations of MTS subscribers by 11,000 to 74,000. Cumulative subscriber connections also include an April 1, 2017 adjustment to remove approximately 19,000 prepaid and 25,000 postpaid subscriptions from the respective subscriber bases, primarily due to our national CDMA network shutdown.
- 2 Including network access agreements with other Canadian carriers.
- 3 See *Section 11.2 Operating indicators*. These are industry measures useful in assessing operating performance of a wireless company, but are not measures defined under IFRS-IASB.

**Operating revenues – Wireless segment**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Network revenue	<b>1,472</b>	1,415	4.0 %
Equipment and other service revenues	<b>411</b>	355	15.8 %
Revenues arising from contracts with customers	<b>1,883</b>	1,770	6.4 %
Other operating income	<b>7</b>	2	n/m
External operating revenues	<b>1,890</b>	1,772	6.7 %
Intersegment revenues	<b>11</b>	11	— %
Wireless operating revenues	<b>1,901</b>	1,783	6.6 %

Total wireless operating revenues increased by \$118 million in the first quarter of 2018.

**Network revenue** from external customers increased by \$57 million in the first quarter of 2018. Network revenue increased by 4.0%, reflecting: (i) growth in the subscriber base, including subscribers we acquired from MTS on April 1, 2017; and (ii) a larger proportion of customers selecting plans with larger data buckets or periodically topping up their data buckets. These were partly offset by declining chargeable data usage and the competitive environment putting pressure on base rate plan increases.

- **Monthly ABPU** was \$66.51 in the first quarter of 2018, an increase of \$0.98 or 1.5%, reflecting a higher proportion of higher-value postpaid and smartphone customers in the subscriber mix. **Monthly ARPU** was \$55.55 in the first quarter of 2018.

- **Gross subscriber additions** were 308,000 in the first quarter of 2018, reflecting an increase of 13,000 in the first quarter of 2018. Postpaid gross additions increased by 19,000 due to the success of promotions and our marketing efforts focused on higher-value postpaid and smartphone loading, and demographic shifts as the Canadian population grows, partly offset by competitive intensity. Prepaid gross activations decreased by 6,000, resulting mainly from increased competitive intensity.
- Our **monthly postpaid subscriber churn rate** was 0.95% in the first quarter of 2018, as compared to 0.93% one year earlier. The continuing low postpaid subscriber churn rate during the first quarter of 2018 reflects our focus on executing customers first initiatives and retention programs, partly offset by incremental deactivations from competitive intensity. In January 2018, our postpaid subscriber churn rate was affected by the continuation of aggressive holiday offers. In both February and March 2018, our postpaid subscriber churn rate was below 0.90%. Our blended monthly subscriber churn rate was 1.14% in the first quarter of 2018, as compared to 1.18% one year earlier. The improvement in our blended subscriber churn rate in the first quarter of 2018 reflects the improvements in prepaid churn rates, as well as an increase in the mix of postpaid subscribers versus prepaid subscribers in our subscriber base.
- **Net subscriber additions** reflect postpaid net additions of 48,000 in the first quarter of 2018, compared to 44,000 one year earlier, while our prepaid subscriber base decreased by 43,000 in the first quarter of 2018, as compared to a decrease of 53,000 in the first quarter of 2017. Net subscriber additions reflect the factors affecting gross subscriber additions as described above. Total net subscriber additions were 5,000 in the first quarter of 2018, reflecting a year-over-year improvement of 14,000 due to lower blended monthly churn and higher postpaid gross additions.

**Equipment and other service revenues** increased by \$56 million in the first quarter of 2018, mainly due to higher retention volumes and postpaid gross additions, and an increase in higher-valued smartphones in the sales mix. Equipment revenues with the implementation of IFRS 15 are allocated a much larger portion of bundle revenues, particularly for our Wireless segment, as, in contrast to the accounting principles that were superseded, IFRS 15 does not constrain the measurement of equipment revenue in bundled arrangements to amounts that are received at the time of activation of handsets. The measurement of equipment revenue and service revenue is determined by allocating the minimum transaction price (the "minimum spend" amount required in a contract with a customer) based upon the stand-alone selling prices of the contracted equipment and services included in the minimum transaction price. For clarity, the application of IFRS 15 does not affect our cash flows from operations or the underlying economics of our relationships with customers. See *Note 2(a), (c)* of the interim consolidated financial statements.

**Intersegment revenues** represent network services that are eliminated upon consolidation along with the associated wireline expenses.

#### Operating expenses – Wireless segment

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Goods and services purchased:			
Equipment sales expenses	418	366	14.2 %
Network operating expenses	200	196	2.0 %
Marketing expenses	83	84	(1.2)%
Other <sup>1</sup>	193	180	7.2 %
Employee benefits expense <sup>1</sup>	171	160	6.9 %
Wireless operating expenses	1,065	986	8.0 %

<sup>1</sup> Includes restructuring and other costs. See *Section 11.1 Non-GAAP and other financial measures*.

Wireless operating expenses increased by \$79 million in the first quarter of 2018.

**Equipment sales expenses** increased by \$52 million in the first quarter of 2018, reflecting an increase in postpaid gross additions, higher retention volumes, an increase in higher-value smartphones in the sales mix and increasing handset costs.

**Network operating expenses** increased by \$4 million in the first quarter of 2018, mainly due to increased roaming expenses.

**Marketing expenses** were relatively flat in the first quarter of 2018.

**Other goods and services purchased** increased by \$13 million in the first quarter of 2018, primarily due to an increase in administrative costs supporting the higher customer base and higher external labour.

**Employee benefits expense** increased by \$11 million in the first quarter of 2018, primarily due to higher labour-related restructuring costs from efficiency initiatives in the quarter.

#### EBITDA – Wireless segment

	2018	2017	Change
<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>			
Three-month periods ended March 31 (\$ in millions, except margins)			
EBITDA	836	797	4.9 %
Add back restructuring and other costs included in EBITDA	10	1	n/m
Adjusted EBITDA <sup>1</sup>	846	798	6.0 %
EBITDA margin (%)	44.0	44.7	(0.7)pts.
Adjusted EBITDA margin <sup>2</sup> (%)	44.5	44.7	(0.2)pts.

1 See description under *EBITDA* in *Section 11.1 Non-GAAP and other financial measures*.  
2 Adjusted EBITDA margin is Adjusted EBITDA divided by Operating revenues.

Wireless EBITDA increased by \$39 million or 4.9% in the first quarter of 2018. Wireless Adjusted EBITDA increased by \$48 million or 6.0% in the first quarter of 2018, reflecting network revenue growth driven by a larger customer base, including the subscribers we acquired from MTS, and an improvement in equipment margins, partly offset by higher administrative costs and increased customer support costs due to growth in the subscriber base and increased network operating expenses.

The following table provides a reconciliation of wireless EBITDA results to wireless results excluding the effects of implementing IFRS 15.

#### EBITDA – Wireless segment - Reconciliation of IFRS 15 impacts

Three-month periods ended March 31 (\$ millions)	2018	2017	Change
EBITDA	836	797	4.9 %
Effects of contract asset, acquisition and fulfilment	15	23	(34.8)%
EBITDA – excluding IFRS 15 impacts	851	820	3.8 %
Add back restructuring and other costs – excluding IFRS 15 impacts	14	1	n/m
Adjusted EBITDA <sup>1</sup> – excluding IFRS 15 impacts	865	821	5.2 %

1 See description under *EBITDA* in *Section 11.1 Non-GAAP and other financial measures*.

For the period, EBITDA growth including the effects of IFRS 15 was greater than that without due to stronger postpaid loading in the first quarter of 2018 as compared to one year earlier, due to equipment revenue largely reflecting the full subsidized selling price of the contracted handset when the customer received the handset. We believe that with the implementation of IFRS 15, the free cash flow metric should be closely monitored, as the current EBITDA result could exaggerate the underlying cash economics under the new accounting standard in periods related to high promotional activity. Although an entity's EBITDA results may look favourable in periods of strong loading, the cash costs of that loading (cost of acquisition and retention spend) need to be identified so as to determine what the trade-off was between current equipment revenue and future network revenue (and related ARPU).

## 5.5 Wireline segment

### Wireline trends

The trend over the last eight quarters of increasing wireline service revenue reflects growth in high-speed Internet and enhanced data services, CCBS outsourcing services, TELUS TV revenues and TELUS Health revenues, and is partly offset by declining wireline voice revenues and equipment revenues. The increases in Internet and TV service revenues are being generated by subscriber growth and higher Internet revenue per customer resulting from upgrades to faster speeds and larger data usage rate plans. Growth rates of CCBS outsourcing services reflect acquisition growth and moderating organic growth, and we expect continued revenue growth. The general trend of increasing TELUS Health revenues has been driven by organic growth and through acquisitions. The trend of declining wireline voice revenues is due to technological substitution, greater use of inclusive long distance coupled with lower long distance minutes used, and continuing intensification of competition in the small and medium-sized business market, as well as impacts of the economic slowdown in previous quarters, particularly in Alberta, which were more prominent in the business markets for voice.

We expect continued high-speed Internet subscriber base growth as the economy grows and as we continue our investments in expanding our fibre-optic network. TELUS TV subscriber base growth has moderated due to a declining overall market for paid TV services resulting from changing consumer habits, the high rate of market penetration and increased competitive intensity, including from over-the-top (OTT) services. Residential network access line (NAL) losses continue to reflect the ongoing trend of substitution to wireless and Internet-based services.

**Wireline operating indicators**

At March 31 (000s)	2018	2017	Change
<b>Subscriber connections:</b>			
High-speed Internet subscribers	1,765	1,686	4.7 %
TELUS TV subscribers	1,104	1,070	3.2 %
Residential NALs	1,282	1,351	(5.1)%
Total wireline subscriber connections	4,151	4,107	1.1 %
<b>Three-month periods ended March 31 (000s)</b>	<b>2018</b>	<b>2017</b>	<b>Change</b>
<b>Subscriber connection net additions (losses):</b>			
High-speed Internet	22	24	(8.3)%
TELUS TV	6	7	(14.3)%
Residential NALs	(16)	(23)	30.4 %
Total wireline subscriber connection net additions	12	8	50.0 %

**Operating revenues – Wireline segment**

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ in millions)			
Data services	1,089	992	9.8 %
Voice services	281	316	(11.1)%
Other services and equipment	98	92	6.5 %
Revenues arising from contracts with customers	1,468	1,400	4.9 %
Other operating income	19	11	72.7 %
External operating revenues	1,487	1,411	5.4 %
Intersegment revenues	52	52	— %
Total operating revenues	1,539	1,463	5.1 %

Total wireline operating revenues increased by \$76 million in the first quarter of 2018.

- **Data services** revenues increased by \$97 million in the first quarter of 2018. The increase was primarily due to: (i) growth in CCBS outsourcing revenues primarily due to growth in business volumes from recent acquisitions; (ii) increased Internet and enhanced data service revenues resulting from a 4.7% increase in our high-speed Internet subscribers over the last 12 months, higher revenue per customer from upgrades to faster Internet speeds and larger data usage Internet rate plans, and certain rate changes; (iii) increased TELUS TV revenues resulting from 3.2% subscriber growth over the last 12 months and certain rate changes; (iv) an increase in equipment revenues in the business market; and (v) revenue from our recently acquired home security line of business. This growth was partly offset by the ongoing decline in legacy data services.
- **Voice services** revenues decreased by \$35 million in the first quarter of 2018. The decrease reflects the ongoing decline in legacy revenues from technological substitution, increased competition, greater use of inclusive long distance plans and lower long distance minutes of use, including lower wholesale volumes and price plan changes. We experienced a 5.1% decline in residential NALs over the last 12 months.
- **Other services and equipment** revenues increased by \$6 million in the first quarter of 2018, mainly due to higher voice equipment sales.
- **Wireline subscriber connection net additions** were 12,000 in the first quarter of 2018, reflecting an increase of 4,000 from the first quarter of 2017.
  - **Net additions of high-speed Internet subscribers** were 22,000 in the first quarter of 2018, relatively flat compared to net additions in the first quarter of 2017, due to consistent customer demand for our high-speed broadband services, including fibre to the premises. Our continued focus on connecting more homes and businesses directly to fibre (as we reached 51% of our current Optik TV footprint), expanding and enhancing our addressable high-speed Internet and Optik TV footprint, and bundling these services together contributed to combined Internet and TV subscriber growth of 113,000 over the last 12 months.
  - **Net additions of TELUS TV subscribers** were 6,000 in the first quarter of 2018, which was relatively flat compared to net additions in the first quarter of 2017. This reflects lower gross additions as the declining overall market for paid TV services has heightened competitive intensity in the market, including from OTT services, combined with a high rate of market penetration.

- **Residential NAL losses** were 16,000 in the first quarter of 2018, as compared to NAL losses of 23,000 in the first quarter of 2017. The residential NAL losses continue to reflect the trend of substitution to wireless and Internet-based services, as well as increased competition, partially mitigated by the success of our bundled service offerings, expanding fibre footprint and our customers first initiatives.

**Other operating income** increased by \$8 million in the first quarter of 2018, mainly due to higher net gains on sales of certain assets, partly offset by a decrease in amounts recognized from the regulatory price cap deferral account for provisioning broadband Internet services to eligible rural and remote communities.

**Intersegment revenues** represent services provided to the wireless segment. Such revenue is eliminated upon consolidation together with the associated expenses in wireless.

#### Operating expenses – Wireline segment

	2018	2017	Change
Three-month periods ended March 31 (\$ in millions)	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Goods and services purchased <sup>1</sup>	577	561	2.9 %
Employee benefits expense <sup>1</sup>	529	464	14.0 %
Wireline operating expenses	1,106	1,025	7.9 %

1 Includes restructuring and other costs. See Section 11.1 Non-GAAP and other financial measures.

Total wireline operating expenses increased by \$81 million in the first quarter of 2018.

**Goods and services purchased** increased by \$16 million in the first quarter of 2018, primarily due to increased external labour related to acquisitions and new systems implementation in TELUS International, and higher TV content costs mainly driven by higher numbers of TV subscribers, partly offset by lower administrative costs.

**Employee benefits expense** increased by \$65 million in the first quarter of 2018, mainly due to higher compensation and benefits from an increase in the number of employees from acquisitions supporting growing TELUS International and TELUS Health, and higher labour-related restructuring costs from efficiency initiatives in the quarter. These increases were partly offset by a decrease in the number of domestic FTEs, excluding acquisitions, and higher capitalized labour costs, including contract acquisition and fulfilment costs.

#### EBITDA – Wireline segment

	2018	2017	Change
Three-month periods ended March 31 (\$ in millions, except margins)	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
EBITDA	433	438	(1.2)%
Add back restructuring and other costs included in EBITDA	24	3	n/m
Adjusted EBITDA <sup>1</sup>	457	441	3.7 %
EBITDA margin (%)	28.1	29.9	(1.8)pts.
Adjusted EBITDA margin <sup>2</sup> (%)	29.7	30.1	(0.4)pts.

1 See description under *EBITDA* in Section 11.1 Non-GAAP and other financial measures.

2 Adjusted EBITDA margin is Adjusted EBITDA divided by Operating revenues.

Wireline EBITDA decreased by \$5 million or 1.2% in the first quarter of 2018. Wireline Adjusted EBITDA increased by \$16 million or 3.7% in the first quarter of 2018 due to growth in data service margins (including Internet, TELUS Health services, and TELUS TV) and an increase in other operating income, partly offset by higher employee benefits expense, higher external labour, TV content costs and the continued declines in legacy voice services.

The following table provides a reconciliation of wireline EBITDA results to wireline results excluding the effects of implementing IFRS 15.

#### EBITDA – Wireline segment - Reconciliation of IFRS 15 impacts

Three-month periods ended March 31 (\$ millions)	2018	2017	Change
EBITDA	433	438	(1.2)%
Effects of contract asset, acquisition and fulfilment	3	3	— %
EBITDA – excluding IFRS 15 impacts	436	441	(1.1)%
Add back restructuring and other costs – excluding IFRS 15 impacts	24	3	n/m
Adjusted EBITDA <sup>1</sup> – excluding IFRS 15 impacts	460	444	3.7 %

1 See description under *EBITDA* in Section 11.1 Non-GAAP and other financial measures.



The year-over-year EBITDA change including the effects of IFRS 15 is comparable to that excluding the application of IFRS 15 as the effects of contract asset, acquisition and fulfilment are less pronounced in our wireline segment compared to our wireless segment as there is a lower proportion of contracted subscribers within our wireline segment. There are some small deferral of costs related to fulfilment of certain large contracts required under IFRS 15. The effects of contract asset, acquisition and fulfilment will vary with the composition of customer deliverables and composition of promotional activities; the aggregate effect was unchanged year-over-year.

## 6. Changes in financial position

Financial position at: (\$ millions)	Mar. 31 2018 <i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	Dec. 31 2017	Change (\$ millions) (%)		Change includes:
<b>Current assets</b>					
Cash and temporary investments, net	415	509	(94)	(18.5)%	See <i>Section 7 Liquidity and capital resources</i>
Accounts receivable	1,449	1,614	(165)	(10.2)%	A decrease in roaming revenue accruals, as well as receipt of vendor credits and refund for MTS subscribers not migrated to TELUS
Income and other taxes receivable	15	96	(81)	(84.4)%	A decrease due to refunds received as well as timing of income tax expense compared to the required payment of instalments
Inventories	347	380	(33)	(8.7)%	A decrease in wireless handset inventory
Contract assets	757	757	—	— %	Refer to description in non-current assets
Prepaid expenses	614	493	121	24.5 %	Increased due to the annual prepayment of statutory employee benefits, maintenance contracts, property taxes and wireless spectrum license fees, net of amortization
Current derivative assets	26	18	8	44.4 %	An increase in the nominal amounts of U.S. currency hedging items.
<b>Current liabilities</b>					
Short-term borrowings	100	100	—	— %	See <i>Section 7.7 Sale of trade receivables</i>
Accounts payable and accrued liabilities	2,054	2,460	(406)	(16.5)%	A decrease in payroll and other employee-related liabilities and the timing of accounts payable associated with lower capital expenditures and wireless handset inventory purchases. See <i>Note 23</i> of the interim consolidated financial statements
Income and other taxes payable	38	34	4	11.8 %	Current income tax expense exceeded required instalments made during the year
Dividends payable	299	299	—	— %	—
Advance billings and customer deposits	624	632	(8)	(1.3)%	A decrease in advance billings due to a lower number of wireless handsets shipped to external distribution channels. See <i>Note 24</i> of the interim consolidated financial statements
Provisions	69	78	(9)	(11.5)%	Payments of restructuring disbursements exceeded new restructuring provisions. See <i>Note 25</i> of the interim consolidated financial statements
Current maturities of long-term debt	852	1,404	(552)	(39.3)%	A decrease in outstanding commercial paper and maturation of \$250 of our 1.50% Notes, Series CS in March 2018
Current derivative liabilities	6	33	(27)	(81.8)%	A decrease in the nominal amounts of U.S. currency hedging items.
<b>Working capital</b> (Current assets subtracting Current liabilities)	(419)	(1,173)	754	64.3 %	TELUS normally has a negative working capital position. See <i>Financing and capital structure management plans</i> in <i>Section 4.3</i> and the <i>Liquidity risk</i> discussion in <i>Section 7.9</i> .

Financial position at: (\$ millions)	Mar. 31 2018 <i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	Dec. 31 2017	Change (\$ millions) (%)		Change includes:
<b>Non-current assets</b>					
Property, plant and equipment, net	11,482	11,368	114	1.0 %	See <i>Capital expenditures</i> in Section 7.3 <i>Cash used by investing activities</i> and <i>Depreciation</i> in Section 5.3
Intangible assets, net	10,754	10,658	96	0.9 %	See <i>Capital expenditures</i> in Section 7.3 <i>Cash used by investing activities</i> and <i>Amortization of intangible assets</i> in Section 5.3
Goodwill, net	4,569	4,236	333	7.9 %	Acquisitions including a customer care and business services outsourcing company and a security business
Contract assets	377	396	(19)	(4.8)%	The accumulated effect of contract assets being amortized over the life of the customer contract exceeded the effect of net new customer contracts acquired in the period.
Other long-term assets	480	528	(48)	(9.1)%	A decrease in pension and post-retirement assets resulting from the actual return being less than the financial assumptions.
<b>Non-current liabilities</b>					
Provisions	726	511	215	42.1 %	Increased due to written put options in connection with a business acquisition in respect of non-controlling interests. See <i>Note 25</i> of the interim consolidated financial statements
Long-term debt	13,138	12,256	882	7.2 %	See <i>Section 7.4 Cash provided (used) by financing activities</i>
Other long-term liabilities	873	847	26	3.1 %	An increase in pension and post-retirement liabilities resulting from the actual return being less than the financial assumptions. See <i>Note 27</i> of the interim consolidated financial statements
Deferred income taxes	2,926	2,941	(15)	(0.5)%	Reduction in temporary differences between the accounting and tax basis of assets and liabilities including cash flow hedges and pension plan liabilities.
<b>Owners' equity</b>					
Common equity	9,508	9,416	92	1.0 %	Net income of \$410, dividends reinvested and optional cash payments of \$20, and changes in ownership interests of subsidiary of \$14, net of Other comprehensive loss of \$53, and dividend declarations of \$299. See <i>Section 7.4 Cash provided (used) by financing activities</i>
Non-controlling interests	72	42	30	71.4 %	Includes Net income of \$2 and changes in ownership interests of subsidiary of \$29, net of Other comprehensive loss of \$1.

## 7. Liquidity and capital resources

This section contains forward-looking statements, including those with respect to our dividend payout ratio and net debt to EBITDA – excluding restructuring and other costs ratio. See *Caution regarding forward-looking statements* at the beginning of this MD&A.

### 7.1 Overview

Our capital structure financial policies and financing and capital structure management plans are described in *Section 4.3*.

#### Cash flows

Three-month periods ended March 31 (\$ millions)	2018 <i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	2017	Change
Cash provided by operating activities	838	709	129
Cash used by investing activities	(932)	(822)	(110)
Cash provided (used) by financing activities	—	475	(475)
Increase (decrease) in Cash and temporary investments, net	(94)	362	(456)
Cash and temporary investments, net, beginning of period	509	432	77
Cash and temporary investments, net, end of period	415	794	(379)

## 7.2 Cash provided by operating activities

### Cash provided by operating activities

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions)			
EBITDA (see <i>Section 5.4</i> and <i>Section 5.5</i> )	1,269	1,235	34
Restructuring and other costs, net of disbursements	(4)	(46)	42
Employee defined benefit plans expense, net of employer contributions	4	(1)	5
Share-based compensation expense, net of payments	18	16	2
Interest paid, net of interest received	(148)	(142)	(6)
Income taxes paid, net of recoveries received	(56)	(146)	90
Other operating working capital changes	(245)	(207)	(38)
Cash provided by operating activities	838	709	129

- Income taxes paid, net of recoveries received, decreased in the first quarter of 2018. This reflected the reorganization of our legal structure in the third quarter of 2017, which impacted the timing of cash income tax payments.
- For a discussion on Other operating working capital changes, see *Section 6 Changes in financial position* and *Note 31(a)* of the interim consolidated financial statements.

## 7.3 Cash used by investing activities

### Cash used by investing activities

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions)			
Cash payments for capital assets, excluding spectrum licences	(738)	(796)	58
Cash payments for acquisitions, net	(204)	(12)	(192)
Real estate joint ventures advances, net of receipts	(5)	(2)	(3)
Proceeds on dispositions and Other	15	(12)	27
Cash used by investing activities	(932)	(822)	(110)

- The decrease in Cash payments for capital assets, excluding spectrum licences for the first quarter of 2018, was composed of:
  - A decrease in capital expenditures of \$74 million in the first quarter of 2018 (see *Capital expenditure measures* table and discussion below)
  - Increased capital expenditure payments with respect to payment timing differences, as associated Accounts payable and accrued liabilities decreased by \$16 million in the first quarter of 2018.
- In the first quarter of 2018, we made cash payments for multiple business acquisitions, as described in *Section 1.3*, including AlarmForce, Xavient and other individually immaterial acquisitions complementary to our existing lines of business.
- Proceeds on dispositions and Other in the first quarter of 2018 were primarily related to the sale of small portfolio investments.

### Capital expenditure measures

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions, except capital intensity)			
<b>Capital expenditures<sup>1</sup></b>			
Wireless segment	182	249	(26.9)%
Wireline segment	468	475	(1.5)%
Consolidated	650	724	(10.2)%
Wireless segment capital intensity (%)	10	14	(4) pts.
Wireline segment capital intensity (%)	30	32	(2) pts.
Consolidated capital intensity <sup>2</sup> (%)	19	23	(4) pts.

1 Capital expenditures include assets purchased but not yet paid for, and therefore differ from Cash payments for capital assets, excluding spectrum licences, as presented on the condensed interim consolidated statements of cash flows.

2 See *Section 11.1 Non-GAAP and other financial measures*.

**Wireless segment capital expenditures** decreased by \$67 million in the first quarter of 2018 primarily due to activity in the first quarter of 2017 as we incurred costs to update our radio access network in Ontario and Quebec, which was completed in the second quarter of 2017. Additionally, we incurred costs in the first quarter of 2017 for the hardware upgrade of our wireless billing system.

**Wireline segment capital expenditures** decreased by \$7 million in the first quarter of 2018, a decrease of 1.5% as we continued connecting additional homes and businesses directly to our fibre-optic network and our investments support systems reliability and operational efficiency and effectiveness. These investments support our high-speed Internet and TELUS TV subscriber growth, as well as our customers' demand for faster Internet speeds, and extend the reach and functionality of our business and healthcare solutions. At March 31, 2018, we provided direct fibre-optic coverage to 51% of our current Optik TV footprint with our TELUS PureFibre network.

#### 7.4 Cash provided (used) by financing activities

##### Cash provided (used) by financing activities

	2018	2017	Change
	<i>Applying IFRS 9 and IFRS 15</i>		
	<i>(2017 adjusted)</i>		
Three-month periods ended March 31 (\$ millions)			
Dividends paid to holders of Common Shares	(279)	(284)	5
Repayment of short-term borrowings	(6)	—	(6)
Long-term debt issued, net of redemptions and repayment	266	769	(503)
Issue of shares by subsidiary to non-controlling interests	24	—	24
Other	(5)	(10)	5
Cash provided (used) by financing activities	—	475	(475)

##### Dividends paid to the holders of Common Shares

In connection with dividends declared during the first quarter of 2018, the dividend reinvestment and share purchase plan trustee (Trustee) purchased shares from Treasury for the dividend reinvestment and share purchase plan instead of acquiring Common Shares in the stock market. During the first quarter of 2018, cash dividends paid to the holders of Common Shares decreased by \$5 million due to the Trustee purchasing dividend reinvestment Common Shares from Treasury, partly offset by higher dividend rates under our dividend growth program (see *Section 4.3*). During the first quarter of 2018, the Trustee purchased approximately 0.4 million dividend reinvestment Common Shares for \$20 million, with no discount applicable.

In April 2018, we paid dividends of \$278 million to the holders of Common Shares and the Trustee purchased dividend reinvestment Common Shares from Treasury for \$21 million, totalling \$299 million.

