



407 International Inc.

Management's Discussion and Analysis

June 30, 2025

407 ETR
Express Toll Route

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The following is management's discussion and analysis dated July 15, 2025 (**MD&A**) of the consolidated financial condition and results of operations of 407 International Inc. and its subsidiaries (**Company**) for the three and six month periods ended June 30, 2025, otherwise referred to as the second quarter of 2025. The MD&A should be read in conjunction with the interim condensed consolidated financial statements of the Company and the related notes for the same period (**Financial Statements**) and the consolidated financial statements of the Company and the related notes for the years ended December 31, 2024 and 2023 as well as the management's discussion and analysis for the year ended December 31, 2024. Unless otherwise indicated, all financial information presented in the MD&A is in millions of Canadian dollars and is prepared in accordance with IFRS® Accounting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). Additional information about the Company, including the Financial Statements and the Company's 2024 annual information form (AIF), dated February 13, 2025, can be accessed on SEDAR+ (sedarplus.ca) or the Company's website at 407etr.com. Information contained in or otherwise accessible through the websites referenced in the MD&A does not form part of the MD&A and is not incorporated by reference into the MD&A.

FORWARD-LOOKING INFORMATION

The MD&A includes statements about expected future events and financial and operating results that are forward-looking. Forward-looking statements may include words such as anticipate, believe, could, expect, goal, intend, may, outlook, plan, strive, target and will. These forward-looking statements, including those set out in the Outlook sections of the MD&A, reflect the internal projections, expectations, future growth, performance and business prospects and opportunities of the Company and are based on information currently available to the Company. Actual results and developments may differ materially from results and developments discussed in the forward-looking statements as they are subject to a number of risks and uncertainties discussed under the section entitled Risks and Uncertainties and are made based on certain assumptions including those relating to traffic and the operation and maintenance of Highway 407 ETR (see **Our Business**). These forward-looking statements are also subject to the risks described in the AIF under the heading Risk Factors. Readers are cautioned not to place undue reliance on the Company's forward-looking statements and assumptions as management of the Company (**Management**) cannot provide assurance that actual results or developments will be realized or, even if substantially realized, that they will have the expected consequences to, or effects on, the Company. These forward-looking statements are made as of July 15, 2025, the date of the MD&A, and are subject to change as a result of new information, future events or other circumstances, as discussed above, in which case they will be updated by the Company as required by law.

NON-IFRS FINANCIAL MEASURES

The MD&A contains certain non-IFRS financial measures and ratios, including earnings before interest and other expenses, taxes, depreciation and amortization (**EBITDA**) and EBITDA as a percentage of revenues (**EBITDA Margin**). EBITDA and EBITDA Margin are not standardized financial measures under IFRS, and readers are cautioned that EBITDA and EBITDA Margin should not be construed as an alternative to net income or net income as a percentage of revenues as an indicator of the Company's performance. The Company's method of calculating EBITDA and EBITDA Margin may differ from other companies' methods and may not be comparable to measures used by other companies. Management uses EBITDA and EBITDA Margin to assist in identifying underlying operating trends and they allow for a comparison of the Company's operating performance on a consistent basis. Readers may also use EBITDA and EBITDA Margin, among other financial measures, to assist in the valuation of the Company. A reconciliation of EBITDA to net income can be found under **Results of Operations – EBITDA**.

COMPANY BACKGROUND

407 International Inc. was incorporated on March 17, 1999 under the *Business Corporations Act* (Ontario) (OBCA) for the purpose of submitting a bid to the government of the Province of Ontario (Province) to acquire all of the issued and outstanding shares of 407 ETR Concession Company Limited (407 ETR). On May 5, 1999, the Company completed the acquisition of all of the issued and outstanding shares of 407 ETR. Currently, the principal business of the Company is the ownership of 407 ETR and, through 407 ETR, the operation, maintenance, management and expansion of Highway 407 ETR (see **Our Business**). On October 10, 2003, 407 International Inc. was continued under the *Canada Business Corporations Act* (CBCA).

407 International Inc. has the following subsidiaries other than 407 ETR, Canadian Tolling Company International Inc. (Cantoll), and 14374304 Canada Inc. (14374304 Inc.) The registered and principal executive office of the Company, and the head office of 407 ETR, are located at 6300 Steeles Avenue West, Woodbridge, Ontario, L4H 1J1.

On December 6, 2001, 2007466 Ontario Inc. was incorporated under the OBCA. On October 10, 2003, 2007466 Ontario Inc. was continued under the CBCA as Cantoll. Cantoll owns and is responsible for the development of the integrated automation systems, the implementation and management of road-side tolling technologies and back-office systems and transponder management. 14374304 Inc. was incorporated under the CBCA on September 20, 2022 to assist in the implementation of the Company's tax planning strategies.

Following the completion of a series of transactions announced on March 13, 2025, and completed in early June 2025, AtkinsRealis Group Inc. ceased to be a shareholder of the Company, after selling its remaining 6.76% interest in the Company to Cintra Global S.E. (Cintra) (5.06%), a wholly-owned subsidiary of Ferrovial S.A., and to Canada Pension Plan Investment Board (CPPIB), also known as CPP Investments (1.70%). Additionally, Public Sector Pension Investment Board (PSP) became a new shareholder, acquiring a 7.51% interest from CPPIB.

As a result of the transactions, Cintra has an increased ownership interest of 48.29% and CPPIB has decreased its overall ownership interest to 44.20%.

OUR BUSINESS

The Company, through its wholly-owned subsidiary 407 ETR, operates, maintains and owns the right to toll the world's first all-electronic, open-access toll highway, which is situated just north of Toronto and runs from Burlington to Pickering and consists of six, eight and 10-lane sections (expandable to eight and 10 lanes) from Highway 403 / Queen Elizabeth Way (QEW) in Burlington in the west, to Brock Road in Pickering in the east for a distance of 108 kilometres (Highway 407 ETR). The Company's mission is to serve the Greater Toronto and Hamilton Area (GTA) by providing customers with a fast, safe, reliable customer experience on and off the highway.

The Company's ability to create economic value depends largely on its ability to sustain revenue growth and to generate earnings and cash flows from operations growth by controlling the level of its operating expenditures while maintaining a safe highway and a high standard of customer service.

Revenue growth depends on the future demand for this alternate transportation route in the GTA and the levels of toll rates. Factors that could affect future demand include residential and commercial

The Company's ability to remain profitable and improve cash flow from operating activities also depends largely upon other factors, such as its ability to finance operating and capital expenditures, interest to bondholders and income tax payments.



SELECT KEY FINANCIAL AND TRAFFIC RESULTS

Financial Results	Three months ended June 30				Six months ended June 30			
	2025	2024	Change		2025	2024	Change	
Revenues	523.5	450.3	73.2	16.3%	933.5	780.1	153.4	19.7%
Expenses	106.7	77.4	29.3	37.9%	222.2	155.4	66.8	43.0%
Interest and other expenses	127.3	117.6	9.7	8.2%	232.9	206.4	26.5	12.8%
Income before tax	289.5	255.3	34.2	13.4%	478.4	418.3	60.1	14.4%
Current income tax expense	76.5	67.7	8.8	13.0%	126.7	110.4	16.3	14.8%
Deferred income tax expense	1.1	0.3	0.8	266.7%	0.9	0.4	0.5	125.0%
Net Income	211.9	187.3	24.6	13.1%	350.8	307.5	43.3	14.1%
EBITDA ¹	443.9	397.6	46.3	11.6%	765.0	676.8	88.2	13.0%
EBITDA Margin ¹	84.8%	88.3%	-	(3.5%)	81.9%	86.8%	-	(4.9%)
Traffic Results								
Traffic/Trips (in millions) ²	31.8	30.2	1.6	5.3%	56.0	54.0	2.0	3.7%
Average Revenue per Trip (\$) ³	16.32	14.78	1.5	10.4%	16.53	14.31	2.2	15.5%
Vehicle Kilometres Travelled (VKTs) (in millions) ⁴	741.5	701.0	40.5	5.8%	1,265.7	1,215.3	50.4	4.1%
Average Workday Trips (in thousands)	405.2	379.1	26.1	6.9%	361.8	344.0	17.8	5.2%
Number of Workdays	63.0	64.0	(1.0)	(1.6%)	125.0	126.0	(1.0)	(0.8%)
Average Trip Length (ATL) (kilometres) ⁵	23.3	23.2	0.1	0.4%	22.6	22.5	0.1	0.4%
Unbillable Trips (percent) ⁶	2.3%	2.1%	-	0.2%	2.4%	2.2%	-	0.2%
Transponder Penetration Rate (percent) ⁷	77.6%	78.2%	-	(0.6%)	78.8%	79.4%	-	(0.6%)
Number of Transponders in Circulation at June 30 ⁸	1,954,657	1,830,135	124,522	6.8%	1,954,657	1,830,135	124,522	6.8%

1. EBITDA and EBITDA Margin are non-IFRS measures.

2. Trips include trips relating to promotional driving offers and are measured during the reporting period based on the number of vehicle transactions recorded on Highway 407 ETR.