##### Long-term debt issues and repayments

For the first quarter of 2018, long-term debt issues net of repayments were \$266 million, a decrease of \$503 million from the first quarter of 2017, primarily composed of:

- A net reduction in commercial paper, including foreign exchange effects, of \$297 million to a balance of \$843 million (US\$654 million) at March 31, 2018 from a balance of \$1,140 million (US\$908 million) at December 31, 2017. Our commercial paper program, when utilized, provides low-cost funds and is fully backstopped by the five-year committed credit facility (see *Section 7.6 Credit facilities*).
- An increase in net draws on the TELUS International (Cda) Inc. credit facility of \$95 million (US\$66 million). As at March 31, 2018, net draws were \$441 million (\$433 million net of unamortized issue costs), all of which were denominated in U.S. dollars (US\$342 million). As at December 31, 2017, net draws were \$346 million (\$339 million net of unamortized issue costs), all of which were denominated in U.S. dollars (US\$276 million). The credit facility is non-recourse to TELUS Corporation.
- The March 1, 2018 issues of \$600 million of senior unsecured Series CX notes at 3.625% due March 1, 2028, and \$150 million through the re-opening of Series CW notes at 4.70% due March 6, 2048. For additional information on these notes, refer to *Note 26(b)* of the interim consolidated financial statements.
- The March 2018 repayment of \$250 million of Series CS Notes.

In comparison, for the first quarter of 2017, long-term debt issues net of repayments were \$769 million and were primarily composed of:

- A net increase in commercial paper, including foreign exchange effects, of \$509 million to a balance of \$1,122 million (US\$844 million) at March 31, 2017 from a balance of \$613 million (US\$456 million) at December 31, 2016.

- A decrease in the TELUS International (Cda) Inc. credit facility of \$35 million (US\$24 million). As at March 31, 2017, \$305 million was outstanding (\$298 million net of unamortized issue costs), all of which was denominated in U.S. dollars (US\$229 million). As at December 31, 2016, \$340 million was outstanding (\$332 million net of unamortized issue costs), all of which was denominated in U.S. dollars (US\$253 million). The credit facility is non-recourse to TELUS Corporation.
- The March 2017 issues of US\$500 million of senior unsecured notes at 3.70% due September 15, 2027, and \$325 million of senior unsecured notes at 4.70% due March 6, 2048.
- The March 2017 repayment of \$700 million of Series CD Notes.

The average term to maturity of our long-term debt (excluding commercial paper and the revolving component of the TELUS International (Cda) Inc. credit facility) was approximately 10.8 years at March 31, 2018, an increase compared to approximately 10.7 years at December 31, 2017, and a decrease compared to approximately 11.3 years at March 31, 2017. Additionally, our weighted average cost of long-term debt (excluding commercial paper and the revolving component of the TELUS International (Cda) Inc. credit facility) was 4.22% at March 31, 2018, as compared to 4.18% at December 31, 2017, and 4.16% at March 31, 2017.

#### **Issue of shares by subsidiary to non-controlling interests**

In connection with our Xavient transaction described in *Section 1.3*, our TELUS International (Cda) Inc. subsidiary issued shares to non-controlling interests.

### **7.5 Liquidity and capital resource measures**

**Net debt** was \$13.8 billion at March 31, 2018, an increase of \$0.7 billion when compared to one year earlier, resulting mainly from the issuances of the \$600 million of Series CX notes and the \$150 million through the re-opening of Series CW notes as described in *Section 7.4*, and lower Cash and temporary investments, net. These increases were partially offset by the repayment of Series CS Notes and a net reduction of commercial paper outstanding as described in *Section 7.4*.

**Fixed-rate debt as a proportion of total indebtedness** was 90% as at March 31, 2018, up from 89% one year earlier, mainly due to the two unsecured note issuances in the first quarter of 2018 described in *Section 7.4* and a net decrease in commercial paper, which emulates floating-rate debt. This was partly offset by an increase in the amounts drawn on the TELUS International (Cda) Inc. credit facility which is non-recourse to TELUS Corporation.

**Net debt to EBITDA – excluding restructuring and other costs** ratio was 2.71 times, as measured at March 31, 2018. Excluding the effects of implementing IFRS 9 and IFRS 15, net debt to EBITDA – excluding restructuring and other costs was 2.77 times as at March 31, 2018, up from 2.73 one year earlier. Our long-term objective for this measure is within a range of 2.00 to 2.50 times, which we believe is consistent with maintaining investment grade credit ratings in the range of BBB+, or the equivalent, and providing reasonable access to capital. As at March 31, 2018, this ratio remains outside of the long-term objective range due to prior issuances of incremental debt, primarily for the acquisition in 2014 and 2015 of spectrum licences for approximately \$3.6 billion, and the elevated strategic capital investments in our fibre-optic network, partially offset by growth in EBITDA – excluding restructuring and other costs. These acquired licences have more than doubled our national spectrum holdings and represent an investment to extend our network capacity to support continuing data consumption growth, as well as growth in our wireless customer base. We expect these ratios to decline in 2018 and we continue to expect them to return to within the objective range in the medium term, consistent with our long-term strategy. While this ratio exceeds our long-term objective range, we are well in compliance with the leverage ratio covenant in our credit facilities, which states that we may not permit our net debt to operating cash flow ratio to exceed 4.00:1.00 (see *Section 7.6 Credit facilities*).

**Liquidity and capital resource measures**

As at, or 12-month periods ended, March 31	2018	2018	2017
Components of debt and coverage ratios <sup>1</sup> (\$ millions)	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15 <sup>2</sup>	
Net debt	13,785	13,785	13,054
EBITDA – excluding restructuring and other costs	5,091	4,973	4,785
Net interest cost	582	582	564
<b>Debt ratios</b>			
Fixed-rate debt as a proportion of total indebtedness (%)	90	90	89
Average term to maturity of long-term debt (excluding commercial paper) (years)	10.8	10.8	11.3
Weighted average interest rate on long-term debt (excluding commercial paper) (%)	4.22	4.22	4.16
Net debt to EBITDA – excluding restructuring and other costs <sup>1</sup> (times)	2.71	2.77	2.73
<b>Coverage ratios<sup>1</sup> (times)</b>			
Earnings coverage	4.8	4.5	4.1
EBITDA – excluding restructuring and other costs interest coverage	8.8	8.5	8.5
<b>Other measures<sup>1</sup> (%)</b>			
Dividend payout ratio	76	82	87
Dividend payout ratio of adjusted net earnings	76	82	76

1 See Section 11.1 Non-GAAP and other financial measures.

2 We have not recast comparative amounts for purposes of managing capital; as set out in Note 2(a) of the interim consolidated financial statements, a practical expedient that we are using in transitioning to IFRS 15 is that we are not recasting for contracts that were completed as at January 1, 2017, or earlier. Accordingly, amounts prior to fiscal 2017 included in the comparative 12-month period ended March 31, 2017, have not been prepared on a basis including IFRS 9 and IFRS 15. For purposes of assessing results compared to the prior period, we have excluded the effects of implementing IFRS 9 and IFRS 15 from our fiscal 2018 results.

**Earnings coverage** ratio for 12-month period ended March 31, 2018 was 4.8 times. Excluding the effects of implementing IFRS 9 and IFRS 15, the earnings coverage ratio for the 12-month period ended March 31, 2018 was 4.5 times, up from 4.1 times one year earlier. An increase in income before borrowing costs and income taxes increased the ratio by 0.5, while an increase in borrowing costs reduced the ratio by 0.1.

**EBITDA – excluding restructuring and other costs interest coverage** ratio for the 12-month period ended March 31, 2018 was 8.8 times. Excluding the effects of implementing IFRS 9 and IFRS 15, the EBITDA – excluding restructuring and other costs interest coverage ratio was 8.5 times, flat compared to one year earlier. Growth in EBITDA – excluding restructuring and other costs increased the ratio by 0.3, while an increase in net interest costs reduced the ratio by 0.3.

**Dividend payout ratios:** Actual dividend payout decisions will continue to be subject to our Board's assessment and the determination of our financial position and outlook, as well as our long-term dividend payout objective range of 65 to 75% of prospective net earnings per share. The disclosed basic and adjusted dividend payout ratios are historical measures utilizing the last four quarters of dividends declared and earnings per share. We currently expect that we will be within our objective range when considered on a prospective dividend payout ratio basis within the medium term. The historical measures for the 12-month period ended March 31, 2018 are presented for illustrative purposes in evaluating our target guideline and both exceeded the objective range.

**7.6 Credit facilities**

At March 31, 2018, we had available liquidity of more than \$1.4 billion from the TELUS revolving credit facility, approximately \$161 million of available liquidity from the TELUS International (Cda) Inc. credit facility and \$110 million available from uncommitted letters of credit facilities. In addition, we had \$400 million available under our trade receivables securitization program (see Section 7.7 Sale of trade receivables). We are well within our objective of generally maintaining at least \$1.0 billion of available liquidity.

**TELUS revolving credit facility**

We have a \$2.25 billion (or U.S. dollar equivalent) revolving credit facility with a syndicate of financial institutions that expires on May 31, 2021. Subsequent to March 31, 2018, the credit facility was renewed at \$2.25 billion with an expiry date of May 31, 2023.

**TELUS revolving credit facility at March 31, 2018**

<i>Applying IFRS 9 and IFRS 15</i> (\$ millions)	Expiry	Size	Drawn	Outstanding undrawn letters of credit	Backstop for commercial paper program	Available liquidity
Five-year revolving facility <sup>1</sup>	May 31, 2021	2,250	—	—	(843)	1,407
1 Canadian dollars or U.S. dollar equivalent.						

Our revolving credit facility contains customary covenants, including a requirement that we not permit our consolidated leverage ratio to exceed 4.00 to 1.00 and that we not permit our consolidated coverage ratio to be less than 2.00 to 1.00 at the end of any financial quarter. Excluding the effects of implementing IFRS 9 and IFRS 15, as at March 31, 2018, our consolidated leverage ratio was approximately 2.77 to 1.00 and our consolidated coverage ratio was approximately 8.54 to 1.00. These ratios are expected to remain well above the covenants. There are certain minor differences in the calculation of the leverage ratio and coverage ratio under the revolving credit facility, as compared with the calculation of Net debt to EBITDA – excluding restructuring and other costs and EBITDA – excluding restructuring and other costs interest coverage. Historically, the calculations have not been materially different. The covenants are not impacted by revaluation, if any, of Property, plant and equipment, Intangible assets or Goodwill for accounting purposes. Continued access to our credit facilities is not contingent on maintaining a specific credit rating.

**Commercial paper**

TELUS Corporation has an unsecured commercial paper program, which is backstopped by our revolving credit facility, enabling us to issue commercial paper up to a maximum aggregate amount of \$1.4 billion at March 31, 2018, including a U.S. dollar-denominated commercial paper program for up to US\$1.0 billion within this maximum aggregate amount. Foreign currency forward contracts are used to manage currency risk arising from issuing commercial paper denominated in U.S. dollars. The commercial paper program is to be used for general corporate purposes, including, but not limited to, capital expenditures and investments. Our ability to reasonably access the commercial paper market in Canada and the U.S. is dependent on our credit ratings (see *Section 7.8 Credit ratings*).

**TELUS International (Cda) Inc. credit facility**

As at March 31, 2018, TELUS International (Cda) Inc. had a bank credit facility, secured by its assets, expiring on December 20, 2022, with a syndicate of financial institutions. The credit facility is composed of a US\$350 million revolving component and an amortizing US\$120 million term loan component. The credit facility is non-recourse to TELUS Corporation. As at March 31, 2018, \$441 million (\$433 million net of unamortized issue costs) was outstanding, all of which was denominated in U.S. dollars (US\$342 million), with a weighted average interest rate of 3.87%.

**Other letter of credit facilities**

At March 31, 2018, we had \$231 million of letters of credit outstanding (December 31, 2017 – \$224 million) issued under various uncommitted facilities; such letter of credit facilities are in addition to the ability to provide letters of credit pursuant to our committed bank credit facility. Available liquidity under various uncommitted letters of credit facilities was \$110 million at March 31, 2018.

**7.7 Sale of trade receivables**

TELUS Communications Inc., a wholly owned subsidiary of TELUS, is a party to an agreement with an arm's-length securitization trust associated with a major Schedule I Canadian bank, under which it is able to sell an interest in certain trade receivables for an amount up to a maximum of \$500 million. The agreement is in effect until December 31, 2018, and available liquidity was \$400 million as at March 31, 2018. (See *Note 22* of the interim consolidated financial statements.) Sales of trade receivables in securitization transactions are recognized as collateralized Short-term borrowings and thus do not result in our de-recognition of the trade receivables sold.

TELUS Communications Inc. is required to maintain at least a BB credit rating by DBRS Ltd. or the securitization trust may require the sale program to be wound down prior to the end of the term. The necessary credit rating was exceeded as of May 10, 2018.

**7.8 Credit ratings**

There were no changes to our investment grade credit ratings as of May 10, 2018.

**7.9 Financial instruments, commitments and contingent liabilities****Financial instruments**

Our financial instruments and the nature of certain risks that they may be subject to were described in *Section 7.9* of our 2017 annual MD&A.

*Liquidity risk*

As a component of our capital structure financial policies, discussed in *Section 4.3 Liquidity and capital resources*, we manage liquidity risk by: maintaining a daily cash pooling process that enables us to manage our available liquidity and our liquidity requirements according to our actual needs; maintaining an agreement to sell trade receivables to an arm's-length securitization trust; maintaining bilateral bank facilities and syndicated credit facilities; maintaining a commercial paper program; maintaining an in-effect shelf prospectus; continuously monitoring forecast and actual cash flows; and managing maturity profiles of financial assets and financial liabilities.

As of the date of this MD&A, we could offer up to \$0.5 billion of debt or equity securities pursuant to a shelf prospectus that was in effect until April 2018; we intend to file a new shelf prospectus during the three-month period ended June 30, 2018.

As of the date of this MD&A, we had liquidity of more than \$1.4 billion available from unutilized credit facilities (see *Section 7.6 Credit facilities*) and \$400 million available under our trade receivables securitization program (see *Section 7.7 Sale of trade receivables*). This adheres to our objective of generally maintaining at least \$1 billion of available liquidity. We believe that our investment grade credit ratings contribute to reasonable access to capital markets.

**Commitments and contingent liabilities***Purchase obligations*

As at March 31, 2018, our contractual commitments related to the acquisition of property, plant and equipment were \$179 million through to December 31, 2022, as compared to \$184 million over a period ending December 31, 2019 reported in our 2017 annual report.

*Claims and lawsuits*

A number of claims and lawsuits (including class actions and intellectual property infringement claims) seeking damages and other relief are pending against us and, in some cases, numerous other wireless carriers and telecommunications service providers. As well, we have received notice of, or are aware of, certain possible claims (including intellectual property infringement claims) against us.

It is not currently possible for us to predict the outcome of such claims, possible claims and lawsuits due to various factors, including: the preliminary nature of some claims; uncertain damage theories and demands; an incomplete factual record; uncertainty concerning legal theories, and procedures and their resolution by the courts, at both the trial and the appeal levels; and the unpredictable nature of opposing parties and their demands.

However, subject to the foregoing limitations, management is of the opinion, based upon legal assessments and information presently available, that it is unlikely that any liability, to the extent not provided for through insurance or otherwise, would have a material effect on our financial position and the results of our operations, including cash flows, with the exception of the items disclosed in *Note 29* of the interim consolidated financial statements.

*Indemnification obligations*

As at March 31, 2018, we had no liability recorded in respect of our indemnification obligations.

**7.10 Outstanding share information**

Outstanding shares (millions)	March 31, 2018	April 30, 2018
Common Shares	595	596
Common Share options – all exercisable (one for one)	<1	<1

**7.11 Transactions between related parties****Transactions with key management personnel**

Our key management personnel have authority and responsibility for overseeing, planning, directing and controlling our activities. They consist of our Board of Directors and our Executive Leadership Team. Total compensation expense for key management personnel was \$7 million in the first quarter of 2018, as compared to \$8 million in the first quarter of 2017. See *Note 30(a)* of the interim consolidated financial statements for additional details.

**Transactions with defined benefit pension plans**

We provided management and administrative services to our defined benefit pension plans. Charges for these services were on a cost recovery basis and were immaterial.

**Transactions with real estate joint ventures**

In the first quarter of 2018, we had transactions with real estate joint ventures, which are related parties to us, as set out in *Note 21* of the interim consolidated financial statements.

As at March 31, 2018, the proportion of space leased in the TELUS Garden office tower was approximately 99%.



For the TELUS Sky real estate joint venture, commitments and contingent liabilities include construction-related contractual commitments through to 2019 (approximately \$62 million at March 31, 2018) and construction financing (\$342 million with three Canadian financial institutions as 66-2/3% lender and TELUS as 33-1/3% lender).

## 8. Accounting matters

### 8.1 Critical accounting estimates

Our significant accounting policies are described in *Note 1* of the Consolidated financial statements for the year ended December 31, 2017. The preparation of financial statements in conformity with GAAP requires us to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Our critical accounting estimates and significant judgments are generally discussed with the Audit Committee each quarter and are described in *Section 8.1* of our 2017 annual MD&A, which is hereby incorporated by reference.

### 8.2 Accounting policy developments

Our accounting policy developments were discussed in *Section 8.2 Accounting policy developments* of our 2017 annual MD&A. See *Note 2* of the interim consolidated financial statements for additional details.

#### *IFRS 9, Financial Instruments*

IFRS 9, *Financial Instruments*, is required to be applied for years beginning on or after January 1, 2018, with retrospective application. The new standard includes a model for the classification and measurement of financial instruments, a single forward-looking "expected loss" impairment model and a reformed approach to hedge accounting. Our financial performance is currently not materially affected by the retrospective application of the standard, nor is our financial position.

#### *IFRS 15, Revenue from Contracts with Customers*

IFRS 15, *Revenue from Contracts with Customers*, is required to be applied for years beginning on or after January 1, 2018. The International Accounting Standards Board and the Financial Accounting Standards Board of the United States worked on this joint project to clarify the principles for the recognition of revenue. The new standard was released in May 2014 and supersedes existing standards and interpretations including IAS 18, *Revenue*. We have applied the standard retrospectively to prior reporting periods, subject to permitted and elected practical expedients.

The effects of the new standard and the materiality of those effects will vary by industry and entity; the effects on us of our retrospective application are set out in *Note 2(c)* of the interim consolidated financial statements and throughout the MD&A. Like many other telecommunications companies, we are materially affected by its application, primarily in respect of the timing of revenue recognition, the classification of revenue, the capitalization of costs of obtaining a contract with a customer and the capitalization of the costs of contract fulfilment (as defined by the new standard).

## 9. Update to general trends, outlook and assumptions, and regulatory developments and proceedings

This section contains forward-looking statements, which should be read together with the *Caution regarding forward-looking statements* at the beginning of this MD&A.

The assumptions for our 2018 outlook, as described in *Section 9 General trends, outlook and assumptions* of our 2017 annual MD&A, remain the same, except for the following updates as follows:

- Our revised estimate for economic growth in Canada in 2018 will be 2.1% (previously 2.2%).

The extent to which these economic growth estimates affect us and the timing of their impact will depend upon the actual experience of specific sectors of the Canadian economy.

We updated our 2018 consolidated financial targets to reflect IFRS 15 in a press release dated May 10, 2018, which is available on SEDAR ([sedar.com](http://sedar.com)).

### 9.1 Telecommunications industry regulatory developments and proceedings

Our telecommunications, broadcasting and radiocommunication services are regulated under federal laws by various authorities, including the Canadian Radio-television and Telecommunications Commission (CRTC), Innovation, Science and Economic Development Canada (ISED) and the Minister of Canadian Heritage.

The following are updates to *Section 9.4 Telecommunications industry regulatory developments and proceedings* in

our 2017 annual MD&A.

### **Radiocommunication licences and spectrum-related matters**

ISED regulates, among other matters, the allocation and use of radio spectrum in Canada and licenses radio apparatus, frequency bands and/or radio channels within various frequency bands to service providers and private users. The department also establishes the terms and conditions attaching to such radio authorizations, including restrictions on licence transfers, coverage obligations, research and development obligations, annual reporting, and obligations concerning mandated roaming and antenna site sharing with competitors.

#### *600 MHz spectrum repurposing decision released*

On August 14, 2015, ISED published its *Decision on Repurposing the 600 MHz Band, SLPB-004-15*. In its decision, ISED announced its intention to jointly repack the 600 MHz band in line with the U.S. and to adopt the 70 MHz mobile band plan arising from the Federal Communications Commission (FCC) Incentive Auction. In August 2017, ISED initiated its *Consultation on a Technical, Policy and Licensing Framework for Spectrum in the 600 MHz Band* and on March 28, 2018, ISED released its *Technical, Policy and Licensing Framework for the 600 MHz spectrum auction*. ISED announced a 30 MHz set aside for facilities-based providers who serve less than 10% of the national subscriber share and are actively providing commercial telecommunication services to the general public in the license area of interest. The asymmetric design of the auction framework, which sets aside a significant portion of the spectrum under auction exclusively for entrants (as defined in the framework), raises the risk that we will not be able to acquire all the spectrum we need in the auction process, or that we will be required to pay more than we might otherwise pay. The auction will commence on March 12, 2019.

#### *Consultation on the Spectrum Outlook 2018 – 2022*

On October 6, 2017, ISED released a *Consultation on the Spectrum Outlook 2018 – 2022*. There is a risk that bands identified as promising for mobile service are not allocated for mobile service or are delayed in being allocated or assigned. A 2018 – 2022 Spectrum Outlook is expected to be published in 2018 but is not a binding forecast of future spectrum assignments.

#### *Consultation on repurposing the 3500 MHz spectrum to support 5G*

On December 18, 2014, ISED released its *Decisions Regarding Policy Changes in the 3500 MHz Band (3475 – 3650 MHz) and a New Licensing Process* noting the band would be fundamentally reallocated for flexible (mobile and fixed) use in the near future. It is expected that ISED will release the long-awaited consultation on repurposing the 3500 MHz band to support 5G in 2018 and after issuing a transition decision, will then consult on a licensing framework (i.e. auction rules and conditions of licence) for the 3500 MHz band. There is a risk that the transition decisions and auction rules will favour certain carriers.

### **Regulatory and federal government reviews**

The CRTC and the federal government have initiated public proceedings to review various matters. They are discussed below.

#### *CRTC decision on Review of the Wireless Code*

On June 15, 2017, the CRTC issued *Review of the Wireless Code, Telecom Regulatory Policy CRTC 2017-200*. The major changes to the Wireless Code relate to: (i) the removal of unlocking fees and the requirement to sell all devices unlocked as of December 1, 2017; (ii) changes to the bill management features about how the \$50 data usage cap and \$100 data roaming cap are calculated and how consent to obtain additional usage is obtained; and (iii) amendments to the mandated trial period for customers who obtain a postpaid wireless contract. Changes to the Wireless Code were to be implemented by December 1, 2017. On November 16, 2017, we filed an application to the CRTC seeking an extension to the new bill management requirements to March 31, 2018, and the extension was granted on February 13, 2018. We have now completed the implementation of the bill management requirements and we completed implementation of all other new Wireless Code requirements by the December 1, 2017 deadline.

#### *Wireline wholesale services followup*

On July 22, 2015, the CRTC released *Review of wholesale wireline services and associated policies, Telecom Regulatory Policy CRTC 2015-326*. The major component of this decision was that the CRTC ordered the introduction of a disaggregated wholesale high-speed Internet access service for Internet service provider (ISP) competitors. This will include access to fibre-to-the-premises (FTTP) facilities. This requirement is being phased in geographically beginning in the largest markets in Ontario and Quebec (i.e. in the serving territories of Bell Aliant, Bell Canada, Cogeco, Rogers and Videotron). The CRTC initiated a followup proceeding to determine the technical configurations, appropriate costs and wholesale cost-based rates in those regions.

The FTTP followup activities directed in *Telecom Policy CRTC 2015-326* remain ongoing. Associated tariff and cost study reviews are in process for Bell, Rogers, Videotron and Cogeco and a decision is pending. For the second phase, which involves FTTP wholesale services for the rest of Canada (including our serving territories), a proceeding on

technical configurations commenced in 2017, and the associated cost study and tariff review will follow. We anticipate no material adverse impact in the short term from the CRTC's decision. Given the phased implementation of the mandated provision of wholesale access to our FTTP networks, it is too early to determine the impact this decision will have on us in the longer term. The provision of access to unbundled local loops (ULLs) to competitors will no longer be mandated effective July 22, 2018, subject to the approval of an application setting out a test for ULL forbearance, which addresses areas where forbearance for retail voice service was predicted on the availability of ULLs. We filed such an application on January 19, 2018 and a CRTC decision is pending. The decision is not expected to have a material impact on us.

#### *Wireless wholesale services roaming tariffs*

On May 5, 2015, the CRTC determined that it would regulate the wholesale GSM-based domestic roaming rates that TELUS, Rogers and Bell charge other wireless carriers. Proposed final tariff rates were filed by TELUS, Rogers and Bell on November 23, 2015 based on the CRTC's Phase II costing approach. On March 22, 2018, the CRTC issued final rates and ordered those rates to be applied retroactively to May 5, 2015. As a result of this retroactive rate order, we will issue credits to wholesale roaming customers, but such credits are not material. We are assessing the overall impact of the decision, which is not expected to be material.

#### *Governor in Council's order to the CRTC to reconsider wireless service providers' wholesale mobile roaming service tariffs*

The Governor in Council had previously ordered the CRTC to reconsider *Wholesale mobile wireless roaming service tariffs - Final terms and conditions*, Telecom Decision CRTC 2017-56. The CRTC had been ordered to reconsider whether Wi-Fi networks could be considered as a home network for service providers seeking mandated roaming. In response to this request, subsequent to the Governor in Council's order, TNW Wireless Inc. brought an application requesting the CRTC to order TELUS and Bell Mobility to each provide wholesale roaming for a primarily Wi-Fi based service offering. On March 22, 2018, the CRTC issued its *Reconsideration of Telecom Decision CRTC 2017-56 regarding final terms and conditions for wholesale mobile wireless roaming*, Telecom Decision CRTC 2018-97 following a public consultation. In this decision, the Commission confirmed the policy from Telecom Decision CRTC 2017-56 that Wi-Fi networks are not considered as a home network for mandated roaming. Under the *Telecommunications Act*, the Governor in Council has the power to vary or rescind this CRTC decision within 90 days. Simultaneously with the release of Telecom Decision CRTC 2018-97, the CRTC also launched *Lower-cost data-only plans for mobile wireless services*, Telecom Notice of Consultation CRTC 2018-98, where TELUS, Bell and Rogers are to file proposals about retail wireless data-only offers. The Commission noted that these types of offers might close gaps in the marketplace for lower-cost data-only plans. We participated in this proceeding as requested by the CRTC. The impact of any resulting decision is not known at this time.

#### *Next generation 9-1-1- design efficiencies*

On March 26, 2018, the CRTC released *Next-generation 9-1-1 network design efficiencies*, Telecom Notice of Consultation CRTC 2018-105. In this proceeding, the Commission is examining various technical issues related to how the Next-Generation 9-1-1 (NG9-1-1) network will operate, including roles and responsibilities related to the provision of location information servers and customer information databases, NG9-1-1 network components that could be shared, and efficient interconnection arrangements. This proceeding follows a report that was filed by the parties that will provision the NG9-1-1 network, which includes TELUS in our ILEC territories in B.C. and Alberta. We do not expect that the outcome from this proceeding will have a material impact on our operations.

### **Broadcasting-related issues**

#### *Broadcasting licences held by TELUS*

Our regional licences to operate broadcasting distribution undertakings in B.C. and Alberta were granted a series of administrative renewals, which extended the licence terms to May 31, 2018. We have filed applications for new broadcasting distribution licences to serve markets in B.C. and Alberta that exceed the 20,000 subscriber threshold for exemption, and a public hearing was held in October 2017 to consider these applications. Our regional broadcasting distribution licence to serve Quebec expires in August 2018, and as part of the renewal process, we have filed an application to return its province-wide regional licences in favour of operating on an exempt basis in each of its currently licensed serving areas in Quebec. Our licence to operate a national video-on-demand service was renewed to August 31, 2023, as part of Broadcasting Decision CRTC 2018-20.