3. Average Revenue per Trip is calculated as total revenue less revenue from Highway 407 (as defined below in Fee Revenue) over total number of trips in the reporting period.

4. VKTs include VKTs relating to promotional driving offers and refer to the sum of distances travelled on Highway 407 ETR during the reporting period.

5. ATL is calculated as the total VKTs divided by the total number of trips in the reporting period.

6. Unbillable Trips represents the number of trips that were not billed divided by the number of trips in the reporting period. Unbillable Trips includes unreadable transactions where a licence plate image was not captured, trips taken by vehicles from jurisdictions in which 407 ETR is unable to bill and trips taken by certain toll-exempt vehicles (such as emergency and 407 ETR service vehicles and vehicles with diplomatic plates).

7. Transponder Penetration Rate is the ratio of transponder trips to total trips in the reporting period.

8. Transponders in Circulation are measured at the end of the reporting period based on the number of transponders registered to customers.

TRAFFIC RESULTS

Vehicle kilometres travelled (VKTs) during the three months ended June 30, 2025, were higher compared to the same period in 2024 due to more targeted rush hour driving offers to alleviate congestion across the GTA during workday peak hours and an increase in mobility and rush-hour commuting from a higher percentage of on-site employees. This is partially offset by unfavourable weather and less construction activities on alternate highways.

VKTs during the six months ended June 30, 2025 were higher than the same period in 2024 due to the same reasons as mentioned above.

SCHEDULE 22

Under Schedule 22 of the Concession and Ground Lease Agreement (CGLA), certain Highway 407 ETR traffic levels are measured against annual minimum traffic thresholds, which are prescribed by Schedule 22 and escalate annually up to a specified lane capacity. If the annual traffic level measurements are below the corresponding traffic thresholds, amounts calculated under Schedule 22 are payable to the Province in the following year (Schedule 22 Payment).

For the years 2020 to 2024 inclusive, the Company and the Province agreed that the COVID-19 pandemic was a Force Majeure event under the provisions of the CGLA, and therefore the Company was not subject to Schedule 22 Payments until the end of the Force Majeure event. The toll rate increase by 407 ETR effective February 1, 2024, terminated the Force Majeure event. The Company will be subject to a Schedule 22 Payment for 2025, payable to the Province in 2026.

At the end of each reporting period, Management prepares an estimate of the Schedule 22 Payment for the calendar year 2025 (2025 Schedule 22 Payment Estimate). The Schedule 22 Payment expense for the second quarter of 2025 is determined by allocating the 2025 Schedule 22 Payment Estimate, on the basis of dividing the toll revenues of the first six months of 2025, over the total estimated toll revenues for 2025, less the Schedule 22 Payment expense for the first quarter of 2025. The Schedule 22 Payment expense for each quarter of 2025 will fluctuate due to the seasonal nature of the business, and the amount of Schedule 22 Payment expense recorded in the previous quarters of 2025.

RESULTS OF OPERATIONS

REVENUES

	Three months ended June 30				Six months ended June 30			
	2025	2024	Change		2025	2024	Change	
Toll Revenue	496.2	427.0	69.2	16.2%	877.7	735.6	142.1	19.3%
Fee Revenue	27.3	23.3	4.0	17.2%	55.8	44.5	11.3	25.4%
Total Revenues	523.5	450.3	73.2	16.3%	933.5	780.1	153.4	19.7%

TOLL REVENUE

Toll revenue includes: (a) toll rate charges which are determined by the classification of vehicle, time of day, distance, direction and zone travelled; (b) a camera charge which applies if a vehicle travels without a transponder, and (c) trip toll charge for all trips. Toll revenue is net of discounts relating to promotional driving offers.

A new toll rate and fee schedule came into effect on January 1, 2025. The changes include additional toll zones and new vehicle classifications.

Toll revenue in the three and six months ended June 30, 2025, was higher compared to the same periods in 2024, primarily due to higher toll rates effective January 1, 2025.

For further details on the Company's toll rates, please visit 407etr.com.