#### *CRTC ordered to report back to federal government on distribution models of the future*

On September 22, 2017, the Governor in Council (Federal Cabinet) issued an Order in Council pursuant to section 15 of the *Broadcasting Act* to request that the CRTC hold hearings and report on distribution models of the future and how Canadians will access programming. The deadline for the CRTC's report back to the federal government is June 1, 2018. On October 12, 2017, the CRTC launched a two-phase consultation process, which began with a written process on December 1, 2017. We participated in both the first and second phases. While the CRTC's report to the federal government will likely form part of the record for the parallel review of the *Broadcasting Act* and *Telecommunications Act*, it is not expected to have any negative material impact on us.

### *Review of the Copyright Act and Copyright Board*

The *Copyright Act's* mandated five-year review was due in 2017 and the process for review was announced in December 2017. The Standing Committee on Industry, Science and Technology began this process in February 2018 with in-camera meetings with members of ISED and the Department of Canadian Heritage, and has announced a three-phase review with an expected completion timeline of early 2019. We will actively participate in this process and will advocate for changes that will enable innovative solutions to be deployed in an efficient manner while defending against proposals that would result in increased costs for the distribution of television signals. The policy approach for copyright has traditionally been based on a balance of interests of creators and consumers, and as a result, changes to the *Copyright Act* are not expected to have a negative material impact on us.

## 10. Risks and risk management

The principal risks and uncertainties that could affect our future business results and associated risk mitigation activities were described in our 2017 annual MD&A and have not materially changed since December 31, 2017. Reference is made as well to the summary of risks and uncertainties in the *Caution regarding forward-looking statements* at the beginning of this MD&A.

## 11. Definitions and reconciliations

### 11.1 Non-GAAP and other financial measures

We have issued guidance on and report certain non-GAAP measures that are used to evaluate the performance of TELUS, as well as to determine compliance with debt covenants and to manage our capital structure. As non-GAAP measures generally do not have a standardized meaning, they may not be comparable to similar measures presented by other issuers. Securities regulations require such measures to be clearly defined, qualified and reconciled with their nearest GAAP measure.

**Adjusted Net income and adjusted basic earnings per share:** These measures are used to evaluate performance at a consolidated level and exclude items that may obscure the underlying trends in business performance. These measures should not be considered alternatives to Net income and basic earnings per share in measuring TELUS' performance. Items that may, in management's view, obscure the underlying trends in business performance include significant gains or losses associated with real estate development partnerships, gains on exchange of wireless spectrum licences, restructuring and other costs, long-term debt prepayment premiums (when applicable), income tax-related adjustments, asset retirements related to restructuring activities and gains arising from business combinations. (See *Reconciliation of adjusted Net income* and *Reconciliation of adjusted basic EPS* in *Section 1.3*.)

**Capital intensity:** This measure is calculated as capital expenditures (excluding spectrum licences) divided by total operating revenues. This measure provides a basis for comparing the level of capital expenditures to those of other companies of varying size within the same industry.

**Dividend payout ratio:** This is a historical measure calculated as the sum of the last four quarterly dividends declared per Common Share, as reported in the financial statements, divided by the sum of basic earnings per share for the most recent four quarters for interim reporting periods. For fiscal years, the denominator is annual basic earnings per share. Our objective range for the annual dividend payout ratio is on a prospective basis, rather than on a trailing basis, and is 65 to 75% of sustainable earnings per share on a prospective basis. (See *Section 7.5 Liquidity and capital resource measures*.)

**Calculation of Dividend payout ratio**

12-month periods ended March 31 (\$)	2018	2018	2017
	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15	
Numerator – Sum of the last four quarterly dividends declared per Common Share	1.995	1.995	1.88
Denominator – Net income per Common Share	2.62	2.44	2.16
<b>Ratio (%)</b>	<b>76</b>	<b>82</b>	<b>87</b>

**Dividend payout ratio of adjusted net earnings:** This ratio is a historical measure calculated as the sum of the last four quarterly dividends declared per Common Share, as reported in the financial statements, divided by adjusted net earnings per share. Adjusted net earnings per share is basic earnings per share, as used in the **Dividend payout ratio**, adjusted to exclude the gain on the exchange of wireless spectrum licences, net gains and equity income from real estate joint venture developments, provisions related to business combinations, immediately vesting transformative compensation (transformative compensation) expense, long-term debt prepayment premium (when applicable) and income tax-related adjustments.

**Calculation of Dividend payout ratio of adjusted net earnings**

12-month periods ended March 31 (\$)	2018	2018	2017
	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15	
Numerator – Sum of the last four quarterly dividends declared per Common Share	1.995	1.995	1.88
Adjusted net earnings (\$ millions):			
Net income attributable to Common Shares	1,555	1,450	1,278
Deduct net gains and equity income from real estate joint venture developments, after income taxes	(1)	(1)	(16)
Deduct gain on the exchange of wireless spectrum licences, after income taxes	—	—	(13)
Provisions related to business combinations, after income taxes	(22)	(22)	11
Add back transformative compensation expense, after income taxes	—	—	224
Add back net unfavourable (deduct net favourable) income tax-related adjustments	21	21	(18)
	1,553	1,448	1,466
Denominator – Adjusted net earnings per Common Share	2.62	2.44	2.48
<b>Adjusted ratio (%)</b>	<b>76</b>	<b>82</b>	<b>76</b>

**Earnings coverage:** This measure is defined in the Canadian Securities Administrators' National Instrument 41-101 and related instruments, and is calculated as follows:

**Calculation of Earnings coverage**

12-month periods ended March 31 (\$ millions, except ratio)	2018	2018	2017
	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15	
Net income attributable to Common Shares	1,555	1,450	1,278
Income taxes (attributable to Common Shares)	592	553	432
Borrowing costs (attributable to Common Shares) <sup>1</sup>	569	569	544
Numerator	2,716	2,572	2,254
Denominator – Borrowing costs	569	569	544
<b>Ratio (times)</b>	<b>4.8</b>	<b>4.5</b>	<b>4.1</b>

<sup>1</sup> Interest on Long-term debt plus Interest on short-term borrowings and other plus long-term debt prepayment premium, adding back capitalized interest and deducting borrowing costs attributable to non-controlling interests.

**EBITDA** (earnings before interest, income taxes, depreciation and amortization): We have issued guidance on and report EBITDA because it is a key measure used to evaluate performance at a consolidated level. EBITDA is commonly reported and widely used by investors and lending institutions as an indicator of a company's operating performance and ability to incur and service debt, and as a valuation metric. EBITDA should not be considered an alternative to Net income in measuring TELUS' performance, nor should it be used as an exclusive measure of cash flow. EBITDA as calculated by TELUS is equivalent to Operating revenues less the total of Goods and services purchased expense and Employee benefits expense.

We calculate EBITDA – excluding restructuring and other costs, as it is a component of the **EBITDA – excluding restructuring and other costs interest coverage** ratio and the **Net debt to EBITDA – excluding restructuring and other costs** ratio.

We also calculate Adjusted EBITDA to exclude items of an unusual nature that do not reflect our ongoing operations and should not, in our opinion, be considered in a valuation metric or should not be included in an assessment of our ability to service or incur debt.

#### EBITDA reconciliation

	2018	2017
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	
Three-month periods ended March 31 (\$ millions)		
<b>Net income</b>	<b>412</b>	422
Financing costs	156	138
Income taxes	151	143
Depreciation	411	402
Amortization of intangible assets	139	130
<b>EBITDA</b>	<b>1,269</b>	1,235
Add back restructuring and other costs included in EBITDA	34	4
<b>EBITDA – excluding restructuring and other costs and Adjusted EBITDA</b>	<b>1,303</b>	1,239

**EBITDA – excluding restructuring and other costs interest coverage:** This measure is defined as EBITDA – excluding restructuring and other costs, divided by Net interest cost, calculated on a 12-month trailing basis. This measure is similar to the coverage ratio covenant in our credit facilities, as described in *Section 7.6 Credit facilities*.

**Free cash flow:** We report this measure as a supplementary indicator of our operating performance. It should not be considered an alternative to the measures in the condensed interim consolidated statements of cash flows. Free cash flow excludes certain working capital changes (such as trade receivables and trade payables), proceeds from divested assets and other sources and uses of cash, as found in the condensed interim consolidated statements of cash flows. It provides an indication of how much cash generated by operations is available after capital expenditures (excluding purchases of spectrum licences) that may be used to, among other things, pay dividends, repay debt, purchase shares or make other investments. Free cash flow may be supplemented from time to time by proceeds from divested assets or financing activities. The application of IFRS 15 reflects a non-cash accounting change. As such, the underlying economics and free cash flow generated by the business are not impacted by the change.

#### Free cash flow calculation

	2018	2017
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	
Three-month periods ended March 31 (\$ millions)		
<b>EBITDA</b>	<b>1,269</b>	1,235
Deduct non-cash gains from the sale of property, plant and equipment	(8)	(1)
Restructuring and other costs, net of disbursements	(4)	(46)
Effects of contract asset, acquisition and fulfilment	18	26
Items from the condensed interim consolidated statements of cash flows:		
Share-based compensation	18	16
Net employee defined benefit plans expense	25	21
Employer contributions to employee defined benefit plans	(21)	(22)
Interest paid	(150)	(142)
Interest received	2	—
Capital expenditures (excluding spectrum licences)	(650)	(724)
Free cash flow before income taxes	499	363
Income taxes paid, net of refunds	(56)	(146)
<b>Free cash flow</b>	<b>443</b>	217

The following reconciles our definition of free cash flow with cash provided by operating activities.

**Free cash flow reconciliation with Cash provided by operating activities**

	2018	2017
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	
Three-month periods ended March 31 (\$ millions)		
<b>Free cash flow</b>	<b>443</b>	217
Add (deduct):		
Capital expenditures (excluding spectrum licences)	650	724
Adjustments to reconcile to Cash provided by operating activities	(255)	(232)
<b>Cash provided by operating activities</b>	<b>838</b>	709

**Net debt:** We believe that net debt is a useful measure because it represents the amount of Short-term borrowings and long-term debt obligations that are not covered by available Cash and temporary investments. The nearest IFRS measure to net debt is Long-term debt, including Current maturities of Long-term debt. Net debt is a component of the **Net debt to EBITDA – excluding restructuring and other costs** ratio.

**Calculation of Net debt**

	2018	2017
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	
As at March 31 (\$ millions)		
Long-term debt including current maturities	13,990	13,677
Debt issuance costs netted against long-term debt	75	75
Derivative liabilities, net	59	38
Accumulated other comprehensive income amounts arising from financial instruments used to manage interest rate and currency risks associated with U.S. dollar-denominated long-term debt (excluding tax effects)	(24)	(42)
Cash and temporary investments	(415)	(794)
Short-term borrowings	100	100
<b>Net debt</b>	<b>13,785</b>	13,054

**Net debt to EBITDA – excluding restructuring and other costs:** This measure is defined as net debt at the end of the period divided by 12-month trailing EBITDA – excluding restructuring and other costs. Our long-term policy guideline for this ratio is from 2.00 to 2.50 times. (See discussion in *Section 7.5 Liquidity and capital resource measures*.) This measure is similar to the leverage ratio covenant in our credit facilities, as described in *Section 7.6 Credit facilities*.

**Net interest cost:** This measure is the denominator in the calculation of **EBITDA – excluding restructuring and other costs interest coverage**. Net interest cost is defined as financing costs, excluding capitalized long-term debt interest, employee defined benefit plans net interest and recoveries on redemption and repayment of debt, calculated on a 12-month trailing basis. No recoveries on redemption and repayment of debt were recorded in the first quarter of 2018 or the first quarter of 2017. Expenses recorded for the long-term debt prepayment premium, if any, are included in net interest cost. Net interest cost was \$582 million in the 12-month period ended March 31, 2018, and \$564 million in the 12-month period ended March 31, 2017.

**Restructuring and other costs:** With the objective of reducing ongoing costs, we incur associated incremental, non-recurring restructuring costs. We may also incur atypical charges, which are included in other costs, when undertaking major or transformational changes to our business or operating models. In addition, we include incremental external costs incurred in connection with business acquisition or disposition activity, as well as litigation costs, in the context of significant losses and settlements, in other costs.

**Components of restructuring and other costs**

	2018	2017
	<i>Applying IFRS 9 and IFRS 15 (2017 adjusted)</i>	
Three-month periods ended March 31 (\$ millions)		
Goods and services purchased	5	4
Employee benefits expense	29	—
<b>Restructuring and other costs included in EBITDA</b>	<b>34</b>	4

## 11.2 Operating indicators

The following measures are industry metrics that are useful in assessing the operating performance of a wireless and wireline telecommunications entity, but do not have a standardized meaning under IFRS-IASB.

**Average billing per subscriber unit per month (ABPU)** for wireless subscribers is calculated as network revenue derived from monthly service plan, roaming and usage charges, as well as monthly re-payments of the outstanding device balance owing from customers on contract; divided by the average number of subscriber units on the network during the period and is expressed as a rate per month.

**Average revenue per subscriber unit per month (ARPU)** for wireless subscribers is calculated as network revenue derived from monthly service plan, roaming and usage charges; divided by the average number of subscriber units on the network during the period and is expressed as a rate per month.

**Churn per month (or churn)** is calculated as the number of subscriber units deactivated during a given period divided by the average number of subscriber units on the network during the period, and is expressed as a rate per month. Blended churn refers to the aggregate average of both prepaid and postpaid churn. A TELUS, Koodo or Public Mobile brand prepaid wireless subscriber is deactivated when the subscriber has no usage for 90 days following expiry of the prepaid credits.

**Wireless subscriber unit (subscriber)** is defined as an active mobile recurring revenue-generating unit (e.g. mobile phone, tablet or mobile Internet key) with a unique subscriber identifier (SIM or IMEI number). In addition, TELUS has a direct billing or support relationship with the user of each device. Subscriber units exclude machine-to-machine devices (a subset of the Internet of Things), such as those used for asset tracking, remote control monitoring and meter readings, vending machines and wireless automated teller machines.

**Wireline subscriber connection** is defined as an active recurring revenue-generating unit that has access to stand-alone services, including fixed Internet access, TELUS TV and residential network access lines (NALs). In addition, TELUS has a direct billing or support relationship with the user of each service. Reported subscriber units exclude business NALs, as the impact of migrating from voice lines to IP services has led to business NAL losses without a similar decline in revenue, thus diminishing its relevance as a key performance indicator.



**TELUS CORPORATION**

**CONDENSED INTERIM CONSOLIDATED  
FINANCIAL STATEMENTS**

**(UNAUDITED)**

**MARCH 31, 2018**

condensed interim consolidated statements of income and  
other comprehensive income

(unaudited)

Periods ended March 31 (millions except per share amounts)	Note	Three months	
		2018 (Note 2(c))	2017 (adjusted – Note 2(c))
<b>OPERATING REVENUES</b>			
Service		\$ 2,886	\$ 2,762
Equipment		465	408
Revenues arising from contracts with customers	6	3,351	3,170
Other operating income	7	26	13
		<b>3,377</b>	<b>3,183</b>
<b>OPERATING EXPENSES</b>			
Goods and services purchased		1,408	1,324
Employee benefits expense	8	700	624
Depreciation	17	411	402
Amortization of intangible assets	18	139	130
		<b>2,658</b>	<b>2,480</b>
<b>OPERATING INCOME</b>		<b>719</b>	<b>703</b>
Financing costs	9	156	138
<b>INCOME BEFORE INCOME TAXES</b>		<b>563</b>	<b>565</b>
Income taxes	10	151	143
<b>NET INCOME</b>		<b>412</b>	<b>422</b>
<b>OTHER COMPREHENSIVE INCOME</b>	11		
<b>Items that may subsequently be reclassified to income</b>			
Change in unrealized fair value of derivatives designated as cash flow hedges		(7)	(9)
Foreign currency translation adjustment arising from translating financial statements of foreign operations		(4)	3
		<b>(11)</b>	<b>(6)</b>
<b>Items never subsequently reclassified to income</b>			
Change in measurement of investment financial assets		—	(2)
Employee defined benefit plan re-measurements		(43)	68
		<b>(43)</b>	<b>66</b>
		<b>(54)</b>	<b>60</b>
<b>COMPREHENSIVE INCOME</b>		<b>\$ 358</b>	<b>\$ 482</b>
<b>NET INCOME ATTRIBUTABLE TO:</b>			
Common Shares		\$ 410	\$ 414
Non-controlling interests		2	8
		<b>\$ 412</b>	<b>\$ 422</b>
<b>COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>			
Common Shares		\$ 357	\$ 472
Non-controlling interests		1	10
		<b>\$ 358</b>	<b>\$ 482</b>
<b>NET INCOME PER COMMON SHARE</b>	12		
Basic		\$ 0.69	\$ 0.70
Diluted		\$ 0.69	\$ 0.70
<b>TOTAL WEIGHTED AVERAGE COMMON SHARES OUTSTANDING</b>			
Basic		595	591
Diluted		595	591

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

As at (millions)	Note	March 31, 2018	December 31, 2017 (adjusted – Note 2(c))	January 1, 2017 (Note 2(c))
<b>ASSETS</b>				
<b>Current assets</b>				
Cash and temporary investments, net		\$ 415	\$ 509	\$ 432
Accounts receivable	6(b)	1,449	1,614	1,462
Income and other taxes receivable		15	96	9
Inventories	1(b)	347	380	320
Contract assets	6(c)	757	757	700
Prepaid expenses	20	614	493	443
Current derivative assets	4(e)	26	18	11
		<b>3,623</b>	<b>3,867</b>	<b>3,377</b>
<b>Non-current assets</b>				
Property, plant and equipment, net	17	11,482	11,368	10,464
Intangible assets, net	18	10,754	10,658	10,364
Goodwill, net	18	4,569	4,236	3,787
Contract assets	6(c)	377	396	352
Other long-term assets	20	480	528	733
		<b>27,662</b>	<b>27,186</b>	<b>25,700</b>
		<b>\$ 31,285</b>	<b>\$ 31,053</b>	<b>\$ 29,077</b>
<b>LIABILITIES AND OWNERS' EQUITY</b>				
<b>Current liabilities</b>				
Short-term borrowings	22	\$ 100	\$ 100	\$ 100
Accounts payable and accrued liabilities	23	2,054	2,460	2,330
Income and other taxes payable		38	34	37
Dividends payable	13	299	299	284
Advance billings and customer deposits	24	624	632	584
Provisions	25	69	78	124
Current maturities of long-term debt	26	852	1,404	1,327
Current derivative liabilities	4(e)	6	33	12
		<b>4,042</b>	<b>5,040</b>	<b>4,798</b>
<b>Non-current liabilities</b>				
Provisions	25	726	511	395
Long-term debt	26	13,138	12,256	11,604
Other long-term liabilities	27	873	847	736
Deferred income taxes		2,926	2,941	2,511
		<b>17,663</b>	<b>16,555</b>	<b>15,246</b>
<b>Liabilities</b>		<b>21,705</b>	<b>21,595</b>	<b>20,044</b>
<b>Owners' equity</b>				
Common equity	28	9,508	9,416	9,014
Non-controlling interests		72	42	19
		<b>9,580</b>	<b>9,458</b>	<b>9,033</b>
		<b>\$ 31,285</b>	<b>\$ 31,053</b>	<b>\$ 29,077</b>

Contingent Liabilities

29

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

# condensed interim consolidated statements of changes in owners' equity

(unaudited)

		Common equity							
		Equity contributed							
		Common Shares (Note 28)							
(millions)	Note	Number of shares	Share capital	Contributed surplus	Retained earnings	Accumulated other comprehensive income	Total	Non-controlling interests	Total
Balance as at January 1, 2017									
As previously reported IFRS 9, <i>Financial Instruments</i> transitional amount	2(a), 11	590	\$ 5,029	\$ 372	\$ 2,474	\$ 42	\$ 7,917	\$ 19	\$ 7,936
IFRS 15, <i>Revenue from Contracts with Customers</i> transitional amount	2(c)	—	—	—	3	(3)	—	—	—
Balance as at March 31, 2017									
As adjusted		590	5,029	372	3,574	39	9,014	19	9,033
Net income	2(c)	—	—	—	414	—	414	8	422
Other comprehensive income	11	—	—	—	68	(10)	58	2	60
Dividends	13	—	—	—	(283)	—	(283)	—	(283)
Share option award net-equity settlement feature	14(d)	1	1	(1)	—	—	—	—	—
Change in ownership interests of subsidiary		—	—	(3)	—	—	(3)	1	(2)
Balance as at January 1, 2018									
As previously reported IFRS 9, <i>Financial Instruments</i> transitional amount	2(a), 11	595	\$ 5,205	\$ 370	\$ 2,595	\$ 51	\$ 8,221	\$ 42	\$ 8,263
IFRS 15, <i>Revenue from Contracts with Customers</i> transitional amount	2(c)	—	—	—	1,195	—	1,195	—	1,195
As adjusted		595	5,205	370	3,794	47	9,416	42	9,458
Net income		—	—	—	410	—	410	2	412
Other comprehensive income	11	—	—	—	(43)	(10)	(53)	(1)	(54)
Dividends	13	—	—	—	(299)	—	(299)	—	(299)
Dividends reinvested and optional cash payments	13(b), 14(c)	—	20	—	—	—	20	—	20
Share option award net-equity settlement feature	14(d)	—	1	(1)	—	—	—	—	—
Change in ownership interests of subsidiary	31(a)	—	—	14	—	—	14	29	43
Balance as at March 31, 2018									
		595	\$ 5,226	\$ 383	\$ 3,862	\$ 37	\$ 9,508	\$ 72	\$ 9,580

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

# condensed interim consolidated statements of cash flows

(unaudited)

Periods ended March 31 (millions)	Note	Three months	
		2018	2017
			(adjusted – Note 2(c))
<b>OPERATING ACTIVITIES</b>			
Net income		\$ 412	\$ 422
Adjustments to reconcile net income to cash provided by operating activities:			
Depreciation and amortization		550	532
Deferred income taxes	10	7	86
Share-based compensation expense, net	14(a)	18	16
Net employee defined benefit plans expense	15(a)	25	21
Employer contributions to employee defined benefit plans		(21)	(22)
Non-current contract assets		19	3
Other		4	(12)
Net change in non-cash operating working capital	31(a)	(176)	(337)
Cash provided by operating activities		838	709
<b>INVESTING ACTIVITIES</b>			
Cash payments for capital assets, excluding spectrum licences	31(a)	(738)	(796)
Cash payments for acquisitions, net	18(b)	(204)	(12)
Real estate joint ventures advances	21(c)	(6)	(5)
Real estate joint venture receipts	21(c)	1	3
Proceeds on disposition		15	3
Other		—	(15)
Cash used by investing activities		(932)	(822)
<b>FINANCING ACTIVITIES</b>			
Dividends paid to holders of Common Shares	31(b)		
Repayment of short-term borrowings	13(a)	(279)	(284)
Long-term debt issued		(6)	—
Redemptions and repayment of long-term debt	26	2,161	2,518
Issue of shares by subsidiary to non-controlling interests	26	(1,895)	(1,749)
Other	31(a)	24	—
		(5)	(10)
Cash provided (used) by financing activities		—	475
<b>CASH POSITION</b>			
Increase (decrease) in cash and temporary investments, net		(94)	362
Cash and temporary investments, net, beginning of period		509	432
Cash and temporary investments, net, end of period		\$ 415	\$ 794
<b>SUPPLEMENTAL DISCLOSURE OF OPERATING CASH FLOWS</b>			
Interest paid		\$ (150)	\$ (142)
Interest received		\$ 2	\$ —
Income taxes paid, net		\$ (56)	\$ (146)

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

**MARCH 31, 2018**

TELUS Corporation is one of Canada's largest telecommunications companies, providing a wide range of telecommunications services and products, including wireless and wireline voice and data. Data services include: Internet protocol; television; hosting, managed information technology and cloud-based services; healthcare solutions; business process outsourcing; and home security.

TELUS Corporation was incorporated under the *Company Act* (British Columbia) on October 26, 1998, under the name BCT.TELUS Communications Inc. (BCT). On January 31, 1999, pursuant to a court-approved plan of arrangement under the *Canada Business Corporations Act* among BCT, BC TELECOM Inc. and the former Alberta-based TELUS Corporation (TC), BCT acquired all of the shares of BC TELECOM Inc. and TC in exchange for Common Shares and Non-Voting Shares of BCT, and BC TELECOM Inc. was dissolved. On May 3, 2000, BCT changed its name to TELUS Corporation and in February 2005, TELUS Corporation transitioned under the *Business Corporations Act* (British Columbia), successor to the *Company Act* (British Columbia). TELUS Corporation maintains its registered office at Floor 7, 510 West Georgia Street, Vancouver, British Columbia, V6B 0M3.

The terms "TELUS", "we", "us", "our" or "ourselves" are used to refer to TELUS Corporation and, where the context of the narrative permits or requires, its subsidiaries.

## 1 condensed interim consolidated financial statements

### (a) Basis of presentation

The notes presented in our condensed interim consolidated financial statements include only significant events and transactions and are not fully inclusive of all matters normally disclosed in our annual audited financial statements; thus, our interim consolidated financial statements are referred to as condensed. Our condensed interim consolidated financial statements should be read in conjunction with our audited consolidated financial statements for the year ended December 31, 2017.

Our condensed interim consolidated financial statements are expressed in Canadian dollars and follow the same accounting policies and methods of their application as set out in our consolidated financial statements for the year ended December 31, 2017, other than as set out in *Notes 2, 6, 8, 20 and 24*. The generally accepted accounting principles that we use are International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS-IASB) and Canadian generally accepted accounting principles. Our condensed interim consolidated financial statements comply with International Accounting Standard 34, *Interim Financial Reporting* and reflect all adjustments (which are of a normal recurring nature) that are, in our opinion, necessary for a fair statement of the results for the interim periods presented.

Our condensed interim consolidated financial statements for the three-month period ended March 31, 2018, were authorized by our Board of Directors for issue on May 10, 2018.

Notes to condensed interim consolidated financial statements	Page
General application	
1. Condensed interim consolidated financial statements	6
2. Accounting policy developments	7
3. Capital structure financial policies	14
4. Financial instruments	16
Consolidated results of operations focused	
5. Segment information	22
6. Revenue from contracts with customers	24
7. Other operating income	25
8. Employee benefits expense	26
9. Financing costs	26
10. Income taxes	27
11. Other comprehensive income	28
12. Per share amounts	29
13. Dividends per share	29
14. Share-based compensation	29
15. Employee future benefits	32
16. Restructuring and other costs	32
Consolidated financial position focused	
17. Property, plant and equipment	33
18. Intangible assets and goodwill	34
19. Leases	37
20. Other long-term assets	38
21. Real estate joint ventures	38
22. Short-term borrowings	40
23. Accounts payable and accrued liabilities	41
24. Advance billings and customer deposits	41
25. Provisions	42
26. Long-term debt	43
27. Other long-term liabilities	45
28. Common Share capital	46
29. Contingent liabilities	46
Other	
30. Related party transactions	48
31. Additional statement of cash flow information	49

**(b) Inventories**

Our inventories primarily consist of wireless handsets, parts and accessories (totalling \$281 million (December 31, 2017 – totalling \$322 million (*adjusted – Note 2(c)*); January 1, 2017 – \$268 million (*Note 2(c)*)) and communications equipment held for resale. Costs of goods sold for the three-month period ended March 31, 2018, totalled \$467 million (2017 – \$408 million).

## 2 accounting policy developments

### (a) Initial application of standards, interpretations and amendments to standards and interpretations in the reporting period

- Amendments to standards arising from *Annual Improvements to IFRSs 2015-2017 Cycle* were required to be applied for years beginning on or after January 1, 2019; such application has had no effect on our financial performance or disclosure.
- Amendments to standards arising from *Annual Improvements to IFRSs 2014-2016 Cycle* were required to be applied for years beginning on or after January 1, 2017 (for IFRS 12, *Disclosure of Interests in Other Entities*), and January 1, 2018 (for the balance of the amendments); such application has had no effect on our financial performance or disclosure.
- IFRS 9, *Financial Instruments*, is required to be applied for years beginning on or after January 1, 2018, with retrospective application. The new standard includes a model for the classification and measurement of financial instruments, a single forward-looking “expected loss” impairment model and a reformed approach to hedge accounting. Our financial performance is currently not materially affected by the retrospective application of the standard, nor is our financial position, as set out in (c) following.

The original measurement category and carrying amount of portfolio investments (see *Note 20*) determined in accordance with IAS 39, *Financial Instruments: Recognition and Measurement* of our investments, as set out in *Note 20*, and the measurement category and carrying amount determined under the new standard are as follows:

As at (millions)	December 31, 2017			January 1, 2017		
	As previously reported	IFRS 9 effects	As currently reported	As previously reported	IFRS 9 effects	As currently reported
<b>Classified as</b>						
Available-for-sale financial assets	\$ 41	\$ (41)	\$ —	\$ 62	\$ (62)	\$ —
Fair value through net income <sup>1</sup>	—	20	20	—	41	41
Fair value through other comprehensive income	—	21	21	—	21	21
	\$ 41	\$ —	\$ 41	\$ 62	\$ —	\$ 62

<sup>1</sup> Arising from the classification of investments as accounted for at fair value through net income under the new standard, as at December 31, 2017, \$4 (January 1, 2017 – \$3), net of income tax effects of \$1 (January 1, 2017 – \$1), has been adjusted to retained earnings from accumulated other comprehensive income.

- IFRS 15, *Revenue from Contracts with Customers*, is required to be applied for years beginning on or after January 1, 2018. The International Accounting Standards Board and the Financial Accounting Standards Board of the United States worked on this joint project to clarify the principles for the recognition of revenue. The new standard was released in May 2014 and supersedes existing standards and interpretations including IAS 18, *Revenue*. We have applied the standard retrospectively to prior reporting periods, subject to permitted and elected practical expedients.

The effects of the new standard and the materiality of those effects will vary by industry and entity; the effects on us of our retrospective application are set out in (c) following. Like many other telecommunications companies, we are materially affected by its application, primarily in respect of the timing of revenue recognition, the classification of revenue, the capitalization of costs of obtaining a contract with a customer and the capitalization of the costs of contract fulfilment (as defined by the new standard).

#### *Revenue – timing of recognition; classification*

The timing of revenue recognition and the classification of our revenues as either service revenues or equipment revenues are affected, since the allocation of consideration in multiple element arrangements (solutions for our customers that may involve deliveries of multiple services and products that occur at different points in time and/or over different periods of time) is no longer affected by the limitation cap methodology previously required by generally accepted accounting principles.

The effects of the timing of revenue recognition and the classification of revenue are most pronounced in our wireless results. Although the measurement of the total revenue recognized over the life of a contract is largely unaffected by the new standard, the prohibition of the use of the limitation cap methodology accelerates the recognition of total contract revenue, relative to both the associated cash inflows from customers and our previous practice (using the limitation cap methodology). The acceleration of the recognition of contract revenue relative to the associated cash inflows also results in the recognition of an amount reflecting the resulting difference as a contract asset. Although the underlying transaction economics do not differ, during periods of sustained growth in the number of wireless subscriber connection additions, assuming comparable contract-lifetime per unit cash inflows, revenues would appear to be greater than under the previous practice (using the limitation cap methodology). Wireline results arising from transactions that include the initial provision of subsidized equipment or promotional pricing plans will be similarly affected.

We have retrospectively applied the new standard, such application having been subject to associated decisions in respect of transitional provisions and permitted practical expedients. The contract asset initially recorded upon transition to the new standard represents revenues that will not be, and have not been, reflected, at any time, in our periodic results of operations, but would have been if not for transitioning to the new standard; the effect of this “pulling forward” of revenues is expected to be somewhat muted by the composite ongoing inception, maturation and expiration of millions of multi-year contracts with our customers.

*Costs of contract acquisition; costs of contract fulfilment – timing of recognition*

Similarly, the measurement of the total costs of contract acquisition and contract fulfilment over the life of a contract is unaffected by the new standard, but the timing of recognition is. The new standard results in our costs of contract acquisition and contract fulfilment, to the extent that they are material, being capitalized and subsequently recognized as an expense over the life of a contract on a rational, systematic basis consistent with the pattern of the transfer of goods or services to which the asset relates. Although the underlying transaction economics would not differ, during periods of sustained growth in the number of customer connection additions, assuming comparable per unit costs of contract acquisition and contract fulfilment, absolute profitability measures would appear to be greater than under the previous practice (immediate expensing of such costs).

*Implementation*

Our operations and associated systems are complex and our accounting for millions of multi-year contracts with our customers was affected. Significantly, in order to effect the associated accounting, incremental compilation of historical data was necessary for the millions of already existing multi-year contracts with our customers that were in-scope for purposes of transitioning to the new standard.

After a multi-year expenditure of time and effort, we developed the necessary accounting policies, estimates, judgments and processes necessary to transition to the new standard. Upon completion of the implementation of these items, including implementation of the critical incremental requirements of our information technology systems, we completed the incremental compilation of historical data, as well as the accounting for that data, all of which is necessary to transition to the new standard.

We are using the following practical expedients provided for in, and transitioning to, the new standard:

- No restatement for contracts which were completed as at January 1, 2017, or earlier.
- No restatement for contracts which were modified prior to January 1, 2017. The aggregate effect of all such modifications will be reflected when identifying satisfied and unsatisfied performance obligations and the transaction prices to be allocated thereto and when determining the transaction prices.
- No disclosure of the aggregate transaction prices allocated to remaining unfulfilled, or partially unfulfilled, performance obligations for all periods ending prior to January 1, 2018.

**(b) Standards, interpretations and amendments to standards not yet effective and not yet applied**

- In January 2016, the International Accounting Standards Board released IFRS 16, *Leases*, which is required to be applied for years beginning on or after January 1, 2019, and which supersedes IAS 17, *Leases*. We are currently assessing the impacts and transition provisions of the new standard. The International Accounting Standards Board and the Financial Accounting Standards Board of the United States worked together to modify the accounting for leases, generally by eliminating lessees' classification of leases as either operating leases or finance leases and, for IFRS-IASB, introducing a single lessee accounting model.

The most significant effect of the new standard will be the lessee's recognition of the initial present value of unavoidable future lease payments as lease assets and lease liabilities on the statement of financial position,



including those for most leases that would currently be accounted for as operating leases. Both leases with durations of 12 months or less and leases for low-value assets may be exempted.

The measurement of the total lease expense over the term of a lease will be unaffected by the new standard. However, the new standard will result in the timing of lease expense recognition being accelerated for leases which would currently be accounted for as operating leases; the International Accounting Standards Board expects that this effect may be muted by a lessee having a portfolio of leases with varying maturities and lengths of term, and we expect that we will be similarly affected. The presentation on the statement of income and other comprehensive income required by the new standard will result in most non-executory lease expenses being presented as depreciation of right-of-use lease assets and financing costs arising from lease liabilities, rather than as a part of goods and services purchased; reported operating income would thus be higher under the new standard.

Relative to the results of applying the current standard, although actual cash flows will be unaffected, the lessee's statement of cash flows will reflect increases in cash flows from operating activities offset equally by decreases in cash flows from financing activities. This is the result of the payments of the "principal" component of leases that would currently be accounted for as operating leases being presented as a cash flow use within financing activities under the new standard.

We are currently assessing the impacts and transition provisions of the new standard; however, we are currently considering applying the standard retrospectively with the cumulative effect of initially applying the new standard recognized at the date of initial application, January 1, 2019, subject to permitted and elected practical expedients; such method of application would not result in retrospective adjustment of amounts reported for fiscal periods prior to fiscal 2019. Our current estimate of the time and effort necessary to develop and implement the accounting policies, estimates and processes (including incremental requirements of our information technology systems) we will need to have in place in order to comply with the new standard extends into the latter half of 2018. We expect that our Consolidated statement of financial position will be materially affected, as will those financial metrics related to both debt and results of operations; however, at this time it is not possible to make reasonable quantitative estimates of the effects of the new standard.

#### *Implementation*

As a transitional practical expedient permitted by the new standard, we do not expect to reassess whether contracts are, or contain, leases as at January 1, 2019, using the criteria of the new standard; as at January 1, 2019, only contracts that were previously identified as leases applying IAS 17, *Leases* and IFRIC 4, *Determining whether an Arrangement contains a Lease*, will be a part of the transition to the new standard. Only contracts entered into (or changed) after January 1, 2019, will be assessed for being, or containing, leases applying the criteria of the new standard.

**(c) Impacts of application of new standards in fiscal 2018**

IFRS 15, *Revenue from Contracts with Customers* affected our Consolidated statements of income and other comprehensive income as follows:

Three-month periods ended March 31 (millions except per share amounts)

	2018			2017		
	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported
<b>Operating revenues</b>						
Service	\$ 3,192	\$ (306)	\$ 2,886	\$ 3,027	\$ (265)	\$ 2,762
Equipment	177	288	465	158	250	408
Revenues arising from contracts with customers	3,369	(18)	3,351	3,185	(15)	3,170
Other operating income <sup>1</sup>	26	—	26	13	—	13
	3,395	(18)	3,377	3,198	(15)	3,183
<b>Operating expenses</b>						
Goods and services purchased	1,406	2	1,408	1,313	11	1,324
Employee benefits expense	702	(2)	700	624	—	624
Depreciation	411	—	411	402	—	402
Amortization of intangible assets	139	—	139	130	—	130
	2,658	—	2,658	2,469	11	2,480
<b>Operating income</b>	737	(18)	719	729	(26)	703
Financing costs	156	—	156	138	—	138
<b>Income before income taxes</b>	581	(18)	563	591	(26)	565
Income taxes	156	(5)	151	150	(7)	143
<b>Net income</b>	425	(13)	412	441	(19)	422
<b>Other comprehensive income <sup>1</sup></b>	(54)	—	(54)	60	—	60
<b>Comprehensive income <sup>1</sup></b>	\$ 371	\$ (13)	\$ 358	\$ 501	\$ (19)	\$ 482
<b>Net income attributable to:</b>						
Common Shares	\$ 423	\$ (13)	\$ 410	\$ 433	\$ (19)	\$ 414
Non-controlling interest	2	—	2	8	—	8
	\$ 425	\$ (13)	\$ 412	\$ 441	\$ (19)	\$ 422
<b>Comprehensive income attributable to:</b>						
Common Shares	\$ 370	\$ (13)	\$ 357	\$ 491	\$ (19)	\$ 472
Non-controlling interest	1	—	1	10	—	10
	\$ 371	\$ (13)	\$ 358	\$ 501	\$ (19)	\$ 482
<b>Net income per Common Share</b>						
Basic	\$ 0.71	\$ (0.02)	\$ 0.69	\$ 0.73	\$ (0.03)	\$ 0.70
Diluted	\$ 0.71	\$ (0.02)	\$ 0.69	\$ 0.73	\$ (0.03)	\$ 0.70

<sup>1</sup> For the three-month period ended March 31, 2017, other operating income and the change in measurement of investment financial assets included within other comprehensive income was unchanged from the designation of financial assets as being accounted for either at fair value through net income or at fair value through other comprehensive income. Such designation of financial assets is required due to the retrospective implementation of IFRS 9, *Financial Instruments*.

The effects of the transition to IFRS 15 on the line items in the preceding table are set out below:

<b>Amount of IFRS 15 effect</b> (increase (decrease) in millions except per share amounts)						
Allocation of transaction price (affecting timing of revenue recognition)						
Three-month periods ended March 31	2018	2017	Costs incurred to obtain or fulfill a contract with a customer			
			2018	2017	Total	
					2018	2017
Operating revenues						
Service	\$ (306)	\$ (265)	\$ —	\$ —	\$ (306)	\$ (265)
Equipment	\$ 288	\$ 250	\$ —	\$ —	\$ 288	\$ 250
Goods and services purchased	\$ 5	\$ 7	\$ (3)	\$ 4	\$ 2	\$ 11
Employee benefits expense	\$ —	\$ —	\$ (2)	\$ —	\$ (2)	\$ —
Income taxes	\$ (6)	\$ (5)	\$ 1	\$ (2)	\$ (5)	\$ (7)
Net income attributable to:						
Common Shares	\$ (17)	\$ (17)	\$ 4	\$ (2)	\$ (13)	\$ (19)
Net income per Common Share						
Basic	\$ (0.03)	\$ (0.03)	\$ 0.01	\$ —	\$ (0.02)	\$ (0.03)
Diluted	\$ (0.03)	\$ (0.03)	\$ 0.01	\$ —	\$ (0.02)	\$ (0.03)

Previously, costs incurred to obtain or fulfill a contract with a customer were expensed as incurred. The new standard requires that such costs be capitalized and subsequently recognized as an expense over the life of the contract on a rational, systematic basis consistent with the pattern of the transfer of goods or services to which the asset relates.

This has the effect of reducing the costs recognized in the period arising from contracts with customers entered into during the period, offset by the amortization of capitalized costs arising from contracts with customers entered into in previous periods.

Previously, a "limitation cap" constrained the recognition of revenue in a multiple element arrangement to an amount that was not contingent upon either delivering additional items or meeting other specified performance conditions. The new standard requires that amounts contingently billable and collectible in the future are to be recognized currently as revenue to the extent we have currently satisfied our performance obligations to the customer; this is the new standard's most significant effect on us.

For a contract with a customer, this has the effect of allocating more of the consideration to equipment revenue, which is recognized at the inception of the contract, and less to future service revenue.

IFRS 15, *Revenue from Contracts with Customers* affected our Consolidated statements of financial position as follows:

As at (millions)	March 31, 2018			December 31, 2017 <sup>1</sup>			January 1, 2017		
	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported
<b>ASSETS</b>									
<b>Current assets</b>									
Cash and temporary investments, net	\$ 415	\$ —	\$ 415	\$ 509	\$ —	\$ 509	\$ 432	\$ —	\$ 432
Accounts receivable	1,457	(8)	1,449	1,623	(9)	1,614	1,471	(9)	1,462
Income and other taxes receivable	15	—	15	96	—	96	9	—	9
Inventories	345	2	347	378	2	380	318	2	320
Contract assets	—	757	757	—	757	757	—	700	700
Prepaid expenses	377	237	614	260	233	493	233	210	443
Current derivative assets	26	—	26	18	—	18	11	—	11
	2,635	988	3,623	2,884	983	3,867	2,474	903	3,377
<b>Non-current assets</b>									
Property, plant and equipment, net	11,482	—	11,482	11,368	—	11,368	10,464	—	10,464
Intangible assets, net	10,754	—	10,754	10,658	—	10,658	10,364	—	10,364
Goodwill, net	4,569	—	4,569	4,236	—	4,236	3,787	—	3,787
Contract assets	—	377	377	—	396	396	—	352	352
Other long-term assets	372	108	480	421	107	528	640	93	733
	27,177	485	27,662	26,683	503	27,186	25,255	445	25,700
	\$ 29,812	\$ 1,473	\$ 31,285	\$ 29,567	\$ 1,486	\$ 31,053	\$ 27,729	\$ 1,348	\$ 29,077
<b>LIABILITIES AND OWNERS' EQUITY</b>									
<b>Current liabilities</b>									
Short-term borrowings	\$ 100	\$ —	\$ 100	\$ 100	\$ —	\$ 100	\$ 100	\$ —	\$ 100
Accounts payable and accrued liabilities	2,054	—	2,054	2,460	—	2,460	2,330	—	2,330
Income and other taxes payable	38	—	38	34	—	34	37	—	37
Dividends payable	299	—	299	299	—	299	284	—	284
Advance billings and customer deposits	769	(145)	624	782	(150)	632	737	(153)	584
Provisions	69	—	69	78	—	78	124	—	124
Current maturities of long-term debt	852	—	852	1,404	—	1,404	1,327	—	1,327
Current derivative liabilities	6	—	6	33	—	33	12	—	12
	4,187	(145)	4,042	5,190	(150)	5,040	4,951	(153)	4,798
<b>Non-current liabilities</b>									
Provisions	726	—	726	511	—	511	395	—	395
Long-term debt	13,138	—	13,138	12,256	—	12,256	11,604	—	11,604
Other long-term liabilities	873	—	873	847	—	847	736	—	736
Deferred income taxes	2,490	436	2,926	2,500	441	2,941	2,107	404	2,511
	17,227	436	17,663	16,114	441	16,555	14,842	404	15,246
<b>Liabilities</b>	21,414	291	21,705	21,304	291	21,595	19,793	251	20,044
<b>Owners' equity</b>									
Common equity	8,326	1,182	9,508	8,221	1,195	9,416	7,917	1,097	9,014
Non-controlling interests	72	—	72	42	—	42	19	—	19
	8,398	1,182	9,580	8,263	1,195	9,458	7,936	1,097	9,033
	\$ 29,812	\$ 1,473	\$ 31,285	\$ 29,567	\$ 1,486	\$ 31,053	\$ 27,729	\$ 1,348	\$ 29,077

<sup>1</sup> Goodwill and non-current provisions have been adjusted as set out in Note 18(c).

The effects of the transition to IFRS 15 on the line items in the preceding table are set out below:

Amount of IFRS 15 effect (increase (decrease) in millions)									
Allocation of transaction price (affecting timing of revenue recognition)									
As at				Amounts incurred to obtain or fulfill a contract with a customer					
	Mar. 31, 2018	Dec. 31, 2017	Jan. 1, 2017	Mar. 31, 2018	Dec. 31, 2017	Jan. 1, 2017	Total		
							Mar. 31, 2018	Dec. 31, 2017	Jan. 1, 2017
Current assets									
Accounts receivable	\$ (8)	\$ (9)	\$ (9)	\$ —	\$ —	\$ —	\$ (8)	\$ (9)	\$ (9)
Inventories	\$ 2	\$ 2	\$ 2	\$ —	\$ —	\$ —	\$ 2	\$ 2	\$ 2
Contract assets, net	\$ 757	\$ 757	\$ 700	\$ —	\$ —	\$ —	\$ 757	\$ 757	\$ 700
Prepaid expenses and other	\$ —	\$ —	\$ —	\$ 237	\$ 233	\$ 210	\$ 237	\$ 233	\$ 210
Non-current assets									
Contract assets, net	\$ 377	\$ 396	\$ 352	\$ —	\$ —	\$ —	\$ 377	\$ 396	\$ 352
Other long-term assets	\$ —	\$ —	\$ —	\$ 108	\$ 107	\$ 93	\$ 108	\$ 107	\$ 93
Advance billings and customer deposits	\$ (145)	\$ (150)	\$ (153)	\$ —	\$ —	\$ —	\$ (145)	\$ (150)	\$ (153)
Deferred income taxes	\$ 343	\$ 349	\$ 322	\$ 93	\$ 92	\$ 82	\$ 436	\$ 441	\$ 404
Retained earnings	\$ 930	\$ 947	\$ 876	\$ 252	\$ 248	\$ 221	\$ 1,182	\$ 1,195	\$ 1,097

Previously, costs incurred to obtain or fulfill a contract with a customer were expensed as incurred. The new standard requires that such costs be capitalized and subsequently recognized as an expense over the life of the contract on a rational, systematic basis consistent with the pattern of the transfer of goods or services to which the asset relates.

Increases in the amount of costs capitalized in the period arising from contracts with customers entered into during the period are offset by the amortization of capitalized costs arising from contracts with customers entered into in previous periods.

Previously, a "limitation cap" constrained the recognition of revenue in a multiple element arrangement to an amount that was not contingent upon either delivering additional items or meeting other specified performance conditions. The new standard requires that amounts contingently billable and collectible in the future are to be recognized currently as revenue to the extent we have currently satisfied our performance obligations to the customer; this is the new standard's most significant effect on us.

The difference between the revenue recognized currently and the amount currently collected/collectible is recognized on the statement of financial position as a contract asset.

The contract asset recorded at January 1, 2017, represents revenues that will not be, and have not been, reflected at any time in our periodic results of operations, but would have been if not for transitioning to the new standard; the effect of this "pulling forward" of revenues is expected to be somewhat muted by the composite ongoing inception, maturation and expiration of millions of multi-year contracts with our customers.

IFRS 15, *Revenue from Contracts with Customers* affected our Consolidated statements of cash flows as follows:

Three-month periods ended March 31 (millions except per share amounts)							
2018				2017			
	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported	Excluding effects of IFRS 15	IFRS 15 effects	As currently reported	
<b>OPERATING ACTIVITIES</b>							
Net income <sup>1</sup>	\$ 425	\$ (13)	\$ 412	\$ 441	\$ (19)	\$ 422	
Adjustments to reconcile net income to cash provided by operating activities:							
Depreciation and amortization	550	—	550	532	—	532	
Deferred income taxes	12	(5)	7	93	(7)	86	
Share-based compensation expense, net	18	—	18	16	—	16	
Net employee defined benefit plans expense	25	—	25	21	—	21	
Employer contributions to employee defined benefit plans	(21)	—	(21)	(22)	—	(22)	
Non-current contract assets	—	19	19	—	3	3	
Other <sup>1</sup>	5	(1)	4	(19)	7	(12)	
Net change in non-cash operating working capital	(176)	—	(176)	(353)	16	(337)	
Cash provided by operating activities	\$ 838	\$ —	\$ 838	\$ 709	\$ —	\$ 709	

<sup>1</sup> For the three-month period ended March 31, 2017, net income and other reflect no change arising from the designation of financial assets as being accounted for either at fair value through net income or at fair value through other comprehensive income. Such designation of financial assets is required due to the retrospective implementation of IFRS 9, *Financial Instruments*.

### 3 capital structure financial policies

#### General

Our objective when managing capital is to maintain a flexible capital structure that optimizes the cost and availability of capital at acceptable risk.

In the management of capital and in its definition, we include common equity (excluding accumulated other comprehensive income), long-term debt (including long-term credit facilities, commercial paper backstopped by long-term credit facilities and any hedging assets or liabilities associated with long-term debt items, net of amounts recognized in accumulated other comprehensive income), cash and temporary investments, and short-term borrowings arising from securitized trade receivables.

We manage our capital structure and make adjustments to it in light of changes in economic conditions and the risk characteristics of our business. In order to maintain or adjust our capital structure, we may adjust the amount of dividends paid to holders of Common Shares, purchase Common Shares for cancellation pursuant to normal course issuer bids, issue new shares, issue new debt, issue new debt to replace existing debt with different characteristics and/or increase or decrease the amount of trade receivables sold to an arm's-length securitization trust.

During 2018, our financial objectives, which are reviewed annually, were unchanged from 2017. We believe that our financial objectives are supportive of our long-term strategy.

We monitor capital utilizing a number of measures, including: net debt to earnings before interest, income taxes, depreciation and amortization (EBITDA\*) – excluding restructuring and other costs ratio; coverage ratios; and dividend payout ratios. Through the course of fiscal 2018, we will monitor these measures excluding the effects of implementing IFRS 9 and IFRS 15 (see *Note 2(a)*).

#### Debt and coverage ratios

Net debt to EBITDA – excluding restructuring and other costs is calculated as net debt at the end of the period divided by 12-month trailing EBITDA – excluding restructuring and other costs. This measure, historically, is substantially similar to the leverage ratio covenant in our credit facilities. Net debt and EBITDA – excluding restructuring and other costs are measures that do not have any standardized meanings prescribed by IFRS-IASB and are therefore unlikely to be comparable to similar measures presented by other companies. The calculation of these measures is as set out in the following table. Net debt is one component of a ratio used to determine compliance with debt covenants.

As at, or for the 12-month periods ended, March 31 (\$ in millions)	Objective	2018		2017
		As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15 <sup>1</sup>	
Components of debt and coverage ratios				
Net debt <sup>2</sup>		\$ 13,71	\$ 13,785	\$ 13,054
EBITDA – excluding restructuring and other costs <sup>3</sup>		\$ 5,0	\$ 4,973	\$ 4,785
Net interest cost <sup>4</sup>		\$ 5	\$ 582	\$ 564
Debt ratio				
Net debt to EBITDA – excluding restructuring and other costs	2.00 – 2.50 <sup>5</sup>	2.71	2.77	2.73
Coverage ratios				
Earnings coverage <sup>6</sup>		4.8	4.5	4.1
EBITDA – excluding restructuring and other costs interest coverage <sup>7</sup>		8.8	8.5	8.5

<sup>1</sup> We have not recast comparative amounts for purposes of managing capital; as set out in *Note 2(a)*, a practical expedient that we are using in transitioning to IFRS 15 is that we are not recasting for contracts that were completed as at January 1, 2017, or earlier. Accordingly, amounts prior to fiscal 2017 included in the comparative 12-month period ended March 31, 2017, have not been prepared on a basis including IFRS 9 and IFRS 15. For purposes of assessing results compared to the prior period, we have excluded the effects of implementing IFRS 9 and IFRS 15 from our fiscal 2018 results.

\* EBITDA does not have any standardized meaning prescribed by IFRS-IASB and is therefore unlikely to be comparable to similar measures presented by other issuers; we define EBITDA as operating revenues less goods and services purchased and employee benefits expense. We have issued guidance on, and report, EBITDA because it is a key measure that management uses to evaluate the performance of our business, and it is also utilized in measuring compliance with certain debt covenants.

- 2 Net debt is calculated as follows:

	Note	2018	2017
As at March 31			
Long-term debt	26	\$ 13,990	\$ 13,677
Debt issuance costs netted against long-term debt		75	75
Derivative (assets) liabilities, net		59	38
Accumulated other comprehensive income amounts arising from financial instruments used to manage interest rate and currency risks associated with U.S. dollar-denominated long-term debt (excluding tax effects)		(24)	(42)
Cash and temporary investments, net		(415)	(794)
Short-term borrowings	22	100	100
Net debt		\$ 13,785	\$ 13,054

- 3 EBITDA – excluding restructuring and other costs is calculated as follows:

	As currently reported			Excluding effects of implementing IFRS 9 and IFRS 15		
	EBITDA (Note 5) (adjusted – Note 2(c))	Restructuring and other costs (Note 16)	EBITDA – excluding restructuring and other costs	EBITDA (Note 5)	Restructuring and other costs (Note 16)	EBITDA – excluding restructuring and other costs
<b>Add</b>						
Three-month period ended March 31, 2018	\$ 1,269	\$ 34	\$ 1,303	\$ 1,287	\$ 38	\$ 1,325
Year ended December 31, 2017	4,910	117	5,027	4,774	139	4,913
<b>Deduct</b>						
Three-month period ended March 31, 2017	(1,235)	(4)	(1,239)	(1,261)	(4)	(1,265)
	\$ 4,944	\$ 147	\$ 5,091	\$ 4,800	\$ 173	\$ 4,973

- 4 Net interest cost is defined as financing costs, excluding employee defined benefit plans net interest, recoveries on long-term debt prepayment premium and repayment of debt, calculated on a 12-month trailing basis (expenses recorded for long-term debt prepayment premium, if any, are included in net interest cost).
- 5 Our long-term objective range for this ratio is 2.00 – 2.50 times. The ratio as at March 31, 2018, is outside the long-term objective range. We may permit, and have permitted, this ratio to go outside the objective range (for long-term investment opportunities), but will endeavour to return this ratio to within the objective range in the medium term, as we believe that this range is supportive of our long-term strategy. We are in compliance with our credit facilities leverage ratio covenant, which states that we may not permit our net debt to operating cash flow ratio to exceed 4.00:1.00 (see Note 26(d)); the calculation of the debt ratio is substantially similar to the calculation of the leverage ratio covenant in our credit facilities.
- 6 Earnings coverage is defined as net income before borrowing costs and income tax expense, divided by borrowing costs (interest on long-term debt; interest on short-term borrowings and other; long-term debt prepayment premium), and adding back capitalized interest.
- 7 EBITDA – excluding restructuring and other costs interest coverage is defined as EBITDA – excluding restructuring and other costs, divided by net interest cost. This measure is substantially similar to the coverage ratio covenant in our credit facilities.