FEE REVENUE

Fees include transponder lease fees, account fees relating to the maintenance and billing of non-transponder customer accounts, late payment charges, and enforcement fees for past due amounts sent to the Ontario Registrar of Motor Vehicles (**Registrar**) to refuse to renew or issue vehicle permits until outstanding amounts are paid or settled (**Licence Plate Denial**). Account fees are driven by the number of non-transponder customers that travel on Highway 407 ETR and are subject to seasonal fluctuation. Enforcement fees and late payment charges are applied to customers with overdue accounts.

Also included in fees are service fees related to tolling, billing and back-office services billed to the Province for Highway 407 under the **Tolling Services Agreement** (as described below). Highway 407 begins at the eastern terminus of Highway 407 ETR at Brock Road in Pickering and extends to Highways 35/115 (**Highway 407**). The Province maintains public ownership, sets tolls and receives toll revenues for Highway 407. The Company continues to maintain the roadside tolling technology and provide tolling, billing and back-office services (**Tolling Services Agreement**) for Highway 407. The operational aspect of The Tolling Services Agreement, which commenced in December 2015, had an initial term of 10 years. On May 13, 2025, the Province announced the permanent removal of tolls on Highway 407 effective June 1, 2025, thereby precluding any future renewals of the Tolling Services Agreement.

Fee revenue was higher in the three and six months ended June 30, 2025 compared to the same periods in 2024 due to higher account fees resulting from higher traffic volumes and higher lease fees due to higher fee rates effective January 1, 2025. Fee revenue was also higher due to higher enforcement fees.

REVENUE OUTLOOK

Management anticipates higher revenue in 2025 than 2024 due to higher traffic volumes and the new toll rate and fee schedule effective January 1, 2025.

EXPENSES

	Three months ended June 30				Six months ended June 30			
	2025	2024	Change		2025	2024	Change	
System Operations	17.0	15.2	1.8	11.8%	34.2	29.6	4.6	15.5%
Customer Operations	27.6	21.9	5.7	26.0%	52.2	40.2	12.0	29.9%
Highway Operations	6.5	6.0	0.5	8.3%	18.6	15.8	2.8	17.7%
General and Administration	9.2	9.6	(0.4)	(4.2%)	18.3	17.7	0.6	3.4%
Schedule 22 Payment	19.3	0.0	19.3	100.0%	45.2	0.0	45.2	100.0%
Operating expenses	79.6	52.7	26.9	51.0%	168.5	103.3	65.2	63.1%
Depreciation and Amortization	27.1	24.7	2.4	9.7%	53.7	52.1	1.6	3.1%
Expenses	106.7	77.4	29.3	37.9%	222.2	155.4	66.8	43.0%

System operations costs include costs for developing, operating and maintaining the Company's tolling system, office computer network and integrated automation systems. System operations costs were higher in the three and six months ended June 30, 2025 compared to the same periods in 2024 as a result of lower salary capitalization as the Company's enterprise resource planning (ERP) and customer relationship management (CRM) project went live during the first quarter of 2024 and due to higher license renewal and data usage costs.

Customer operations include all costs to support the customer lifecycle including the Company's call centre, transponder distribution, billing and the collection of overdue accounts. Also included in customer operations is provision for lifetime expected credit loss (**Lifetime ECL**). Customer operations costs were higher in the three and six months ended June 30, 2025 compared to the same periods in 2024 as a result of a higher provision for Lifetime ECL due to higher toll and fee revenue and due to higher billing and collection costs consistent with higher billing volumes.

Highway operations include costs to operate the highway such as structural, roadside and seasonal maintenance and police and road safety enforcement. Seasonal maintenance such as snow plowing and salt application, occur in the first and fourth quarters of the year and most other repairs and maintenance take place in the second and third quarters of the year. Highway operations costs were higher in the six months ended June 30, 2025 compared to the same period in 2024 mainly due to higher winter maintenance costs as a result of unfavourable weather conditions. Highway operations costs were comparable in the three months ended June 30, 2025 to the same period in 2024.

General and administration expenses include public relations, finance, administration, facilities, human resources, business process, legal, audit and executive costs. General and administration expenses were comparable in the three and six months ended June 30, 2025 compared to the same periods in 2024.

Schedule 22 Payment expense is to account for certain Highway 407 ETR traffic levels that are expected to be below the annual minimum traffic thresholds as described above in section **Schedule 22**. The Company revised the 2025 Schedule 22 Payment Estimate, resulting in a lower Schedule 22 Payment expense for the second quarter.