Excluding the effects of implementing IFRS 9 and IFRS 15, net debt to EBITDA – excluding restructuring and other costs was 2.77 times as at March 31, 2018, up from 2.73 times one year earlier. The increase in net debt exceeded the growth in EBITDA – excluding restructuring and other costs. Excluding the effects of implementing IFRS 9 and IFRS 15, the earnings coverage ratio for the twelve-month period ended March 31, 2018, was 4.5 times, up from 4.1 times one year earlier. Higher borrowing costs reduced the ratio by 0.1 and an increase in income before borrowing costs and income taxes increased the ratio by 0.5. Excluding the effects of implementing IFRS 9 and IFRS 15, the EBITDA – excluding restructuring and other costs interest coverage ratio for the twelve-month period ended March 31, 2018, was 8.5 times, unchanged from one year earlier. Growth in EBITDA – excluding restructuring and other costs increased the ratio by 0.3, while an increase in net interest costs reduced the ratio by 0.3.

#### Dividend payout ratio

The dividend payout ratio presented is a historical measure calculated as the sum of the last four quarterly dividends declared per Common Share, as recorded in the financial statements, divided by the sum of basic earnings per share for the most recent four quarters for interim reporting periods (divided by annual basic earnings per share if the reported amount is in respect of a fiscal year). The dividend payout ratio of adjusted net earnings presented, also a historical measure, differs in that it excludes the gain on exchange of wireless spectrum licences, net gains and equity income from real estate joint ventures, provisions related to business combinations, immediately vesting transformative compensation expense, long-term debt prepayment premium and income tax-related adjustments.

		2018	2017
	Objective	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15
For the 12-month periods ended March 31 (\$ in millions)			
Dividend payout ratio	65%–75% <sup>1</sup>	76%	87%
Dividend payout ratio of adjusted net earnings		76%	76%

- 1 Our objective range for the dividend payout ratio is 65%–75% of sustainable earnings on a prospective basis; we currently expect that we will be within our target guideline on a prospective basis within the medium term. Adjusted net earnings attributable to Common Shares is calculated as follows:

12-month periods ended March 31	2018		2017
	As currently reported	Excluding effects of implementing IFRS 9 and IFRS 15	
	(adjusted – Note 2(c))		
Net income attributable to Common Shares	\$ 1,555	\$ 1,450	\$ 1,278
Gain and net equity income related to real estate redevelopment project, after income taxes	(1)	(1)	(16)
Business acquisition-related provisions, after income taxes	(22)	(22)	11
Income tax-related adjustments	21	21	(18)
Gain on exchange of wireless spectrum licences, after income taxes	—	—	(13)
Immediately vesting transformative compensation expense, after income taxes	—	—	224
Adjusted net earnings attributable to Common Shares	\$ 1,553	\$ 1,448	\$ 1,466

## 4 financial instruments

### (a) Risks – overview

Our financial instruments, and the nature of certain risks to which they may be subject, are as set out in the following table.

Financial instrument	Risks				
	Credit	Liquidity	Market risks		
			Currency	Interest rate	Other price
<b>Measured at amortized cost</b>					
Accounts receivable	X		X		
Contract assets	X				
Construction credit facilities advances to real estate joint venture				X	
Short-term obligations		X	X	X	
Accounts payable		X	X		
Provisions (including restructuring accounts payable)		X	X		X
Long-term debt		X	X	X	
<b>Measured at fair value</b>					
Cash and temporary investments	X		X	X	
Long-term investments (not subject to significant influence) <sup>1</sup>			X		X
Foreign exchange derivatives <sup>2</sup>	X	X	X		
Share-based compensation derivatives <sup>2</sup>	X	X			X

1 Long-term investments over which we do not have significant influence are measured at fair value if those fair values can be reliably measured.

2 Use of derivative financial instruments is subject to a policy which requires that no derivative transaction is to be entered into for the purpose of establishing a speculative or leveraged position (the corollary being that all derivative transactions are to be entered into for risk management purposes only) and sets criteria for the creditworthiness of the transaction counterparties.

### Derivative financial instruments

We apply hedge accounting to financial instruments used to establish hedge accounting relationships for U.S. dollar-denominated transactions and to fix the cost of some share-based compensation. We believe that our use of derivative financial instruments for hedging or arbitrage assists us in managing our financing costs and/or lessening the uncertainty associated with our financing or other business activities. Uncertainty associated with currency risk and other price risk is lessened through our use of foreign exchange derivatives and share-based compensation derivatives that effectively swap currency exchange rates and share prices from floating rates and prices to fixed rates and prices. When entering into derivative financial instrument contracts, we seek to align the cash flow timing of the hedging items with that of the hedged items. The effects of the risk management strategy and its application are set out in (f) following.



**(b) Credit risk**

Excluding credit risk, if any, arising from currency swaps settled on a gross basis, the best representation of our maximum exposure (excluding income tax effects) to credit risk, which is a worst-case scenario and does not reflect results we expect, is set out in the following table:

As at (millions)	March 31, 2018	December 31, 2017	January 1, 2017
		(adjusted – Note 2(c))	(Note 2(c))
Cash and temporary investments, net	\$ 415	\$ 509	\$ 432
Accounts receivable	1,449	1,614	1,462
Contract assets	1,134	1,153	1,052
Derivative assets	29	24	17
	<b>\$ 3,027</b>	<b>\$ 3,300</b>	<b>\$ 2,963</b>

*Cash and temporary investments, net*

Credit risk associated with cash and temporary investments is managed by ensuring that these financial assets are placed with: governments; major financial institutions that have been accorded strong investment grade ratings by a primary rating agency; and/or other creditworthy counterparties. An ongoing review evaluates changes in the status of counterparties.

*Accounts receivable*

Credit risk associated with accounts receivable is inherently managed by the size and diversity of our large customer base, which includes substantially all consumer and business sectors in Canada. We follow a program of credit evaluations of customers and limit the amount of credit extended when deemed necessary.

As at March 31, 2018, the weighted average age of customer accounts receivable was 28 days (December 31, 2017 – 26 days; January 1, 2017 – 26 days) and the weighted average age of past-due customer accounts receivable was 59 days (December 31, 2017 – 60 days; January 1, 2017 – 61 days). Accounts are considered past-due (in default) when the customers have failed to make the contractually required payments when due, which is generally within 30 days of the billing date. Any late payment charges are levied at an industry-based market or negotiated rate on outstanding non-current customer account balances.

As at (millions)	March 31, 2018			December 31, 2017			January 1, 2017		
	Gross	Allowance	Net <sup>1</sup> (Note 6(b))	Gross	Allowance	Net <sup>1</sup> (Note 6(b))	Gross	Allowance	Net <sup>1</sup> (Note 6(b))
						(adjusted – Note 2(c))			(Note 2(c))
<b>Customer accounts receivable, net of allowance for doubtful accounts</b>									
Less than 30 days past billing date	\$ 791	\$ (10)	\$ 781	\$ 900	\$ (5)	\$ 895	\$ 899	\$ (11)	\$ 888
30-60 days past billing date	234	(9)	225	185	(8)	177	185	(9)	176
61-90 days past billing date	71	(8)	63	60	(8)	52	44	(9)	35
More than 90 days past billing date	68	(20)	48	67	(22)	45	80	(25)	55
	<b>\$ 1,164</b>	<b>\$ (47)</b>	<b>\$ 1,117</b>	<b>\$ 1,212</b>	<b>\$ (43)</b>	<b>\$ 1,169</b>	<b>\$ 1,208</b>	<b>\$ (54)</b>	<b>\$ 1,154</b>

<sup>1</sup> Net amounts represent customer accounts receivable for which an allowance had not been made as at the dates of the Consolidated statements of financial position.

We maintain allowances for lifetime expected credit losses related to doubtful accounts. Current economic conditions (including forward-looking macroeconomic data), historical information (including credit agency reports, if available), reasons for the accounts being past due and line of business from which the customer accounts receivable arose are all considered when determining whether to make allowances for past-due accounts. The same factors are considered when determining whether to write off amounts charged to the allowance for doubtful accounts against the customer accounts receivable; written off amounts charged to the customer accounts receivable allowance for doubtful accounts but were still subject to enforcement activity as at March 31, 2018, were \$341 million (December 31, 2017 – \$298 million; January 1, 2017 – \$231 million). The doubtful accounts expense is calculated on a specific-identification basis for customer accounts receivable above a specific balance threshold and on a statistically derived allowance basis for the remainder. No customer accounts receivable are written off directly to the doubtful accounts expense.

The following table presents a summary of the activity related to our allowance for doubtful accounts.

Periods ended March 31 (millions)	Three months	
	2018	2017
Balance, beginning of period	\$ 43	\$ 54
Additions (doubtful accounts expense)	16	17
Accounts written off, net of recoveries	(14)	(21)
Other	2	—
Balance, end of period	\$ 47	\$ 50

### Contract assets

Credit risk associated with contract assets is inherently managed by the size and diversity of our large customer base, which includes substantially all consumer and business sectors in Canada. We follow a program of credit evaluations of customers and limit the amount of credit extended when deemed necessary.

As at (millions)	March 31, 2018			December 31, 2017			January 1, 2017		
	Gross	Allowance	Net (Note 6(c))	Gross	Allowance	Net (Note 6(c))	Gross	Allowance	Net (Note 6(c))
<b>Contract assets, net of impairment allowance</b>									
<i>To be billed and thus reclassified to accounts receivable during:</i>									
The 12-month period ending one year hence	\$ 954	\$ (52)	\$ 902	\$ 958	\$ (51)	\$ 907	\$ 901	\$ (48)	\$ 853
The 12-month period ending two years hence	387	(21)	366	407	(22)	385	359	(21)	338
Thereafter	12	(1)	11	11	—	11	15	(1)	14
	\$ 1,353	\$ (74)	\$ 1,279	\$ 1,376	\$ (73)	\$ 1,303	\$ 1,275	\$ (70)	\$ 1,205

We maintain allowances for lifetime expected credit losses related to contract assets. Current economic conditions, historical information (including credit agency reports, if available), the line of business from which the contract asset arose are all considered when determining impairment allowances. The same factors are considered when determining whether to write off amounts charged to the impairment allowance for contract assets against contract assets.

The following table presents a summary of the activity related to our contract asset impairment allowance.

(millions)	Three-month periods ended March 31		Year ended December 31, 2017
	2018	2017	
Balance, beginning of period	\$ 73	\$ —	\$ —
Transitional amount	—	70	70
Adjusted opening balance	73	70	70
Additions (doubtful accounts expense)	12	11	39
Other	(11)	(8)	(36)
Balance, end of period	\$ 74	\$ 73	\$ 73

### Derivative assets (and derivative liabilities)

Counterparties to our share-based compensation cash-settled equity forward agreements and foreign exchange derivatives are major financial institutions that have been accorded investment grade ratings by a primary credit rating agency. The total dollar amount of credit exposure under contracts with any one financial institution is limited and counterparties' credit ratings are monitored. We do not give or receive collateral on swap agreements and hedging items due to our credit rating and those of our counterparties. While we are exposed to the risk of potential credit losses due to the possible non-performance of our counterparties, we consider this risk remote. Our derivative liabilities do not have credit risk-related contingent features.

### (c) Liquidity risk

As a component of our capital structure financial policies, discussed further in *Note 3*, we manage liquidity risk by:

- maintaining a daily cash pooling process that enables us to manage our available liquidity and our liquidity requirements according to our actual needs;
- maintaining an agreement to sell trade receivables to an arm's-length securitization trust and bilateral bank facilities (*Note 22*), maintaining a commercial paper program (*Note 26(c)*) and maintain syndicated credit facilities (*Note 26(d), (e)*);

- maintaining an in-effect shelf prospectus (our shelf prospectus that was in effect as at March, 31, 2018, expired in April 2018; we intend to file a new shelf prospectus during the three-month period ending June 30, 2018);
- continuously monitoring forecast and actual cash flows; and
- managing maturity profiles of financial assets and financial liabilities.

Our debt maturities in future years are as disclosed in Note 26(f). As at March 31, 2018, we could offer \$0.5 billion of debt or equity securities pursuant to a shelf prospectus that was in effect until April 2018 (December 31, 2017 – \$1.2 billion pursuant to a shelf prospectus that was in effect until April 2018); we intend to file a new shelf prospectus during the three-month period ending June 30, 2018. We believe that our investment grade credit ratings contribute to reasonable access to capital markets.

We closely match the contractual maturities of our derivative financial liabilities with those of the risk exposures they are being used to manage.

The expected maturities of our undiscounted financial liabilities do not differ significantly from the contractual maturities, other than as noted below. The contractual maturities of our undiscounted financial liabilities, including interest thereon (where applicable), are set out in the following tables:

As at March 31, 2018 (millions)	Non-derivative			Derivative						Total
	Non-interest bearing financial liabilities	Short-term borrowings <sup>1</sup>	Construction credit facilities commitment <sup>2</sup> (Note 21)	Composite long-term debt			Currency swap agreement amounts to be exchanged <sup>3</sup>			
				Long-term debt <sup>1</sup> (Note 26)	Currency swap agreement amounts to be exchanged <sup>3</sup>					
					(Receive)	Pay	(Receive)	Pay		
2018	\$ 1,749	\$ 102	\$ 61	\$ 1,256	\$ (870)	\$ 864	\$ (429)	\$ 426	\$ 3,159	
2019	100	—	—	1,567	(46)	46	(120)	117	1,664	
2020	225	—	—	1,516	(46)	46	—	—	1,741	
2021	119	—	—	1,516	(46)	46	—	—	1,635	
2022	18	—	—	2,045	(46)	46	—	—	2,063	
Thereafter	4	—	—	12,526	(1,635)	1,679	—	—	12,574	
Total	\$ 2,215	\$ 102	\$ 61	\$ 20,426	\$ (2,689)	\$ 2,727	\$ (549)	\$ 543	\$ 22,836	
				Total (Note 26(f))		\$ 20,464				

1 Cash outflows in respect of interest payments on our short-term borrowings, commercial paper and amounts drawn under our credit facilities (if any) have been calculated based upon the interest rates in effect as at March 31, 2018.

2 The drawdowns on the construction credit facilities are expected to occur as construction progresses through 2019.

3 The amounts included in undiscounted non-derivative long-term debt in respect of U.S. dollar-denominated long-term debt, and the corresponding amounts in the long-term debt currency swaps receive column, have been determined based upon the currency exchange rates in effect as at March 31, 2018. The hedged U.S. dollar-denominated long-term debt contractual amounts at maturity, in effect, are reflected in the long-term debt currency swaps pay column as gross cash flows are exchanged pursuant to the currency swap agreements.

As at December 31, 2017 (millions)	Non-derivative			Derivative						Total
	Non-interest bearing financial liabilities	Short-term borrowings <sup>1</sup>	Construction credit facilities commitment <sup>2</sup> (Note 21)	Composite long-term debt			Currency swap agreement amounts to be exchanged <sup>3</sup>			
				Long-term debt <sup>1</sup> (Note 26)	Currency swap agreement amounts to be exchanged <sup>3</sup>		(Receive)	Pay		
					(Receive)	Pay		(Receive)	Pay	
2018	\$ 2,232	\$ 103	\$ 67	\$ 1,928	\$ (1,188)	\$ 1,206	\$ (545)	\$ 557	\$ 4,360	
2019	40	—	—	1,531	(44)	46	—	—	1,573	
2020	19	—	—	1,480	(44)	46	—	—	1,501	
2021	95	—	—	1,480	(44)	46	—	—	1,577	
2022	18	—	—	1,913	(44)	46	—	—	1,933	
Thereafter	16	—	—	11,430	(1,591)	1,679	—	—	11,534	
Total	\$ 2,420	\$ 103	\$ 67	\$ 19,762	\$ (2,955)	\$ 3,069	\$ (545)	\$ 557	\$ 22,478	
				Total			\$ 19,876			

1 Cash outflows in respect of interest payments on our short-term borrowings, commercial paper and amounts drawn under our credit facilities (if any) have been calculated based upon the interest rates in effect as at December 31, 2017.

2 The drawdowns on the construction credit facilities are expected to occur as construction progresses through 2019.

3 The amounts included in undiscounted non-derivative long-term debt in respect of U.S. dollar-denominated long-term debt, and the corresponding amounts in the long-term debt currency swaps receive column, have been determined based upon the currency exchange rates in effect as at December 31, 2017. The hedged U.S. dollar-denominated long-term debt contractual amounts at maturity, in effect, are reflected in the long-term debt currency swaps pay column as gross cash flows are exchanged pursuant to the currency swap agreements.

#### (d) Market risks

Net income and other comprehensive income for the three-month periods ended March 31, 2018 and 2017, could have varied if the Canadian dollar: U.S. dollar exchange rate and our Common Share price varied by reasonably possible amounts from their actual statement of financial position date amounts.

The sensitivity analysis of our exposure to currency risk at the reporting date has been determined based upon a hypothetical change taking place at the relevant statement of financial position date. The U.S. dollar-denominated

balances and derivative financial instrument notional amounts as at the statement of financial position dates have been used in the calculations.

The sensitivity analysis of our exposure to other price risk arising from share-based compensation at the reporting date has been determined based upon a hypothetical change taking place at the relevant statement of financial position date. The relevant notional number of Common Shares at the statement of financial position date, which includes those in the cash-settled equity swap agreements, has been used in the calculations.

Income tax expense, which is reflected net in the sensitivity analysis, reflects the applicable statutory income tax rates for the reporting periods.

Three-month periods ended March 31 (increase (decrease) in millions)	Net income		Other comprehensive income		Comprehensive income	
	2018	2017	2018	2017	2018	2017
Reasonably possible changes in market risks <sup>1</sup>						
10% change in C\$: US\$ exchange rate						
Canadian dollar appreciates	\$ —	\$ —	\$ (4)	\$ (13)	\$ (4)	\$ (13)
Canadian dollar depreciates	\$ —	\$ —	\$ 4	\$ 18	\$ 4	\$ 18
25% <sup>2</sup> change in Common Share price <sup>3</sup>						
Price increases	\$ (12)	\$ (9)	\$ 22	\$ 23	\$ 10	\$ 14
Price decreases	\$ 14	\$ 7	\$ (22)	\$ (23)	\$ (8)	\$ (16)

1 These sensitivities are hypothetical and should be used with caution. Changes in net income and/or other comprehensive income generally cannot be extrapolated because the relationship of the change in assumption to the change in net income and/or other comprehensive income may not be linear. In this table, the effect of a variation in a particular assumption on the amount of net income and/or other comprehensive income is calculated without changing any other factors; in reality, changes in one factor may result in changes in another, which might magnify or counteract the sensitivities.

The sensitivity analysis assumes that we would realize the changes in exchange rates; in reality, the competitive marketplace in which we operate would have an effect on this assumption.

No consideration has been made for a difference in the notional number of Common Shares associated with share-based compensation awards made during the reporting period that may have arisen due to a difference in the Common Share price.

2 To facilitate ongoing comparison of sensitivities, a constant variance of approximate magnitude has been used. Reflecting a three-month data period and calculated on a monthly basis, the volatility of our Common Share price as at March 31, 2018, was 4.7% (2017 – 3.8%).

3 The hypothetical effects of changes in the price of our Common Shares are restricted to those which would arise from our share-based compensation awards that are accounted for as liability instruments and the associated cash-settled equity swap agreements.

## (e) Fair values

### General

The carrying values of cash and temporary investments, accounts receivable, short-term obligations, short-term borrowings, accounts payable and certain provisions (including restructuring provisions) approximate their fair values due to the immediate or short-term maturity of these financial instruments. The fair values are determined directly by reference to quoted market prices in active markets.

The fair values of our investment financial assets are based on quoted market prices in active markets or other clear and objective evidence of fair value.

The fair value of our long-term debt is based on quoted market prices in active markets.

The fair values of the derivative financial instruments we use to manage our exposure to currency risk are estimated based on quoted market prices in active markets for the same or similar financial instruments or on the current rates offered to us for financial instruments of the same maturity, as well as discounted future cash flows determined using current rates for similar financial instruments of similar maturities subject to similar risks (such fair value estimates being largely based on the Canadian dollar: U.S. dollar forward exchange rate as at the statement of financial position dates).

The fair values of the derivative financial instruments we use to manage our exposure to increases in compensation costs arising from certain forms of share-based compensation are based on fair value estimates of the related cash-settled equity forward agreements provided by the counterparty to the transactions (such fair value estimates being largely based on our Common Share price as at the statement of financial position dates).

**Derivative**

The derivative financial instruments that we measure at fair value on a recurring basis subsequent to initial recognition are set out in the following table.

As at (millions)		March 31, 2018				December 31, 2017			
	Designation	Maximum maturity date	Notional amount	Fair value <sup>1</sup> and carrying value	Price or rate	Maximum maturity date	Notional amount	Fair value <sup>1</sup> and carrying value	Price or rate
<b>Current Assets<sup>2</sup></b>									
<i>Derivatives used to manage</i>									
Currency risks arising from U.S. dollar-denominated purchases	HFH <sup>3</sup>	2019	\$ 333	\$ 9	US\$1.00: C\$1.25	2018	\$ 110	\$ 2	US\$1.00: C\$1.24
Currency risks arising from U.S. dollar revenues	HFT <sup>4</sup>	2019	\$ 4	—	US\$1.00: C\$1.29	2018	\$ 71	1	US\$1.00: C\$1.25
Changes in share-based compensation costs (Note 14(b))	HFH <sup>3</sup>	2018	\$ 76	10	\$ 41.08	2018	\$ 73	14	\$ 40.91
Currency risks arising from U.S. dollar-denominated long-term debt (Note 26(b)-(c))	HFH <sup>3</sup>	2018	\$ 472	7	US\$1.00: C\$1.27	2018	\$ 124	1	US\$1.00: C\$1.24
				\$ 26				\$ 18	
<b>Other Long-Term Assets<sup>1</sup></b>									
<i>Derivatives used to manage</i>									
Changes in share-based compensation costs (Note 14(b))	HFH <sup>3</sup>	2019	\$ 65	\$ 3	\$ 45.53	2019	\$ 63	\$ 6	\$ 45.46
<b>Current Liabilities<sup>1</sup></b>									
<i>Derivatives used to manage</i>									
Currency risks arising from U.S. dollar-denominated purchases	HFH <sup>3</sup>	2019	\$ 131	\$ 4	US\$1.00: C\$1.33	2018	\$ 376	\$ 14	US\$1.00: C\$1.30
Currency risks arising from U.S. dollar revenues	HFT <sup>4</sup>	2019	\$ 74	1	US\$1.00: C\$1.29	—	\$ —	—	—
Currency risks arising from U.S. dollar-denominated long-term debt (Note 26(b)-(c))	HFH <sup>3</sup>	2018	\$ 368	1	US\$1.00: C\$1.29	2018	\$ 1,036	18	US\$1.00: C\$1.28
Interest rate risk associated with planned refinancing of debt maturing	HFH <sup>3</sup>	—	\$ —	—	—	2018	\$ 300	1	2.14%, GOC 10-year term
				\$ 6				\$ 33	
<b>Other Long-Term Liabilities<sup>1</sup></b>									
<i>Derivatives used to manage</i>									
Changes in share-based compensation costs (Note 14(b))	HFH <sup>3</sup>	2020	\$ 67	\$ —	\$ 48.71	—	\$ —	\$ —	\$ —
Currency risks arising from U.S. dollar-denominated long-term debt (Note 26(b)-(c))	HFH <sup>3</sup>	2027	\$ 1,887	65	US\$1.00: C\$1.32	2027	\$ 1,910	76	US\$1.00: C\$1.32
				\$ 65				\$ 76	

1 Fair value measured at reporting date using significant other observable inputs (Level 2).

2 Derivative financial assets and liabilities are not set off.

3 Designated as held for hedging (HFH) upon initial recognition (cash flow hedging item); hedge accounting is applied.

Unless otherwise noted, hedge ratio is 1:1 and is established by assessing the degree of matching between the notional amounts of hedging items and the notional amounts of the associated hedged items.

4 Designated as held for trading (HFT), and classified as fair value through net income, upon initial recognition; hedge accounting is not applied.

**Non-derivative**

Our long-term debt, which is measured at amortized cost, and the fair value thereof, are set out in the following table.

As at (millions)		March 31, 2018		December 31, 2017	
		Carrying value	Fair value	Carrying value	Fair value
Long-term debt (Note 26)		\$ 13,990	\$ 14,480	\$ 13,660	\$ 14,255

**(f) Recognition of derivative gains and losses**

The following table sets out the gains and losses, excluding income tax effects, arising from derivative instruments that are classified as cash flow hedging items and their location within the Consolidated statements of income and other comprehensive income.

Credit risk associated with such derivative instruments, as discussed further in (b), would be the primary source of hedge ineffectiveness. There was no ineffective portion of derivative instruments classified as cash flow hedging items for the periods presented.

Three-month periods ended March 31 (millions)	Note	Amount of gain (loss) recognized in other comprehensive income (effective portion) (Note 11)		Location	Gain (loss) reclassified from other comprehensive income to income (effective portion) (Note 11)	
		2018	2017		Amount	
					2018	2017
<i>Derivatives used to manage currency risks</i>						
Arising from U.S. dollar-denominated purchases		\$ 13	\$ (2)	Goods and services purchased	\$ (5)	\$ 1
Arising from U.S. dollar-denominated long-term debt	26(b)-(c)	43	(19)	Financing costs	67	(11)
		56	(21)		62	(10)
<i>Derivatives used to manage other price risk</i>						
Changes in share-based compensation costs	14(b)	(9)	—	Employee benefits expense	(3)	1
		\$ 47	\$ (21)		\$ 59	\$ (9)

The following table sets out the gains and losses arising from derivative instruments that are classified as held for trading and that are not designated as being in a hedging relationship, and their location within the Consolidated statements of income and other comprehensive income.

Periods ended March 31 (millions)	Location	Gain (loss) recognized in income on derivatives	
		Three months	
		2018	2017
Derivatives used to manage currency risks	Financing costs	\$ (1)	\$ 2

## 5 segment information

### General

Operating segments are components of an entity that engage in business activities from which they earn revenues and incur expenses (including revenues and expenses related to transactions with the other component(s)), the operations for which can be clearly distinguished and for which the operating results are regularly reviewed by a chief operating decision-maker to make resource allocation decisions and to assess performance.

A significant judgment we make is in respect of distinguishing between our wireless and wireline operations and cash flows (and this extends to allocations of both direct and indirect expenses and of capital expenditures). The clarity of such distinction has been increasingly affected by the convergence and integration of our wireless and wireline telecommunications infrastructure and technology. The continued build-out of our technology-agnostic fibre-optic infrastructure, in combination with converged edge technology, has significantly affected this judgment, as has the commercialization of fixed-wireless telecommunications solutions for customers and the consolidation of our non-customer facing operations. As a result, it has become increasingly impractical and difficult to objectively and clearly distinguish between our wireless and wireline operations and cash flows.

As we do not currently aggregate operating segments, our reportable segments as at March 31, 2018, are also wireless and wireline. The wireless segment includes network revenues and equipment sales arising from mobile technologies. The wireline segment includes data revenues (which include Internet protocol; television; hosting, managed information technology and cloud-based services; customer care and business services outsourcing (formerly business process outsourcing); certain healthcare solutions; and home security), voice and other telecommunications services revenues (excluding wireless arising from mobile technologies), and equipment sales. Segmentation has been based on similarities in technology (mobile versus fixed), the technical expertise required to deliver the service and products, customer characteristics, the distribution channels used and regulatory treatment. Intersegment sales are recorded at the exchange value, which is the amount agreed to by the parties.

The segment information regularly reported to our Chief Executive Officer (our chief operating decision-maker), and the reconciliations thereof to our products and services view of revenues, revenues and income before income taxes, are set out in the following table.

Three-month periods ended March 31 (millions)	Wireless		Wireline		Eliminations		Consolidated	
	2018	2017	2018	2017	2018	2017	2018	2017
		(adjusted – Note 2(c))		(adjusted – Note 2(c))				(adjusted – Note 2(c))
<b>Operating revenues</b>								
External revenues								
Service	\$ 1,479	\$ 1,421	\$ 1,407	\$ 1,341	\$ —	\$ —	\$ 2,886	\$ 2,762
Equipment	404	349	61	59	—	—	465	408
Revenues arising from contracts with customers	1,883	1,770	1,468	1,400	—	—	3,351	3,170
Other operating income	7	2	19	11	—	—	26	13
	1,890	1,772	1,487	1,411	—	—	3,377	3,183
Intersegment revenues	11	11	52	52	(63)	(63)	—	—
	\$ 1,901	\$ 1,783	\$ 1,539	\$ 1,463	\$ (63)	\$ (63)	\$ 3,377	\$ 3,183
<b>EBITDA<sup>1</sup></b>	<b>\$ 836</b>	<b>\$ 797</b>	<b>\$ 433</b>	<b>\$ 438</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 1,269</b>	<b>\$ 1,235</b>
<b>CAPEX<sup>2</sup></b>	<b>\$ 182</b>	<b>\$ 249</b>	<b>\$ 468</b>	<b>\$ 475</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 650</b>	<b>\$ 724</b>
<b>Operating revenues – external (above)</b>							<b>\$ 3,377</b>	<b>\$ 3,183</b>
Goods and services purchased							<b>1,408</b>	1,324
Employee benefits expense							<b>700</b>	624
<b>EBITDA (above)</b>							<b>1,269</b>	1,235
Depreciation							<b>411</b>	402
Amortization							<b>139</b>	130
<b>Operating income</b>							<b>719</b>	703
Financing costs							<b>156</b>	138
<b>Income before income taxes</b>							<b>\$ 563</b>	<b>\$ 565</b>

- 1 Earnings before interest, income taxes, depreciation and amortization (EBITDA) does not have any standardized meaning prescribed by IFRS-IASB and is therefore unlikely to be comparable to similar measures presented by other issuers; we define EBITDA as operating revenues less goods and services purchased and employee benefits expense. We have issued guidance on, and report, EBITDA because it is a key measure that management uses to evaluate the performance of our business, and it is also utilized in measuring compliance with certain debt covenants.
- 2 Total capital expenditures (CAPEX); see Note 31(a) for a reconciliation of capital expenditures to cash payments for capital assets reported in the Consolidated statements of cash flows.

## 6 revenue from contracts with customers

### (a) Revenues

In the determination of the minimum transaction prices in contracts with customers, amounts are allocated to fulfilling, or completion of fulfilling, future contracted performance obligations. Largely, these unfulfilled, or partially unfulfilled, future contracted performance obligations are in respect of services to be provided over the duration of the contract. The following table sets out our aggregate estimated minimum transaction prices allocated to remaining unfulfilled, or partially unfulfilled, future contracted performance obligations and the timing of when we might expect to recognize the associated revenues; actual amounts could differ from these estimates due to a variety of factors including the unpredictable nature of: customer behaviour, industry regulation; the economic environments in which we operate; and competitor behaviour.

#### Incremental accounting policy disclosure due to initial application of IFRS 15 (see Note 2)

We use the following revenue accounting practical expedients provided for in IFRS 15, *Revenue from Contracts with Customers*:

- No adjustment of the contracted amount of consideration for the effects of financing components when at the inception of the contract we expect that the effect of the financing component is not significant at the individual contract level.
- No deferral of contract acquisition costs when the amortization period for such costs would be one year or less.
- When estimating minimum transaction prices allocated to remaining unfulfilled, or partially unfulfilled, performance obligations, exclusion of amounts arising from contracts originally expected to have a duration of one year or less as well as amounts arising from contracts in which we may recognize and bill revenue in an amount that corresponds directly with our completed performance obligations.

As at (millions)	March 31, 2018	December 31, 2017
<b>Estimated minimum transaction price allocated to remaining unfulfilled, or partially unfulfilled, performance obligations to be recognized as revenue in a future period<sup>1,2</sup></b>		
During the 12-month period ending one year hence	\$ 2,069	\$ 2,075
During the 12-month period ending two years hence	833	856
Thereafter	23	24
	<b>\$ 2,925</b>	<b>\$ 2,955</b>

- 1 Excludes constrained variable consideration amounts, amounts arising from contracts originally expected to have a duration of one year or less and, as a permitted practical expedient, amounts arising from contracts that are not affected by revenue recognition timing differences arising from transaction price allocation or in which we may recognize and bill revenue in an amount that corresponds directly with our completed performance obligations.
- 2 IFRS-IASB requires the explanation of when we expect to recognize as revenue the amounts disclosed as the estimated minimum transaction price allocated to remaining unfulfilled, or partially unfulfilled, performance obligations. The estimated amounts disclosed are based upon contractual terms and maturities. Actual minimum transaction price revenues recognized, and the timing thereof, will differ from these estimates primarily due to the frequency with which the actual durations of contracts with customers do not match their contractual maturities.

### (b) Accounts receivable

As at (millions)	Note	March 31, 2018	December 31, 2017	January 1, 2017
Customer accounts receivable				
As reported		\$ 1,164	\$ 1,221	\$ 1,217
Transitional amount	2(c)	—	(9)	(9)
As adjusted		1,164	1,212	1,208
Accrued receivables – customer		171	143	131
Allowance for doubtful accounts	4(b)	(47)	(43)	(54)
		1,288	1,312	1,285
Accrued receivables – other		161	302	177
		<b>\$ 1,449</b>	<b>\$ 1,614</b>	<b>\$ 1,462</b>



**(c) Contract assets**

(millions)	Note	Three-month periods ended March 31		Year ended December 31,
		2018	2017	2017
Balance, beginning of period		\$ 1,303	\$ —	\$ —
Transitional amount	2(c)	—	1,205	1,205
Adjusted opening balance		1,303	1,205	1,205
Net additions arising from operations		281	256	1,270
Amounts billed in period and thus reclassified to accounts receivable <sup>1</sup>		(304)	(274)	(1,166)
Change in impairment allowance, net	4(b)	(1)	(3)	(3)
Other		—	—	(3)
Balance, end of period		\$ 1,279	\$ 1,184	\$ 1,303
To be billed and thus reclassified to accounts receivable during:				
The 12-month period ending one year hence		\$ 902	\$ 834	\$ 907
The 12-month period ending two years hence		366	336	385
Thereafter		11	14	11
Balance, end of period		\$ 1,279	\$ 1,184	\$ 1,303
<b>Reconciliation of contract assets presented in the consolidated statement of financial position – current</b>				
Gross contract assets		\$ 902	\$ 834	\$ 907
Reclassification to contract liabilities for contracts with contract assets less than contract liabilities	24	(5)	(4)	(4)
Reclassification from contract liabilities for contracts with contract liabilities less than contract assets	24	(140)	(144)	(146)
		\$ 757	\$ 686	\$ 757

1 For the three-month period ending March 31, 2018, amounts billed in the period for our wireless segment and reclassified to accounts receivable were \$280 (2017 – \$250; year ended December 31, 2017 – \$1,060).

given to a customer, effectively at contract inception, such as rebates (including prepaid non-bank cards) and/or equipment, are considered performance obligations in a multiple element arrangement. Although the performance obligation is satisfied at contract inception, the customer's payment associated with the performance obligation will effectively be received rateably over the associated contracted service period. The difference between revenue arising from the satisfied performance obligation and the associated amount cumulatively reflected in the billings to the customer is recognized on the consolidated statements of financial position as a contract asset.

- Other forms of consideration given to a customer effectively provided at contract inception or over a period of time, such as discounts (including prepaid bank cards), may result in us receiving no identifiable, separable benefit and are not considered performance obligations. Such consideration is recognized as a reduction of revenue rateably over the term of the contract. The difference between the consideration provided and the associated amount recognized as a reduction of revenue is recognized on the consolidated statements of financial position as a contract asset.

**Incremental accounting policy disclosure due to initial application of IFRS 15**  
(see Note 2)

**Contract assets**

Many of our multiple element arrangements arise from bundling the sale of equipment (e.g. a wireless handset) with a contracted service period. Although the customer receives the equipment at contract inception and the revenue from the associated completed performance obligation is recognized at that time, the customer's payment for the equipment will effectively be received rateably over the contracted service period to the extent it is not received as a lump-sum amount at contract inception. The difference between the equipment revenue recognized and the associated amount cumulatively billed to the customer is recognized on the consolidated statements of financial position as a contract asset.

Contract assets may also arise in instances where we give consideration to a customer.

- Some forms of consideration

**7 other operating income**

Periods ended March 31 (millions)	Note	Three months	
		2018	2017
Government assistance, including deferral account amortization		\$ 6	\$ 7
Investment income, gain (loss) on disposal of assets and other		19	6
Interest income	21(c)	1	—
		\$ 26	\$ 13

## 8 employee benefits expense

Periods ended March 31 (millions)	Note	Three months	
		2018	2017 (adjusted – Note 2(c))
<b>Employee benefits expense – gross</b>			
Wages and salaries		\$ 683	\$ 634
Share-based compensation	14	27	25
Pensions – defined benefit	15(a)	25	21
Pensions – defined contribution	15(b)	24	23
Restructuring costs	16(a)	28	—
Other		40	40
		827	743
<b>Capitalized internal labour costs, net</b>			
Contract acquisition costs	20		
Capitalized		(14)	(11)
Amortized		12	12
Contract fulfilment costs	20		
Capitalized		(1)	(1)
Amortized		1	—
Property, plant and equipment		(84)	(80)
Intangible assets subject to amortization		(41)	(39)
		(127)	(119)
		\$ 700	\$ 624

### Incremental accounting policy disclosure due to initial application of IFRS 15 (see Note 2)

#### Judgments – revenue

In respect of revenue-generating transactions, we must make judgments that affect the timing of the recognition of revenue and some associated expenses.

- We compensate third-party re-sellers and our employees for generating revenues, and we must exercise judgment as to whether such sales-based compensation amounts are costs incurred to obtain contracts with customers that should be capitalized (see Note 20). We believe that compensation amounts tangentially attributable to obtaining a contract with the customer, because the amount of such compensation could be affected in ways other than by

simply obtaining that contract, should be expensed as incurred; compensation amounts directly attributable to obtaining a contract with a customer should be capitalized and subsequently amortized on a systematic basis consistent with the satisfaction of our associated performance obligations.

Judgment must also be exercised in the capitalization of costs incurred to fulfill revenue generating contracts with customers. Such fulfilment costs are those incurred to set-up, activate or otherwise implement services involving access to, or usage of, our telecommunications infrastructure that would not otherwise be capitalized as property, plant and equipment and intangible assets (see Note 20).

## 9 financing costs

Periods ended March 31 (millions)	Note	Three months	
		2018	2017
<b>Interest expense</b>			
Interest on long-term debt		\$ 144	\$ 138
Interest on short-term borrowings and other		2	1
Interest accretion on provisions	25	4	3
		150	142
<b>Employee defined benefit plans net interest</b>	15(a)	4	1
<b>Foreign exchange</b>		4	(5)
		158	138
<b>Interest income</b>		(2)	—
		\$ 156	\$ 138

## 10 income taxes

Periods ended March 31 (millions)	Three months	
	2018	2017 (adjusted – Note 2(c))
<b>Current income tax expense</b>		
For the current reporting period	\$ 144	\$ 63
Adjustments recognized in the current period for income taxes of prior periods	—	(6)
	<b>144</b>	<b>57</b>
<b>Deferred income tax expense (recovery)</b>		
Arising from the origination and reversal of temporary differences	7	80
Adjustments recognized in the current period for income taxes of prior periods	—	6
	<b>7</b>	<b>86</b>
	<b>\$ 151</b>	<b>\$ 143</b>

Our income tax expense and effective income tax rate differ from those calculated by applying the applicable statutory rates for the following reasons:

Three-month periods ended March 31 (\$ in millions)	2018		2017	
			(adjusted – Note 2(c))	
Income taxes computed at applicable statutory rates	\$ 152	27.0%	\$ 150	26.5%
Other	(1)	(0.2)	(7)	(1.2)
Income tax expense per Consolidated statements of income and other comprehensive income	<b>\$ 151</b>	<b>26.8%</b>	<b>\$ 143</b>	<b>25.3%</b>

## 11 other comprehensive income

(millions)	Items that may subsequently be reclassified to income							Item never reclassified to income	Item never reclassified to income			
	Change in unrealized fair value of derivatives designated as cash flow hedges in current period (Note 4(f))							Cumulative foreign currency translation adjustment	Change in measurement of investment financial assets	Accumulated other comp. income	Employee defined benefit plan re-measurements	Other comp. income
	Derivatives used to manage currency risks			Derivatives used to manage other price risk								
	Gains (losses) arising	Prior period (gains) losses transferred to net income	Total	Gains (losses) arising	Prior period (gains) losses transferred to net income	Total	Total					
Accumulated balance as at January 1, 2017			\$ (22)			\$ 2	\$ (20)	\$ 48	\$ 16	\$ 44		
As previously reported IFRS 9, <i>Financial Instruments</i> transitional amount (Note 2(a))			—			—	—	—	(3)	(3)		
As adjusted			(22)			2	(20)	48	13	41		
Other comprehensive income (loss)												
Amount arising	\$ (21)	\$ 10	(11)	\$ —	\$ (1)	(1)	(12)	3	(2)	(11)	\$ 92	\$ 81
Income taxes	\$ (4)	\$ 1	(3)	\$ —	\$ —	—	(3)	—	—	(3)	24	21
Net			(8)			(1)	(9)	3	(2)	(8)	\$ 68	\$ 60
Accumulated balance as at March 31, 2017			\$ (30)			\$ 1	\$ (29)	\$ 51	\$ 11	\$ 33		
Accumulated balance as at January 1, 2018			\$ (9)			\$ 8	\$ (1)	\$ 53	\$ 5	\$ 57		
As previously reported IFRS 9, <i>Financial Instruments</i> transitional amount (Note 2(a))			—			—	—	—	(4)	(4)		
As adjusted			(9)			8	(1)	53	1	53		
Other comprehensive income (loss)												
Amount arising	\$ 56	\$ (62)	(6)	\$ (9)	\$ 3	(6)	(12)	(4)	—	(16)	\$ (62)	\$ (78)
Income taxes	\$ 10	\$ (13)	(3)	\$ (3)	\$ 1	(2)	(5)	—	—	(5)	(19)	(24)
Net			(3)			(4)	(7)	(4)	—	(11)	\$ (43)	\$ (54)
Accumulated balance as at March 31, 2018			\$ (12)			\$ 4	\$ (8)	\$ 49	\$ 1	\$ 42		
Attributable to:												
Common Shares										\$ 37		
Non-controlling interests										5		
										\$ 42		

## 12 per share amounts

Basic net income per Common Share is calculated by dividing net income attributable to Common Shares by the total weighted average number of Common Shares outstanding during the period. Diluted net income per Common Share is calculated to give effect to share option awards and restricted stock units.

The following table presents the reconciliations of the denominators of the basic and diluted per share computations. Net income was equal to diluted net income for all periods presented.

Periods ended March 31 (millions)	Three months	
	2018	2017
Basic total weighted average number of Common Shares outstanding	595	591
Effect of dilutive securities		
Share option awards	—	—
Diluted total weighted average number of Common Shares outstanding	595	591

For the three-month periods ended March 31, 2018 and 2017, no outstanding TELUS Corporation share option awards were excluded in the computation of diluted net income per Common Share.

## 13 dividends per share

### (a) Dividends declared

Three-month periods ended  
March 31 (millions except per  
share amounts)

	2018				2017			
	Declared		Paid to		Declared		Paid to	
Common Share dividends	Effective	Per share	shareholders	Total	Effective	Per share	shareholders	Total
Quarter 1 dividend	Mar. 9, 2018	\$ 0.5050	Apr. 2, 2018	\$ 299	Mar. 10, 2017	\$ 0.4800	Apr. 3, 2017	\$ 283

On May 9, 2018, the Board of Directors declared a quarterly dividend of \$0.5250 per share on our issued and outstanding Common Shares payable on July 3, 2018, to holders of record at the close of business on June 8, 2018. The final amount of the dividend payment depends upon the number of Common Shares issued and outstanding at the close of business on June 8, 2018.

### (b) Dividend Reinvestment and Share Purchase Plan

We have a Dividend Reinvestment and Share Purchase Plan under which eligible holders of Common Shares may acquire additional Common Shares by reinvesting dividends and by making additional optional cash payments to the trustee. In respect of Common Shares whose eligible shareholders have elected to participate in the plan, dividends declared during the three-month period ended March 31, 2018, \$13 million (2017 – \$15 million) were to be reinvested in Common Shares acquired by the trustee from Treasury, with no discount applicable.

## 14 share-based compensation

### (a) Details of share-based compensation expense

Reflected in the Consolidated statements of income and other comprehensive income as Employee benefits expense and in the Consolidated statements of cash flows are the following share-based compensation amounts:

Three-month periods ended March 31 (millions)		2018			2017		
		Employee benefits expense	Associated operating cash outflows	Statement of cash flows adjustment	Employee benefits expense	Associated operating cash outflows	Statement of cash flows adjustment
	Note						
Restricted stock units	(b)	\$ 18	\$ —	\$ 18	\$ 16	\$ —	\$ 16
Employee share purchase plan	(c)	9	(9)	—	9	(9)	—
		\$ 27	\$ (9)	\$ 18	\$ 25	\$ (9)	\$ 16

For the three-month period ended March 31, 2018, the associated operating cash outflows in respect of restricted stock units were net of cash inflows arising from the cash-settled equity swap agreements of \$2 million (2017 – \$2 million). For the three-month period ended March 31, 2018, the income tax benefit arising from share-based compensation was \$7 million (2017 – \$7 million).

**(b) Restricted stock units***TELUS Corporation restricted stock units*

We also award restricted stock units that largely have the same features as our general restricted stock units, but have a variable payout (0% – 200%) that depends upon the achievement of our total customer connections performance condition (with a weighting of 25%) and the total shareholder return on our Common Shares relative to an international peer group of telecommunications companies (with a weighting of 75%). The grant-date fair value of the notional subset of our restricted stock units affected by the total customer connections performance condition equals the fair market value of the corresponding Common Shares at the grant date, and thus the notional subset has been included in the presentation of our restricted stock units with only service conditions. The recurring estimate, which reflects a variable payout, of the fair value of the notional subset of our restricted stock units affected by the relative total shareholder return performance condition is determined using a Monte Carlo simulation.

The following table presents a summary of outstanding TELUS Corporation non-vested restricted stock units.

Number of non-vested restricted stock units as at	March 31, 2018	December 31, 2017
<b>Restricted stock units without market performance conditions</b>		
Restricted stock units with only service conditions	4,835,889	3,327,464
Notional subset affected by total customer connections performance condition	227,999	154,452
	5,063,888	3,481,916
<b>Restricted stock units with market performance conditions</b>		
Notional subset affected by relative total shareholder return performance condition	683,997	463,357
	5,747,885	3,945,273

The following table presents a summary of the activity related to TELUS Corporation restricted stock units without market performance conditions.

Period ended March 31, 2018	Three months		
	Number of restricted stock units <sup>1</sup>		Weighted average grant-date fair value
	Non-vested	Vested	
Outstanding, beginning of period			
Non-vested	3,481,916	—	\$ 41.87
Vested	—	32,848	\$ 41.00
Issued			
Initial award	1,616,557	—	\$ 45.69
In lieu of dividends	37,058	91	\$ 47.20
Vested	(12,482)	12,482	\$ 41.69
Settled in cash	—	(37,067)	\$ 41.30
Forfeited and cancelled	(59,161)	—	\$ 39.86
Outstanding, end of period			
Non-vested	5,063,888	—	\$ 43.09
Vested	—	8,354	\$ 40.71

<sup>1</sup> Excluding the notional subset of restricted stock units affected by the relative total shareholder return performance condition.

With respect to certain issuances of TELUS Corporation restricted stock units, we have entered into cash-settled equity forward agreements that fix our cost; that information, as well as a schedule of non-vested TELUS Corporation restricted stock units outstanding as at March 31, 2018, is set out in the following table.

Vesting in years ending December 31	Number of fixed-cost restricted stock units	Our fixed cost per restricted stock unit	Number of variable-cost restricted stock units	Total number of non-vested restricted stock units <sup>1</sup>
2018	1,845,970	\$ 41.08	27,704	1,873,674
2019	1,439,418	\$ 45.53	288,721	1,728,139
2020	1,369,272	\$ 48.71	308,497	1,677,769
	4,654,660		624,922	5,279,582

<sup>1</sup> Excluding the notional subset of restricted stock units affected by the relative total shareholder return performance condition vesting in years ending December 31, 2018 and 2019.

*TELUS International (Cda) Inc. restricted stock units*

We also award restricted stock units that largely have the same features as the TELUS Corporation restricted stock units, but have a variable payout (0% – 150%) that depends upon the achievement of TELUS International (Cda) Inc. financial performance and non-market quality-of-service performance conditions.



The following table presents a summary of the activity related to TELUS International (Cda) Inc. restricted stock units.

Period ended March 31, 2018	Three months			
	US\$ denominated		Canadian \$ denominated	
	Number of restricted stock units	Weighted average grant-date fair value	Number of restricted stock units	Weighted average grant-date fair value
Outstanding, beginning of period				
Non-vested	374,786	US\$ 24.45	—	\$ —
Vested	—	US\$ —	32,299	\$ 21.36
Issued - initial award	2,622	US\$ 27.70	—	\$ —
Forfeited and cancelled	(1,350)	US\$ 24.10	—	\$ —
Outstanding, end of period				
Non-vested	376,058	US\$ 24.50	—	\$ —
Vested	—	US\$ —	32,299	\$ 21.36

### (c) Employee share purchase plan

We have an employee share purchase plan under which eligible employees up to a certain job classification can purchase our Common Shares through regular payroll deductions. In respect of Common Shares held within employee share purchase plan, Common Share dividends declared during the three-month period ended March 31, 2018, of \$8 million (2017 – \$7 million) were to be reinvested in Common Shares acquired by the trustee from Treasury, with no discount applicable.

### (d) Share option awards

#### *TELUS Corporation share options*

The following table presents a summary of the activity related to the TELUS Corporation share option plan.

Period ended March 31, 2018	Three months	
	Number of share options	Weighted average share option price
Outstanding, beginning of period	740,471	\$ 26.99
Exercised <sup>1</sup>	(278,319)	\$ 23.71
Forfeited	(378)	\$ 29.19
Expired	(9,733)	\$ 23.24
Outstanding, end of period <sup>2</sup>	452,041	\$ 29.08

- The total intrinsic value of share option awards exercised for the three-month period ended March 31, 2018, was \$6 million (reflecting a weighted average price at the dates of exercise of \$45.68 per share). The difference between the number of share options exercised and the number of Common Shares issued (as reflected in the Consolidated statements of changes in owners' equity) is the effect of our choosing to settle share option award exercises using the net-equity settlement feature.
- All outstanding TELUS Corporation share options are vested, their range of prices is \$24.47 – \$31.69 per share and their weighted average remaining contractual life is 1.1 years.

#### *TELUS International (Cda) Inc. share options*

Employees may receive equity share options (equity-settled) to purchase TELUS International (Cda) Inc. common shares at a price equal to, or a multiple of, the fair market value at the time of grant and/or phantom share options (cash-settled) that provide them with exposure to TELUS International (Cda) Inc. common share price appreciation. Share option awards granted under the plan may be exercised over specific periods not to exceed ten years from the time of grant. All equity share option awards and most phantom share option awards have a variable payout (0% – 100%) that depends upon the achievement of TELUS International (Cda) Inc. financial performance and non-market quality-of-service performance conditions.

The following table presents a summary of the activity related to the TELUS International (Cda) Inc. share option plan.

Three-month period ended March 31	2018			
	US\$ denominated		Canadian \$ denominated	
	Number of share options	Weighted average share option price <sup>1</sup>	Number of share options	Share option price <sup>2</sup>
Outstanding, beginning	748,626	US\$ 30.12	53,832	\$ 21.36
Forfeited	(1,172)	US\$ 27.70	—	\$ —
Outstanding, end of period	747,454	US\$ 30.12	53,832	\$ 21.36

- The range of share option prices is US\$21.90 – US\$40.26 per TELUS International (Cda) Inc. equity share and the weighted average remaining contractual life is 8.8 years.
- The weighted average remaining contractual life is 8.3 years.

## 15 employee future benefits

### (a) Defined benefit pension plans – details

Our defined benefit pension plan expense (recovery) was as follows:

Three-month periods ended March 31  
(millions)

Recognized in	2018				2017			
	Employee benefits expense (Note 8)	Financing costs (Note 9)	Other comp. income (Note 11)	Total	Employee benefits expense (Note 8)	Financing costs (Note 9)	Other comp. income (Note 11)	Total
<b>Current service cost</b>	\$ 22	\$ —	\$ —	\$ 22	\$ 19	\$ —	\$ —	\$ 19
<b>Past service costs</b>	1	—	—	1	—	—	—	—
<b>Net interest; return on plan assets</b>								
Interest expense arising from defined benefit obligations accrued	—	79	—	79	—	83	—	83
Return, including interest income, on plan assets <sup>1</sup>	—	(76)	62	(14)	—	(83)	(134)	(217)
Interest effect on asset ceiling limit	—	1	—	1	—	1	—	1
	—	4	62	66	—	1	(134)	(133)
<b>Administrative fees</b>	2	—	—	2	2	—	—	2
<b>Changes in the effect of limiting net defined benefit assets to the asset ceiling</b>	—	—	—	—	—	—	42	42
	\$ 25	\$ 4	\$ 62	\$ 91	\$ 21	\$ 1	\$ (92)	\$ (70)

<sup>1</sup> The interest income on the plan assets portion of the employee defined benefit plans net interest amount included in Financing costs reflects a rate of return on plan assets equal to the discount rate used in determining the defined benefit obligations accrued.

### (b) Defined contribution plans – expense

Our total defined contribution pension plan costs recognized were as follows:

Periods ended March 31 (millions)	Three months	
	2018	2017
Union pension plan and public service pension plan contributions	\$ 6	\$ 6
Other defined contribution pension plans	18	17
	\$ 24	\$ 23

## 16 restructuring and other costs

### (a) Details of restructuring and other costs

With the objective of reducing ongoing costs, we incur associated incremental, non-recurring restructuring costs, as discussed further in (b) following. We may also incur atypical charges when undertaking: major or transformational changes to our business or operating models; or post-acquisition business integration. We also include incremental external costs incurred in connection with business acquisition or disposition activity, as well as litigation costs, in the context of significant losses or settlements, in other costs.

Restructuring and other costs are presented in the Consolidated statements of income and other comprehensive income, as set out in the following table:

Periods ended March 31 (millions)	Restructuring (b)		Other (c)		Total	
	2018	2017	2018	2017	2018	2017
<b>THREE-MONTHS</b>						
Goods and services purchased	\$ 4	\$ 4	\$ 1	\$ —	\$ 5	\$ 4
Employee benefits expense	28	—	1	—	29	—
	\$ 32	\$ 4	\$ 2	\$ —	\$ 34	\$ 4

### (b) Restructuring provisions

Employee-related provisions and other provisions, as presented in Note 25, include amounts in respect of restructuring activities. In 2018, restructuring activities included ongoing and incremental efficiency initiatives, including personnel-related costs and rationalization of real estate. These initiatives were intended to improve our long-term operating productivity and competitiveness.



**(c) Other**

During the three-month period ended March 31, 2018, incremental external costs were incurred in connection with business acquisition activity. In connection with business acquisitions, non-recurring atypical business integration expenditures that would be considered neither restructuring costs nor part of the fair value of the net assets acquired have been included in other costs.

**17 property, plant and equipment**

(millions)	Note	Network assets	Buildings and leasehold improvements	Other	Land	Assets under construction	Total
<b>At cost</b>							
As at January 1, 2018		\$ 28,724	\$ 3,077	\$ 1,095	\$ 48	\$ 655	\$ 33,599
Additions		237	4	7	—	273	521
Additions arising from business acquisitions	18(b)	—	1	6	—	—	7
Dispositions, retirements and other		(328)	(7)	18	—	—	(317)
Assets under construction put into service		287	28	14	—	(329)	—
<b>As at March 31, 2018</b>		<b>\$ 28,920</b>	<b>\$ 3,103</b>	<b>\$ 1,140</b>	<b>\$ 48</b>	<b>\$ 599</b>	<b>\$ 33,810</b>
<b>Accumulated depreciation</b>							
As at January 1, 2018		\$ 19,638	\$ 1,884	\$ 709	\$ —	\$ —	\$ 22,231
Depreciation		354	27	30	—	—	411
Dispositions, retirements and other		(325)	(9)	20	—	—	(314)
<b>As at March 31, 2018</b>		<b>\$ 19,667</b>	<b>\$ 1,902</b>	<b>\$ 759</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 22,328</b>
<b>Net book value</b>							
As at December 31, 2017		\$ 9,086	\$ 1,193	\$ 386	\$ 48	\$ 655	\$ 11,368
<b>As at March 31, 2018</b>		<b>\$ 9,253</b>	<b>\$ 1,201</b>	<b>\$ 381</b>	<b>\$ 48</b>	<b>\$ 599</b>	<b>\$ 11,482</b>

As at March 31, 2018, our contractual commitments for the acquisition of property, plant and equipment totalled \$179 million over a period ending December 31, 2022 (December 31, 2017 – \$184 million over a period ending December 31, 2020).

## 18 intangible assets and goodwill

### (a) Intangible assets and goodwill, net

(millions)	Intangible assets subject to amortization					Intangible assets with indefinite lives	Total intangible assets	Goodwill <sup>1</sup>	Total intangible assets and goodwill
	Customer contracts, related customer relationships and subscriber base	Software	Access to rights-of-way and other	Assets under construction	Total	Spectrum licences			
<b>At cost</b>									
As at January 1, 2018	\$ 558	\$ 4,667	\$ 97	\$ 344	\$ 5,666	\$ 8,693	\$ 14,359	\$ 4,600	\$ 18,959
Additions	—	17	1	119	137	—	137	—	137
Additions arising from business acquisitions (b)	100	3	—	—	103	—	103	316	419
Dispositions, retirements and other	(138)	(34)	1	—	(171)	—	(171)	—	(171)
Assets under construction put into service	—	213	1	(214)	—	—	—	—	—
Net foreign exchange differences	—	—	—	—	—	—	—	17	17
<b>As at March 31, 2018</b>	<b>\$ 520</b>	<b>\$ 4,866</b>	<b>\$ 100</b>	<b>\$ 249</b>	<b>\$ 5,735</b>	<b>\$ 8,693</b>	<b>\$ 14,428</b>	<b>\$ 4,933</b>	<b>\$ 19,361</b>
<b>Accumulated amortization</b>									
As at January 1, 2018	\$ 310	\$ 3,330	\$ 61	\$ —	\$ 3,701	\$ —	\$ 3,701	\$ 364	\$ 4,065
Amortization	7	131	1	—	139	—	139	—	139
Dispositions, retirements and other	(131)	(35)	—	—	(166)	—	(166)	—	(166)
<b>As at March 31, 2018</b>	<b>\$ 186</b>	<b>\$ 3,426</b>	<b>\$ 62</b>	<b>\$ —</b>	<b>\$ 3,674</b>	<b>\$ —</b>	<b>\$ 3,674</b>	<b>\$ 364</b>	<b>\$ 4,038</b>
<b>Net book value</b>									
As at December 31, 2017	\$ 248	\$ 1,337	\$ 36	\$ 344	\$ 1,965	\$ 8,693	\$ 10,658	\$ 4,236	\$ 14,894
<b>As at March 31, 2018</b>	<b>\$ 334</b>	<b>\$ 1,440</b>	<b>\$ 38</b>	<b>\$ 249</b>	<b>\$ 2,061</b>	<b>\$ 8,693</b>	<b>\$ 10,754</b>	<b>\$ 4,569</b>	<b>\$ 15,323</b>

<sup>1</sup> Accumulated amortization of goodwill is amortization recorded prior to 2002; there are no accumulated impairment losses in the accumulated amortization of goodwill. The opening balance for goodwill has been adjusted as set out in (c).

As at March 31, 2018, our contractual commitments for the acquisition of intangible assets totalled \$41 million over a period ending December 31, 2020 (December 31, 2017 – \$36 million over a period ending December 31, 2020).

### (b) Business acquisitions

#### AlarmForce Industries

On January 4, 2018, we acquired the customers, assets and operations of AlarmForce Industries Inc. in British Columbia, Alberta and Saskatchewan; the primary reason for which is to leverage our telecommunications infrastructure and expertise to continue to enhance connected home, business, security and health services for our customers.

The primary factor that contributed to the recognition of goodwill was the earnings capacity of the acquired business in excess of the net tangible and intangible assets acquired (such excess arising from the acquired workforce and the benefits of acquiring an established business). The amount assigned to goodwill is not expected to be deductible for income tax purposes.

#### Xavient Information Systems

On February 6, 2018, through our TELUS International (Cda) Inc. subsidiary, we acquired 65% of Xavient Information Systems, a group of information technology consulting and software services companies with facilities in the United States and India. The investment was made with a view to enhancing our ability to provide complex and higher-value information technology services, improving

our related sales and solutioning capabilities and acquiring multi-site redundancy in support of other facilities.

In respect of the 65% acquired business, we concurrently provided a written put option to the remaining selling shareholders; the written put option for the remaining 35% of the economic interest would become exercisable no later than December 31, 2020. The acquisition-date fair value of the puttable shares held by the non-controlling shareholders has been recorded as a provision (see *Note 25*). Also concurrent with our acquisition of the initial 65% interest, the non-controlling shareholders provided us with a purchased call option, which substantially mirrors the written put option.

The primary factor that contributed to the recognition of goodwill was the earnings capacity of the acquired business in excess of the net tangible and intangible assets acquired (such excess arising from the acquired workforce and the benefits of acquiring an established business). Not all of the amount assigned to goodwill is expected to be deductible for income tax purposes.

*Individually immaterial transactions*

During the three-month period ended March 31, 2018, we acquired 100% ownership of businesses complementary to our existing lines of business. The primary factor that gave rise to the recognition of goodwill was the earnings capacity of the acquired businesses in excess of net tangible and intangible assets acquired (such excess arising from: the low level of tangible assets relative to the earnings capacities of the businesses). A portion of the amount assigned to goodwill may be deductible for income tax purposes.

*Acquisition-date fair values*

The preliminary acquisition-date fair values assigned to the assets acquired and liabilities assumed are set out in the following table:

As at acquisition-date fair values (\$ in millions)	Preliminary purchase price allocated			
	AlarmForce Industries <sup>1</sup>	Xavient Information Systems <sup>2</sup>	Individually immaterial acquisitions	Total
<b>Assets</b>				
Current assets				
Cash	\$ —	\$ 4	\$ —	\$ 4
Accounts receivable <sup>3</sup>	—	35	—	35
Other	1	2	—	3
	1	41	—	42
Non-current assets				
Property, plant and equipment				
Buildings and leasehold improvements	—	1	—	1
Other	1	5	—	6
Intangible assets subject to amortization <sup>4</sup>				
Customer contracts, related customer relationships and leasehold interests	13	81	6	100
Software	—	—	3	3
Other	—	6	—	6
	14	93	9	116
Total identifiable assets acquired	15	134	9	158
<b>Liabilities</b>				
Current liabilities				
Short-term borrowings	—	6	—	6
Accounts payable and accrued liabilities	—	23	—	23
Advance billings and customer deposits	1	—	—	1
	1	29	—	30
Non-current liabilities				
Other long-term liabilities	—	2	—	2
Deferred income taxes	1	—	—	1
	1	2	—	3
Total liabilities assumed	2	31	—	33
<b>Net identifiable assets acquired</b>	13	103	9	125
Goodwill	55	250	11	316
<b>Net assets acquired</b>	\$ 68	\$ 353	\$ 20	\$ 441
<b>Acquisition effected by way of:</b>				
Cash consideration	\$ 68	\$ 125	\$ 13	\$ 206
Accounts payable and accrued liabilities	—	14	3	17
Provisions	—	195	4	199
Issuance of shares by a subsidiary to a non-controlling interest	—	19	—	19
	\$ 68	\$ 353	\$ 20	\$ 441

- 1 The purchase price allocation, specifically in respect of customer contracts, related customer relationships and leasehold interests, had not been finalized as of the date of issuance of these condensed interim consolidated financial statements. As is customary in a business acquisition transaction, until the time of acquisition of control, we did not have full access to the relevant portions of AlarmForce Industries' books and records. Upon having sufficient time to review AlarmForce Industries' books and records, as well as obtaining new and additional information about the related facts and circumstances as of the acquisition date, we will adjust the provisional amounts for identifiable assets acquired and liabilities assumed and thus finalize our purchase price allocation.
- 2 The purchase price allocation, primarily in respect of customer contracts, related customer relationships and leasehold interests and deferred income taxes, had not been finalized as of the date of issuance of these condensed interim consolidated financial statements. As is customary in a business acquisition transaction, until the time of acquisition of control, we did not have full access to Xavient Information Systems' books and records. Upon having sufficient time to review Xavient Information Systems' books and records, we expect to finalize our purchase price allocation.
- 3 The fair value of the accounts receivable is equal to the gross contractual amounts receivable and reflects the best estimates at the acquisition date of the contractual cash flows expected to be collected.
- 4 Customer contracts and customer relationships (including those related to customer contracts) are expected to be amortized over periods of 5 to 8 years; software is expected to be amortized over a period of 5 years.

*Pro forma disclosures*

The following pro forma supplemental information represents certain results of operations as if the business acquisitions noted above had been completed at the beginning of the fiscal 2018 year.

Period ended March 31, 2018 (millions except per share amounts)	Three months	
	As reported <sup>1</sup>	Pro forma <sup>2</sup>
Operating revenues	\$ 3,377	\$ 3,389
Net income	\$ 412	\$ 411
Net income per Common Share		
Basic	\$ 0.69	\$ 0.69
Diluted	\$ 0.69	\$ 0.69

1 Operating revenues and net income for the three-month period ended March 31, 2018, include: \$4 and \$NIL, respectively, in respect of AlarmForce Industries; and \$26 and \$1, respectively, in respect of Xavient Information Systems.

2 Pro forma amounts for the three-month period ended March 31, 2018, reflect the acquired businesses. The results of the acquired businesses have been included in our Consolidated Statements of Income and Other Comprehensive Income effective the dates of acquisition.

The pro forma supplemental information is based on estimates and assumptions which are believed to be reasonable. The pro forma supplemental information is not necessarily indicative of our consolidated financial results in future periods or the results that actually would have been realized had the business acquisitions been completed at the beginning of the periods presented. The pro forma supplemental information includes incremental property, plant and equipment depreciation, intangible asset amortization, financing and other charges as a result of the acquisitions, net of the related tax effects.

### (c) Business acquisition – prior period

On August 31, 2017, we acquired 55% of Voxpro Limited, a business process outsourcing and contact centre services company with facilities in Ireland, the United States and Romania. As at December 31, 2017, the purchase price allocation had not been finalized. During the three-month period ended March 31, 2018, the preliminary acquisition date values assigned to goodwill and provisions were finalized and each increased by \$19 million and, as required by IFRS-IASB, comparative amounts have been adjusted so as to reflect such increase effective the acquisition date.

## 19 leases

We occupy leased premises in various locations and have the right of use of land, buildings and equipment under operating leases. For the three-month periods ended March 31, 2018, real estate and vehicle operating lease expenses, which are net of the amortization of deferred gains on the sale-leaseback of buildings and the occupancy costs associated with leased real estate, were \$48 million (2017 – \$48 million); occupancy costs associated with leased real estate totalled \$34 million (2017 – \$32 million).

See *Note 2(b)* for details of significant changes to IFRS-IASB which are not yet effective and have not yet been applied, but which will significantly affect the timing of the recognition of operating lease expenses and their recognition in the Consolidated statement of financial position, as well as their classification in the Consolidated statement of income and other comprehensive income and the Consolidated statement of cash flows.

## 20 other long-term assets

As at (millions)	Note	March 31, 2018	December 31, 2017	January 1, 2017
			(adjusted – Note 2(c))	(Note 2(c))
Pension assets		\$ 98	\$ 156	\$ 358
Costs incurred to obtain or fulfill a contract with a customer		108	107	93
Portfolio investments <sup>1</sup>		37	41	62
Prepaid maintenance		61	57	62
Real estate joint venture advances	21(c)	53	47	21
Real estate joint ventures	21(c)	15	15	30
Other		108	105	107
		\$ 480	\$ 528	\$ 733

1 Fair value measured at reporting date using significant other observable inputs (Level 2).

### Incremental accounting policy disclosure due to initial application of IFRS 15 (see Note 2)

Costs of contract acquisition (typically commissions) and contract fulfilment costs are capitalized and recognized as an expense, generally, over the life of the contract on a rational, systematic basis consistent with the pattern of the transfer of goods or services to which the asset relates. The amortization of such costs is included in the Consolidated statements of income and other comprehensive income as a component of Goods and services purchased, with the exception of amounts paid to our employees, which is included as Employee benefits expense.

The costs incurred to obtain and fulfill contracts with customers are set out in the following table:

(millions)	Three-month periods ended March 31									Year ended December 31, 2017		
	2018			2017								
	Costs incurred to			Costs incurred to			Costs incurred to					
	Obtain contracts with customers	Fulfill contracts with customers	Total	Obtain contracts with customers	Fulfill contracts with customers	Total	Obtain contracts with customers	Fulfill contracts with customers	Total			
Balance, beginning of period												
As previously reported	\$ 329	\$ 11	\$ 340	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
Transitional amount	—	—	—	295	8	303	295	8	303			
As adjusted	329	11	340	295	8	303	295	8	303			
Addition	74	2	76	60	1	61	304	4	308			
Amortization	(69)	(2)	(71)	(65)	—	(65)	(270)	(1)	(271)			
Balance, end of period	\$ 334	\$ 11	\$ 345	\$ 290	\$ 9	\$ 299	\$ 329	\$ 11	\$ 340			
Current <sup>1</sup>	\$ 234	\$ 3	\$ 237	\$ 211	\$ 2	\$ 213	\$ 230	\$ 3	\$ 233			
Non-current	100	8	108	79	7	86	99	8	107			
	\$ 334	\$ 11	\$ 345	\$ 290	\$ 9	\$ 299	\$ 329	\$ 11	\$ 340			

1 Presented on the Consolidated statements of financial position in prepaid expenses.

## 21 real estate joint ventures

### (a) General

In 2011, we partnered, as equals, with an arm's-length party in a residential condominium, retail and commercial real estate redevelopment project, TELUS Garden, in Vancouver, British Columbia. TELUS is a tenant in TELUS Garden, which is now our global headquarters. The new-build office tower received 2009 Leadership in Energy and Environmental Design (LEED) Platinum certification, and the neighbouring new-build residential condominium tower was built to the LEED Gold standard.

In 2013, we partnered, as equals, with two arm's-length parties (one of which is our TELUS Garden partner) in a residential, retail and commercial real estate redevelopment project, TELUS Sky, in Calgary, Alberta. The new-build tower, scheduled for completion in 2019, is to be built to the LEED Platinum standard.

**(b) Real estate joint ventures – summarized financial information**

As at (millions)	March 31, 2018	December 31, 2017
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and temporary investments, net	\$ 18	\$ 20
Escrowed deposits for tenant inducements and liens	1	1
Other	5	4
	<b>24</b>	<b>25</b>
<b>Non-current assets</b>		
Property under development – Investment property	215	194
Investment property	220	221
Other	34	35
	<b>469</b>	<b>450</b>
	<b>\$ 493</b>	<b>\$ 475</b>
<b>LIABILITIES AND OWNERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable and accrued liabilities	\$ 13	\$ 13
Current portion of 3.7% mortgage and senior secured 3.4% bonds	5	5
Construction holdback liabilities	11	10
	<b>29</b>	<b>28</b>
<b>Non-current liabilities</b>		
Construction credit facilities	159	141
3.7% mortgage due September 2024	27	27
Senior secured 3.4% bonds due July 2025	207	208
	<b>393</b>	<b>376</b>
<b>Liabilities</b>	<b>422</b>	<b>404</b>
<b>Owners' equity</b>		
TELUS <sup>1</sup>	29	29
Other partners	42	42
	<b>71</b>	<b>71</b>
	<b>\$ 493</b>	<b>\$ 475</b>

1 The equity amounts recorded by the real estate joint ventures differ from those recorded by us by the amount of the deferred gains on our real estate contributed and the valuation provision we have recorded in excess of that recorded by the real estate joint venture.

Periods ended March 31 (millions)	Three months 2018	2017
Revenue		
From investment property	\$ 8	\$ 9
From sale of residential condominiums	\$ —	\$ 2
Depreciation and amortization	\$ 2	\$ 2
Interest expense <sup>1</sup>	\$ 2	\$ 2
Net income and comprehensive income <sup>2</sup>	\$ 1	\$ 2

1 During the three-month period ended March 31, 2018, the real estate joint ventures capitalized \$2 (2017 – \$1) of financing costs.

2 As the real estate joint ventures are partnerships, no provision for income taxes of the partners is made in determining the real estate joint ventures' net income and comprehensive income.

**(c) Our real estate joint ventures activity**

Our real estate joint ventures investment activity is set out in the following table.

Three-month periods ended March 31 (millions)	2018			2017		
	Loans and receivables <sup>1</sup>	Equity <sup>2</sup>	Total	Loans and receivables <sup>1</sup>	Equity <sup>2</sup>	Total
<b>Related to real estate joint ventures' statements of income and other comprehensive income</b>						
Comprehensive income attributable to us <sup>3</sup>	\$ —	\$ —	\$ —	\$ —	\$ 1	\$ 1
<b>Related to real estate joint ventures' statements of financial position</b>						
<i>Items not affecting currently reported cash flows</i>						
Construction credit facilities financing costs charged by us and other (Note 6)	1	—	1	—	—	—
<i>Cash flows in the current reporting period</i>						
Construction credit facilities						
Amounts advanced	6	—	6	5	—	5
Financing costs paid to us	(1)	—	(1)	—	—	—
Funds repaid to us and earnings distributed	—	—	—	—	(3)	(3)
Net increase (decrease)	6	—	6	5	(2)	3
<b>Real estate joint ventures carrying amounts</b>						
Balance, beginning of period	47	15	62	21	30	51
Balance, end of period	\$ 53	\$ 15	\$ 68	\$ 26	\$ 28	\$ 54

1 Loans and receivables are included in our Consolidated statements of financial position as Real estate joint venture advances and are comprised of advances under construction credit facilities (see (d)).

2 We account for our interests in the real estate joint ventures using the equity method of accounting.

3 As the real estate joint ventures are partnerships, no provision for income taxes of the partners is made in determining the real estate joint ventures' net income and comprehensive income; provision for income taxes is made in determining the comprehensive income attributable to us.

During the three-month period ended March 31, 2018, the TELUS Garden real estate joint venture recognized \$3 million (2017 – \$3 million) of revenue from our TELUS Garden office tenancy; of this amount, one-half is due to our economic interest in the real estate joint venture and one-half is due to our partner's economic interest in the real estate joint venture.

**(d) Commitments and contingent liabilities****Construction commitments**

The TELUS Sky real estate joint venture is expected to spend a total of approximately \$400 million on the construction of a mixed-use tower. As at March 31, 2018, the real estate joint venture's construction-related contractual commitments were approximately \$62 million through to 2019 (December 31, 2017 – \$82 million through to 2019).

**Construction credit facilities**

The TELUS Sky real estate joint venture has a credit agreement with three Canadian financial institutions (as 66-2/3% lender) and TELUS Corporation (as 33-1/3% lender) to provide \$342 million of construction financing for the project. The construction credit facilities contain customary real estate construction financing representations, warranties and covenants and are secured by demand debentures constituting first fixed and floating charge mortgages over the underlying real estate assets. The construction credit facilities are available by way of bankers' acceptance or prime loan and bear interest at rates in line with similar construction financing facilities.

As at (millions)	Note	March 31, 2018	December 31, 2017
<b>Construction credit facilities commitment – TELUS Corporation</b>			
Undrawn	4(c)	\$ 61	\$ 67
Advances		53	47
		114	114
<b>Construction credit facilities commitment – other</b>		228	228
		\$ 342	\$ 342

**22 short-term borrowings**

On July 26, 2002, one of our subsidiaries, TELUS Communications Inc., entered into an agreement with an arm's-length securitization trust associated with a major Schedule I bank under which it is able to sell an interest in certain trade receivables up to a maximum of \$500 million (December 31, 2017 – \$500 million). This revolving-period securitization agreement term ends December 31, 2018, and it requires minimum cash proceeds of \$100 million from monthly sales of



interests in certain trade receivables. TELUS Communications Inc. is required to maintain a credit rating of at least BB (December 31, 2017 – BB) from Dominion Bond Rating Service or the securitization trust may require the sale program to be wound down prior to the end of the term.

When we sell our trade receivables, we retain reserve accounts, which are retained interests in the securitized trade receivables, and servicing rights. As at March 31, 2018, we had sold to the trust (but continued to recognize) trade receivables of \$121 million (December 31, 2017 – \$119 million). Short-term borrowings of \$100 million (December 31, 2017 – \$100 million) are comprised of amounts advanced to us by the arm's-length securitization trust pursuant to the sale of trade receivables.

The balance of short-term borrowings (if any) are comprised of amounts drawn on our bilateral bank facilities.

## 23 accounts payable and accrued liabilities

As at (millions)	March 31, 2018	December 31, 2017
Accrued liabilities	\$ 969	\$ 1,066
Payroll and other employee related liabilities	264	403
Restricted stock units liability	67	66
	1,300	1,535
Trade accounts payable	543	717
Interest payable	137	147
Other	74	61
	\$ 2,054	\$ 2,460

## 24 advance billings and customer deposits

As at (millions)	March 31, 2018	December 31, 2017	January 1, 2017
		(adjusted – Note 2(c))	(Note 2(c))
Advance billings	\$ 513	\$ 506	\$ 456
Deferred customer activation and connection fees	12	13	17
Customer deposits	21	21	15
Regulatory deferral accounts	1	1	8
Contract liabilities	547	541	496
Other	77	91	88
	\$ 624	\$ 632	\$ 584

### Incremental accounting policy disclosure due to initial application of IFRS 15 (see Note 2)

#### Contract liabilities

Advance billings are recorded when billing occurs prior to provision of the associated service; such advance billings are recognized as revenue in the period in which the services and/or equipment are provided. Similarly, and as appropriate, upfront customer activation and connection fees are deferred and recognized over the average expected term of the customer relationship.

Contract liabilities represent our future performance obligations to customers in respect of services and/or equipment and for which we have received the consideration from the customer or for which the amount is due from the customer. Our contract liability balances, and the changes in those balances, are set out in the following table:

(millions)	Note	Three-month periods ended March 31		Year ended December 31,
		2018	2017	2017
Balance, beginning of period		\$ 780	\$ 732	\$ 732
Revenue deferred in previous period and recognized in current period		(689)	(670)	(670)
Net additions arising from operations		696	717	718
Regulatory deferral account drawdown		—	(2)	(7)
Additions arising from business combinations		1	—	7
Balance, end of period		\$ 788	\$ 777	\$ 780
Current		\$ 692	\$ 694	\$ 691
Non-current	27			
Deferred revenues		78	61	71
Deferred customer activation and connection fees		18	22	18
		\$ 788	\$ 777	\$ 780
<b>Reconciliation of contract liabilities presented in the consolidated statement of financial position – current</b>				
Gross contract liabilities		\$ 692	\$ 694	\$ 691
Reclassification to contract assets for contracts with contract liabilities less than contract assets		(140)	(144)	(146)
Reclassification from contract assets for contracts with contract assets less than contract liabilities		(5)	(4)	(4)
		\$ 547	\$ 546	\$ 541

## 25 provisions

(millions)	Asset retirement obligation	Employee related	Written put options <sup>1</sup>	Other	Total
As at January 1, 2018	\$ 351	\$ 36	\$ 82	\$ 120	\$ 589
Additions	—	31	199	2	232
Reversal	—	—	—	(1)	(1)
Use	(1)	(28)	—	(14)	(43)
Interest effect	3	—	1	—	4
Effects of foreign exchange, net	—	—	14	—	14
<b>As at March 31, 2018</b>	<b>\$ 353</b>	<b>\$ 39</b>	<b>\$ 296</b>	<b>\$ 107</b>	<b>\$ 795</b>
Current	\$ 5	\$ 35	\$ —	\$ 29	\$ 69
Non-current	348	4	296	78	726
<b>As at March 31, 2018</b>	<b>\$ 353</b>	<b>\$ 39</b>	<b>\$ 296</b>	<b>\$ 107</b>	<b>\$ 795</b>

<sup>1</sup> The opening balance for written put options has been adjusted as set out in Note 18(c).

### Asset retirement obligation

We establish provisions for liabilities associated with the retirement of property, plant and equipment when those obligations result from the acquisition, construction, development and/or normal operation of the assets. We expect that the cash outflows in respect of the balance accrued as at the financial statement date will occur proximate to the dates these assets are retired.

### Employee related

The employee related provisions are largely in respect of restructuring activities (as discussed further in Note 16(b)). The timing of the cash outflows in respect of the balance accrued as at the financial statement date is substantially short-term in nature.

### Written put options

In connection with certain business acquisitions, we have established provisions for written put options in respect of non-controlling interests. Provisions for written put options are determined based on net present values of estimated future earnings results and require key economic assumptions about the future. No cash outflows for the written put options are expected prior to their initial exercisability in 2020.

### Other

The provisions for other include: legal claims; non-employee related restructuring activities; and contract termination costs and onerous contracts related to business acquisitions. Other than as set out following, we expect that the cash outflows in respect of the balance accrued as at the financial statement date will occur over an indeterminate multi-year period.

As discussed further in *Note 29*, we are involved in a number of legal claims and we are aware of certain other possible legal claims. In respect of legal claims, we establish provisions, when warranted, after taking into account legal assessments, information presently available, and the expected availability of recourse. The timing of cash outflows associated with legal claims cannot be reasonably determined.

In connection with business acquisitions, we have established provisions for contingent consideration, contract termination costs and onerous contracts acquired. In respect of contract termination costs and onerous contracts acquired, cash outflows are expected to occur through mid-2018.

## 26 long-term debt

### (a) Details of long-term debt

As at (millions)	Note	March 31, 2018	December 31, 2017
TELUS Corporation notes	(b)	\$ 12,094	\$ 11,561
TELUS Corporation commercial paper	(c)	843	1,140
TELUS Communications Inc. debentures		620	620
TELUS International (Cda) Inc. credit facility	(e)	433	339
Long-term debt		\$ 13,990	\$ 13,660
Current		\$ 852	\$ 1,404
Non-current		13,138	12,256
Long-term debt		\$ 13,990	\$ 13,660

### (b) TELUS Corporation notes

The notes are senior, unsecured and unsubordinated obligations and rank equally in right of payment with all of our existing and future unsecured, unsubordinated obligations, are senior in right of payment to all of our existing and future subordinated indebtedness, and are effectively subordinated to all existing and future obligations of, or guaranteed by, our subsidiaries. The indentures governing the notes contain certain covenants which, among other things, place limitations on our ability and the ability of certain of our subsidiaries to: grant security in respect of indebtedness; enter into sale-leaseback transactions; and incur new indebtedness.

Series <sup>1</sup>	Issued	Maturity	Issue price	Effective interest rate <sup>2</sup>	Principal face amount		Redemption present value spread	
					Originally issued	Outstanding at financial statement date	Basis points	Cessation date
5.05% Notes, Series CG	December 2009	December 2019	\$994.19	5.13%	\$1.0 billion	\$1.0 billion	45.5 <sup>3</sup>	N/A
5.05% Notes, Series CH	July 2010	July 2020	\$997.44	5.08%	\$1.0 billion	\$1.0 billion	47 <sup>3</sup>	N/A
3.35% Notes, Series CJ	December 2012	March 2023	\$998.83	3.36%	\$500 million	\$500 million	40 <sup>4</sup>	Dec. 15, 2022
3.35% Notes, Series CK	April 2013	April 2024	\$994.35	3.41%	\$1.1 billion	\$1.1 billion	36 <sup>4</sup>	Jan. 2, 2024
4.40% Notes, Series CL	April 2013	April 2043	\$997.68	4.41%	\$600 million	\$600 million	47 <sup>4</sup>	Oct. 1, 2042
3.60% Notes, Series CM	November 2013	January 2021	\$997.15	3.65%	\$400 million	\$400 million	35 <sup>4</sup>	N/A
5.15% Notes, Series CN	November 2013	November 2043	\$995.00	5.18%	\$400 million	\$400 million	50 <sup>4</sup>	May 26, 2043
3.20% Notes, Series CO	April 2014	April 2021	\$997.39	3.24%	\$500 million	\$500 million	30 <sup>4</sup>	Mar. 5, 2021
4.85% Notes, Series CP	Multiple <sup>5</sup>	April 2044	\$987.91 <sup>5</sup>	4.93% <sup>5</sup>	\$500 million <sup>5</sup>	\$900 million <sup>5</sup>	46 <sup>4</sup>	Oct. 5, 2043
3.75% Notes, Series CQ	September 2014	January 2025	\$997.75	3.78%	\$800 million	\$800 million	38.5 <sup>4</sup>	Oct. 17, 2024
4.75% Notes, Series CR	September 2014	January 2045	\$992.91	4.80%	\$400 million	\$400 million	51.5 <sup>4</sup>	July 17, 2044
1.50% Notes, Series CS	March 2015	March 2018	\$999.62	1.51%	\$250 million	\$NIL	N/A <sup>6</sup>	N/A
2.35% Notes, Series CT	March 2015	March 2022	\$997.31	2.39%	\$1.0 billion	\$1.0 billion	35.5 <sup>4</sup>	Feb. 28, 2022
4.40% Notes, Series CU	March 2015	January 2046	\$999.72	4.40%	\$500 million	\$500 million	60.5 <sup>4</sup>	July 29, 2045
3.75% Notes, Series CV	December 2015	March 2026	\$992.14	3.84%	\$600 million	\$600 million	53.5 <sup>4</sup>	Dec. 10, 2025
2.80% U.S. Dollar Notes <sup>7</sup>	September 2016	February 2027	US\$991.89	2.89%	US\$600 million	US\$600 million	20 <sup>8</sup>	Nov. 16, 2026
3.70% U.S. Dollar Notes <sup>9</sup>	March 2017	September 2027	US\$998.95	3.71%	US\$500 million	US\$500 million	20 <sup>8</sup>	June 15, 2027
4.70% Notes, Series CW	Multiple <sup>10</sup>	March 2048	\$998.06 <sup>10</sup>	4.71% <sup>10</sup>	\$325 million	\$475 million	58.5 <sup>4</sup>	Sept. 6, 2047
3.625% Notes, Series CX	February 2018	February 2028	\$989.49	3.75%	\$600 million	\$600 million	37 <sup>4</sup>	Dec. 1, 2027

1 Interest is payable semi-annually. The notes requires us to make an offer to repurchase the notes at a price equal to 101% of their principal amount plus accrued and unpaid interest to the date of repurchase upon the occurrence of a change in control triggering event, as defined in the supplemental trust indenture.

2 The effective interest rate is that which the notes would yield to an initial debt holder if held to maturity.

3 The notes are redeemable at our option, in whole at any time, or in part from time to time, on not fewer than 30 and not more than 60 days' prior notice. The redemption price is equal to the greater of (i) the present value of the notes discounted at the Government of Canada yield plus the redemption present value spread, or (ii) 100% of the principal amount thereof. In addition, accrued and unpaid interest, if any, will be paid to the date fixed for redemption.

4 At any time prior to the respective maturity dates set out in the table, the notes are redeemable at our option, in whole at any time, or in part from time to time, on not fewer than 30 and not more than 60 days' prior notice. The redemption price is equal to the greater of (i) the present value of the notes discounted at

the Government of Canada yield plus the redemption present value spread calculated over the period to maturity, other than in the case of the Series CT, Series CU, Series CW and Series CX notes, where it is calculated over the period to the redemption present value spread cessation date, or (ii) 100% of the principal amount thereof. In addition, accrued and unpaid interest, if any, will be paid to the date fixed for redemption. On or after the respective redemption present value spread cessation dates set out in the table, the notes are redeemable at our option, in whole but not in part, on not fewer than 30 and not more than 60 days' prior notice, at redemption prices equal to 100% of the principal amount thereof.

- 5 \$500 million of 4.85% Notes, Series CP were issued in April 2014 at an issue price of \$998.74 and an effective interest rate of 4.86%. This series of notes was reopened in December 2015 and a further \$400 million of notes were issued at an issue price of \$974.38 and an effective interest rate of 5.02%.
- 6 The notes were not redeemable at our option, other than in the event of certain changes in tax laws.
- 7 We have entered into a foreign exchange derivative (a cross currency interest rate exchange agreement) which effectively converted the principal payments and interest obligations to Canadian dollar obligations with a fixed interest rate of 2.95% and an issued and outstanding amount of \$792 million (reflecting a fixed exchange rate of \$1.3205).
- 8 At any time prior to the respective maturity dates set out in the table, the notes are redeemable at our option, in whole at any time, or in part from time to time, on not fewer than 30 and not more than 60 days' prior notice. The redemption price is equal to the greater of (i) the present value of the notes discounted at the U.S. Adjusted Treasury Rate plus the redemption present value spread calculated over the period to the redemption present value spread cessation date, or (ii) 100% of the principal amount thereof. In addition, accrued and unpaid interest, if any, will be paid to the date fixed for redemption. On or after the respective redemption present value spread cessation dates set out in the table, the notes are redeemable at our option, in whole but not in part, on not fewer than 30 and not more than 60 days' prior notice, at redemption prices equal to 100% of the principal amounts thereof.
- 9 We have entered into a foreign exchange derivative (a cross currency interest rate exchange agreement) which effectively converted the principal payments and interest obligations to Canadian dollar obligations with a fixed interest rate of 3.41% and an issued and outstanding amount of \$667 million (reflecting a fixed exchange rate of \$1.3348).
- 10 \$325 million of 4.70%, Series CW were issued in March 2017 at an issue price of \$990.65 and an effective interest rate of 4.76%. This series of notes was reopened in February 2018 and a further \$150 million of notes were issued at a price of \$1,014.11 and an effective interest rate of 4.61%.

### (c) TELUS Corporation commercial paper

TELUS Corporation has an unsecured commercial paper program, which is backstopped by our \$2.25 billion syndicated credit facility (see (d)) and is to be used for general corporate purposes, including capital expenditures and investments. This program enables us to issue commercial paper, subject to conditions related to debt ratings, up to a maximum aggregate amount at any one time of \$1.4 billion (December 31, 2017 – \$1.4 billion). Foreign currency forward contracts are used to manage currency risk arising from issuing commercial paper denominated in U.S. dollars. Commercial paper debt is due within one year and is classified as a current portion of long-term debt, as the amounts are fully supported, and we expect that they will continue to be supported, by the revolving credit facility, which has no repayment requirements within the next year. As at March 31, 2018, we had \$843 million of commercial paper outstanding, all of which was denominated in U.S. dollars (US\$654 million), with an effective weighted average interest rate of 2.42%, maturing through July 2018.

### (d) TELUS Corporation credit facility

As at March 31, 2018, TELUS Corporation had an unsecured revolving \$2.25 billion bank credit facility, expiring on May 31, 2021, with a syndicate of financial institutions, which is to be used for general corporate purposes, including the backstopping of commercial paper. Subsequent to March 31, 2018, the credit facility was renewed at \$2.25 billion with an expiry date of May 31, 2023.

TELUS Corporation's credit facility bears interest at prime rate, U.S. Dollar Base Rate, a bankers' acceptance rate or London interbank offered rate (LIBOR) (all such terms as used or defined in the credit facility), plus applicable margins. The credit facility contains customary representations, warranties and covenants, including two financial quarter-end ratio tests. These tests are that our net debt to operating cash flow ratio must not exceed 4.00:1.00 and our operating cash flow to interest expense ratio must not be less than 2.00:1.00, all as defined under the credit facility.

Continued access to TELUS Corporation's credit facility is not contingent on TELUS Corporation maintaining a specific credit rating.

As at (millions)	March 31, 2018	December 31, 2017
Net available	\$ 1,407	\$ 1,110
Backstop of commercial paper	843	1,140
Gross available	\$ 2,250	\$ 2,250

We had \$231 million of letters of credit outstanding as at March 31, 2018 (December 31, 2017 – \$224 million), issued under various uncommitted facilities; such letter of credit facilities are in addition to the ability to provide letters of credit pursuant to our committed bank credit facility.

### (e) TELUS International (Cda) Inc. credit facility

As at March 31, 2018, TELUS International (Cda) Inc. had a bank credit facility, secured by its assets, expiring on December 20, 2022, with a syndicate of financial institutions. The credit facility is comprised of a US\$350 million (December 31, 2017 – US\$350 million) revolving component and an amortizing US\$120 million (December 31, 2017 –

US\$120 million) term loan component. The credit facility is non-recourse to TELUS Corporation. As at March 31, 2018, \$441 million (\$433 million net of unamortized issue costs) was outstanding, all of which was denominated in U.S. dollars (US\$342 million), with a weighted average interest rate of 3.87%.

As at (millions)	March 31, 2018			December 31, 2017		
	Revolving component	Term loan component	Total	Revolving component	Term loan component	Total
Available	US\$ 125	US\$ N/A	US\$ 125	US\$ 193	US\$ N/A	US\$ 193
Outstanding	225	117	342	157	119	276
	US\$ 350	US\$ 117	US\$ 467	US\$ 350	US\$ 119	US\$ 469

TELUS International (Cda) Inc.'s credit facility bears interest at prime rate, U.S. Dollar Base Rate, a bankers' acceptance rate or London interbank offered rate (LIBOR) (all such terms as used or defined in the credit facility), plus applicable margins. The credit facility contains customary representations, warranties and covenants, including two financial quarter-end ratio tests. These tests are that TELUS International (Cda) Inc.'s net debt to operating cash flow ratio must not exceed 3.25:1.00 and its operating cash flow to debt service (interest and scheduled principal repayment) ratio must not be less than 1.50:1.00, all as defined in the credit facility.

The term loan is subject to an amortization schedule which requires that 5% of the principal advanced be repaid each year of the term of the agreement, with the balance due at maturity.

#### (f) Long-term debt maturities

Anticipated requirements to meet long-term debt repayments, calculated upon such long-term debts owing as at March 31, 2018, for each of the next five fiscal years are as follows:

Long-term debt denominated in	Cdn. dollars	U.S. dollars				
		Debt	Derivative liability		Total	Total
Years ending December 31 (millions)			(Receive) <sup>1</sup>	Pay		
2018 (balance of year)	\$ —	\$ 849	\$ (843)	\$ 840	\$ 846	\$ 846
2019	1,000	8	—	—	8	1,008
2020	1,000	8	—	—	8	1,008
2021	1,075	8	—	—	8	1,083
2022	1,249	412	—	—	412	1,661
Thereafter	7,075	1,418	(1,418)	1,460	1,460	8,535
Future cash outflows in respect of long-term debt principal repayments	11,399	2,703	(2,261)	2,300	2,742	14,141
Future cash outflows in respect of associated interest and like carrying costs <sup>2</sup>	5,821	503	(428)	427	502	6,323
Undiscounted contractual maturities (Note 4(c))	\$ 17,220	\$ 3,206	\$ (2,689)	\$ 2,727	\$ 3,244	\$ 20,464

1 Where applicable, principal-related cash flows reflect foreign exchange rates at March 31, 2018.

2 Future cash outflows in respect of associated interest and like carrying costs for commercial paper and amounts drawn under our credit facilities (if any) have been calculated based upon the rates in effect at March 31, 2018.

## 27 other long-term liabilities

As at (millions)	Note	March 31, 2018	December 31, 2017
Contract liabilities	24	\$ 78	\$ 71
Other		10	10
Deferred revenues		88	81
Pension and other post-retirement liabilities		548	537
Restricted stock unit and deferred share unit liabilities		82	68
Derivative liabilities		65	76
Other		72	67
		855	829
Deferred customer activation and connection fees	24	18	18
		\$ 873	\$ 847

## 28 Common Share capital

### General

Our authorized share capital is as follows:

As at	March 31, 2018	December 31, 2017
First Preferred Shares	1 billion	1 billion
Second Preferred Shares	1 billion	1 billion
Common Shares	2 billion	2 billion

Only holders of Common Shares may vote at our general meetings, with each holder of Common Shares entitled to one vote per Common Share held at all such meetings so long as not less than 66-2/3% of the issued and outstanding Common Shares are owned by Canadians. With respect to priority in payment of dividends and in the distribution of assets in the event of our liquidation, dissolution or winding-up, whether voluntary or involuntary, or any other distribution of our assets among our shareholders for the purpose of winding up our affairs, preferences are as follows: First Preferred Shares; Second Preferred Shares; and finally Common Shares.

As at March 31, 2018, approximately 47 million Common Shares were reserved for issuance, from Treasury, under a share option plan (see *Note 14(d)*).

## 29 contingent liabilities

### Claims and lawsuits

#### General

A number of claims and lawsuits (including class actions and intellectual property infringement claims) seeking damages and other relief are pending against us and, in some cases, numerous other wireless carriers and telecommunications service providers. As well, we have received notice of, or are aware of, certain possible claims (including intellectual property infringement claims) against us.

It is not currently possible for us to predict the outcome of such claims, possible claims and lawsuits due to various factors, including: the preliminary nature of some claims; uncertain damage theories and demands; an incomplete factual record; uncertainty concerning legal theories and procedures and their resolution by the courts, at both the trial and the appeal levels; and the unpredictable nature of opposing parties and their demands.

However, subject to the foregoing limitations, management is of the opinion, based upon legal assessments and information presently available, that it is unlikely that any liability, to the extent not provided for through insurance or otherwise, would have a material effect on our financial position and the results of our operations, including cash flows, with the exception of the items enumerated following.

#### Certified class actions

Certified class actions against us include the following:

##### *Per minute billing class action*

In 2008 a class action was brought in Ontario against us alleging breach of contract, breach of the Ontario *Consumer Protection Act*, breach of the *Competition Act* and unjust enrichment, in connection with our practice of “rounding up” wireless airtime to the nearest minute and charging for the full minute. The action sought certification of a national class. In November 2014, an Ontario class only was certified by the Ontario Superior Court of Justice in relation to the breach of contract, breach of *Consumer Protection Act*, and unjust enrichment claims; all appeals of the certification decision have now been exhausted. At the same time, the Ontario Superior Court of Justice declined to stay the claims of our business customers notwithstanding an arbitration clause in our customer service agreements with those customers. This latter decision was appealed and on May 31, 2017, the Ontario Court of Appeal dismissed our appeal. The Supreme Court of Canada has granted us leave to appeal this decision.

##### *Call set-up time class actions*

In 2005 a class action was brought against us in British Columbia alleging that we have engaged in deceptive trade practices in charging for incoming calls from the moment the caller connects to the network, and not from the moment the incoming call is connected to the recipient. In 2011, the Supreme Court of Canada upheld a stay of all of

the causes of action advanced by the plaintiff in this class action, with one exception, based on the arbitration clause that was included in our customer service agreements. The sole exception was the cause of action based on deceptive or unconscionable practices under the British Columbia *Business Practices and Consumer Protection Act*, which the Supreme Court of Canada declined to stay. In January 2016, the British Columbia Supreme Court certified this class action in relation to the claim under the *Business Practices and Consumer Protection Act*. The class is limited to residents of British Columbia who contracted wireless services with us in the period from January 21, 1999, to April 2010. We have appealed the certification decision and the appeal hearing is expected to occur in September 2018. A companion class action was brought against us in Alberta at the same time as the British Columbia class action. The Alberta class action duplicates the allegations in the British Columbia action, but has not proceeded to date and is not certified.

#### *Uncertified class actions*

Uncertified class actions against us include:

##### *9-1-1 class actions*

In 2008 a class action was brought in Saskatchewan against us and other Canadian telecommunications carriers alleging that, among other matters, we failed to provide proper notice of 9-1-1 charges to the public, have been deceitfully passing them off as government charges, and have charged 9-1-1 fees to customers who reside in areas where 9-1-1 service is not available. The plaintiffs advance causes of action in breach of contract, misrepresentation and false advertising and seek certification of a national class. A virtually identical class action was filed in Alberta at the same time, but the Alberta Court of Queen's Bench declared that class action expired against us as of 2009. No steps have been taken in this proceeding since 2016.

##### *Electromagnetic field radiation class actions*

In 2013 a class action was brought in British Columbia against us, other telecommunications carriers, and cellular telephone manufacturers alleging that prolonged usage of cellular telephones causes adverse health effects. The British Columbia class action alleges: strict liability; negligence; failure to warn; breach of warranty; breach of competition, consumer protection and trade practices legislation; negligent misrepresentation, breach of a duty not to market the products in question; and waiver of tort. Certification of a national class is sought. No steps have been taken in this proceeding since 2014. In 2015 a class action was brought in Quebec against us, other telecommunications carriers, and various other defendants alleging that electromagnetic field radiation causes adverse health effects, contravenes the Quebec *Environmental Quality Act*, creates a nuisance, and constitutes an abuse of right pursuant to the Quebec *Civil Code*. The authorization hearing for this matter is expected to occur in May 2018.

##### *Public Mobile class actions*

In 2014 class actions were brought against us in Quebec and Ontario on behalf of Public Mobile's customers, alleging that changes to the technology, services and rate plans made by us contravene our statutory and common law obligations. In particular, the Quebec action alleges that our actions constitute a breach of the Quebec *Consumer Protection Act*, the Quebec *Civil Code*, and the Ontario *Consumer Protection Act*. It has not yet proceeded to an authorization hearing. The Ontario class action alleges negligence, breach of express and implied warranty, breach of the *Competition Act*, unjust enrichment, and waiver of tort. No steps have been taken in this proceeding since it was filed and served.

##### *Handset subsidy class action*

In 2016 a class action was brought in Quebec against us and other telecommunications carriers alleging that we breached the Quebec *Consumer Protection Act* and the *Civil Code of Quebec* by making false or misleading representations relating to the handset subsidy provided to our wireless customers, and by charging our wireless customers inflated rate plan prices and termination fees higher than those permitted under the *Act*. This action has not yet proceeded to an authorization hearing.

#### *Intellectual property infringement claims*

Claims and possible claims received by us include:

##### *4G LTE network patent infringement claim*

A patent infringement claim was filed in Ontario in 2016 alleging that communications between devices, including cellular telephones, and base stations on our 4G LTE network infringe three third-party patents. This matter is set to be tried in the fourth quarter of 2019.

### Summary

We believe that we have good defences to the above matters. Should the ultimate resolution of these matters differ from management's assessments and assumptions, a material adjustment to our financial position and the results of our operations, including cash flows, could result. Management's assessments and assumptions include that reliable estimates of any such exposure cannot be made considering the continued uncertainty about: the nature of the damages that may be sought by the plaintiffs; the causes of action that are being, or may ultimately be, pursued; and, in the case of the uncertified class actions, the causes of action that may ultimately be certified.

## 30 related party transactions

### (a) Transactions with key management personnel

Our key management personnel have authority and responsibility for overseeing, planning, directing and controlling our activities and consist of our Board of Directors and our Executive Leadership Team.

Total compensation expense for key management personnel, and the composition thereof, is as follows:

Periods ended March 31 (millions)	Three months	
	2018	2017
Short-term benefits	\$ 3	\$ 3
Post-employment pension <sup>1</sup> and other benefits	1	1
Share-based compensation <sup>2</sup>	3	4
	\$ 7	\$ 8

1 Our Executive Leadership Team members are members of our *Pension Plan for Management and Professional Employees of TELUS Corporation* and non-registered, non-contributory supplementary defined benefit pension plans.

2 For the three-month period ended March 31, 2018, share-based compensation expense is net of \$(1) (2017 – \$NIL) of the effects of derivatives used to manage share-based compensation costs (*Note 14(b)*).

As disclosed in *Note 14*, we made initial awards of share-based compensation in 2018 and 2017, including, as set out in the following table, to our key management personnel. As most of these awards are cliff-vesting or graded-vesting and have multi-year requisite service periods, the expense will be recognized ratably over a period of years and thus only a portion of the 2018 and 2017 initial awards are included in the amounts in the table above.

Three-month periods ended March 31	2018			2017		
	Number of restricted stock units	Notional value <sup>1</sup>	Grant-date fair value <sup>1</sup>	Number of restricted stock units	Notional value <sup>1</sup>	Grant-date fair value <sup>1</sup>
(\$ in millions)						
Awarded in period	608,849	\$ 28	\$ 36	686,595	\$ 30	\$ 30

1 Notional value is determined by multiplying the Common Share price at the time of award by the number of units awarded. The grant-date fair value differs from the notional value because the fair values of some awards have been determined using a Monte Carlo simulation (see *Note 14(b)*).

The liability amounts accrued for share-based compensation awards to key management personnel are as follows:

As at (millions)	March 31, 2018	December 31, 2017
Restricted stock units	\$ 42	\$ 40
Deferred share units <sup>1</sup>	23	24
	\$ 65	\$ 64

1 Our *Directors' Deferred Share Unit Plan* provides that, in addition to his or her annual equity grant of deferred share units, a director may elect to receive his or her annual retainer and meeting fees in deferred share units, Common Shares or cash. Deferred share units entitle directors to a specified number of, or a cash payment based on the value of, our Common Shares. Deferred share units are paid out when a director ceases to be a director, for any reason, at a time elected by the director in accordance with the *Directors' Deferred Share Unit Plan*; during the three-month period ended March 31, 2018, \$NIL (2017 – \$2) was paid out.

Employment agreements with members of the Executive Leadership Team typically provide for severance payments if an executive's employment is terminated without cause: generally 18–24 months of base salary, benefits and accrual of pension service in lieu of notice and 50% of base salary in lieu of an annual cash bonus. In the event of a change in control, Executive Leadership Team members are not entitled to treatment any different than that given to our other employees with respect to non-vested share-based compensation.

### (b) Transactions with defined benefit pension plans

During the three-month period ended March 31, 2018, we provided management and administrative services to our defined benefit pension plans; the charges for these services were on a cost recovery basis and amounted to \$1 million (2017 – \$2 million).



**(c) Transactions with real estate joint ventures**

During the three-month periods ended March 31, 2018 and 2017, we had transactions with the real estate joint ventures, which are related parties, as set out in *Note 21*.

**31 additional statement of cash flow information****(a) Statements of cash flows – operating activities, investing activities and financing activities**

Periods ended March 31 (millions)	Note	Three months	
		2018	2017 <i>(adjusted – Note 2(c))</i>
<b>OPERATING ACTIVITIES</b>			
<b>Net change in non-cash operating working capital</b>			
Accounts receivable		\$ 203	\$ 62
Inventories		33	(9)
Contract assets		—	14
Prepaid expenses		(121)	(123)
Accounts payable and accrued liabilities		(358)	(181)
Income and other taxes receivable and payable, net		85	(92)
Advance billings and customer deposits		(9)	43
Provisions		(9)	(51)
		\$ (176)	\$ (337)
<b>INVESTING ACTIVITIES</b>			
<b>Cash payments for capital assets</b>			
Capital asset additions			
Gross capital expenditures			
Property, plant and equipment	17	\$ (521)	\$ (572)
Intangible assets	18	(137)	(154)
		(658)	(726)
Additions arising from non-monetary transactions		8	2
Capital expenditures		(650)	(724)
Change in associated non-cash investing working capital		(88)	(72)
		\$ (738)	\$ (796)
<b>FINANCING ACTIVITIES</b>			
<b>Issue of shares by subsidiary to non-controlling interests</b>			
Issue of shares		\$ 43	\$ 1
Non-monetary issue of shares in business combination	18(b)	(19)	—
Cash proceeds on share issuance		24	1
Transaction costs		—	(1)
		\$ 24	\$ —

**(b) Changes in liabilities arising from financing activities**

		Statement of cash flows		Non-cash changes		
(millions)	Beginning of period	Issued or received	Redemptions, repayments or payments	Foreign exchange movement (Note 4(f))	Other	End of period
<b>THREE-MONTH PERIOD ENDED MARCH 31, 2017</b>						
<b>Dividends paid to holders of Common Shares</b>	\$ 284	\$ —	\$ (284)	\$ —	\$ 283	\$ 283
<b>Short-term borrowings</b>	\$ 100	\$ —	\$ —	\$ —	\$ —	\$ 100
<b>Long-term debt</b>						
TELUS Corporation notes	\$ 11,367	\$ 990	\$ (700)	\$ (8)	\$ (11)	\$ 11,638
TELUS Corporation commercial paper	613	1,528	(1,016)	(3)	—	1,122
TELUS Communications Inc. debentures	619	—	—	—	—	619
TELUS International (Cda) Inc. credit facility	332	—	(31)	(3)	—	298
Derivatives used to manage currency risks arising from U.S. dollar denominated long-term debt – liability (asset)	20	1,016	(1,018)	11	9	38
	12,951	3,534	(2,765)	(3)	(2)	13,715
To eliminate effect of gross settlement of derivatives used to manage currency risks arising from U.S. dollar denominated long-term debt	—	(1,016)	1,016	—	—	—
	\$ 12,951	\$ 2,518	\$ (1,749)	\$ (3)	\$ (2)	\$ 13,715
<b>THREE-MONTH PERIOD ENDED MARCH 31, 2018</b>						
<b>Dividends paid to holders of Common Shares</b>	\$ 299	\$ —	\$ (299)	\$ —	\$ 299	\$ 299
Dividends reinvested in shares from Treasury	—	—	20	—	(20)	—
	\$ 299	\$ —	\$ (279)	\$ —	\$ 279	\$ 299
<b>Short-term borrowings</b>	\$ 100	\$ —	\$ (6)	\$ —	\$ 6	\$ 100
<b>Long-term debt</b>						
TELUS Corporation notes	\$ 11,561	\$ 750	\$ (250)	\$ 38	\$ (5)	\$ 12,094
TELUS Corporation commercial paper	1,140	1,314	(1,644)	33	—	843
TELUS Communications Inc. debentures	620	—	—	—	—	620
TELUS International (Cda) Inc. credit facility	339	97	(11)	10	(2)	433
Derivatives used to manage currency risks arising from U.S. dollar denominated long-term debt – liability	93	1,644	(1,634)	(71)	27	59
	13,753	3,805	(3,539)	10	20	14,049
To eliminate effect of gross settlement of derivatives used to manage currency risks arising from U.S. dollar denominated long-term debt	—	(1,644)	1,644	—	—	—
	\$ 13,753	\$ 2,161	\$ (1,895)	\$ 10	\$ 20	\$ 14,049