OPERATING EXPENSES OUTLOOK

Management anticipates higher traffic volumes and higher revenues in 2025 resulting in higher customer operations expenses compared to 2024. Management also anticipates higher general and administration costs due to price increases and higher system operations costs for the development of digital programs and additional application management services. The Company will incur a Schedule 22 Payment expense in 2025 as the traffic levels of certain segments of Highway 407 ETR are expected to be below the annual minimum traffic thresholds.

DEPRECIATION AND AMORTIZATION

Depreciation and amortization expenses in the three and six months ended June 30, 2025 were higher compared to the same periods in 2024 due to higher highway depreciation resulting from higher VKTs and due to amortization of major back office systems available for use in the third and fourth quarters of 2024.

DEPRECIATION AND AMORTIZATION OUTLOOK

Management anticipates depreciation and amortization in 2025 to be higher compared to 2024 as a result of higher highway depreciation from an increase in traffic volumes.

INTEREST AND OTHER EXPENSES

	Three months ended June 30				Six months ended June 30			
	2025	2024	Change		2025	2024	Change	
Interest expense on Bonds and Credit Facilities	126.6	117.9	(8.7)	(7.4%)	248.6	232.2	(16.4)	(7.1%)
Non-cash inflation component of:								
Interest recovery RRBs	12.3	13.9	1.6	11.5%	7.5	10.4	2.9	27.9%
Interest recovery, Senior Bonds Series 04-A2	2.3	3.3	1.0	30.3%	(2.5)	(0.9)	1.6	177.8%
Fair value adjustment recovery, Senior Bonds, Series 04-A2	(1.6)	(0.6)	1.0	(166.7%)	4.4	(3.6)	(8.0)	(222.2%)
Capitalized Interest	-	(0.1)	(0.1)	(100.0%)	-	(0.5)	(0.5)	100.0%
Total Interest Expense on Long-Term Debt	139.6	134.4	(5.2)	(3.9%)	258.0	237.6	(20.4)	(8.6%)
Interest income on financial assets designated as FVTPL	(12.3)	(16.8)	(4.5)	26.8%	(25.2)	(31.2)	(6.0)	19.2%
Other interest expense	0.2	0.2	-	(0.0%)	0.5	0.4	(0.1)	25.0%
Reclassification of gain and losses on cash flow hedges	(0.2)	(0.2)	-	-	(0.4)	(0.4)	-	-
Total Interest and Other Expenses	127.3	117.6	9.7	(8.2%)	232.9	206.4	(26.5)	(12.8%)

INTEREST EXPENSE ON BONDS AND CREDIT FACILITIES

Interest expense on the Company's senior bonds was higher in the three and six months ended June 30, 2025 compared to the same periods in 2024 primarily due to interest expense on the issuance of \$500.0 million of Senior Bonds, Series 24-A2 on October 9, 2024, interest expense on the issuance of \$350.0 million of Senior Bonds, Series 25-A1 on March 5, 2025, which was used to refinance in part Senior Bonds, Series 20-A2 on May 22, 2025, and higher interest expense on the refinancing of Senior Bonds, Series 14-A1 with Senior Bonds, Series 24-A2 in 2024 at a higher coupon rate. Interest expense on the Syndicated Credit Facility (as defined below) was higher in the current year due to drawdown on the facility. The interest expense on the Company's junior bonds and subordinated bonds in the three and six months ended June 30, 2025 was comparable with the same periods in 2024.

NON-CASH INFLATION COMPONENT OF INTEREST EXPENSE

During the three and six months ended June 30, 2025, the non-cash inflation component of the Senior Bonds, Series 99-A6 and Series 99-A7 (together, with Senior Bonds, Series 00-A2, the Real Return Bonds or RRBs) was favourable and the non-cash accretion on Senior Bonds, Series 04-A2 was favourable compared to the same periods in 2024, in each case, mainly due to a lower increase in the consumer price index (CPI) level.

FAIR VALUE ADJUSTMENT, SENIOR BONDS, SERIES 04-A2

The non-cash fair value adjustment to Senior Bonds, Series 04-A2 was favourable in the three months ended June 30, 2025 and unfavourable for the six months ended June 30, 2025 compared to the same periods in 2024. The non-cash fair value adjustment expense in the three months ended June 30, 2025 was primarily due to a decrease in the break-even inflation rate (BEIR) partially offset by a decrease in the nominal discount rate. The non-cash fair value adjustment expense for the six months ended June 30, 2025 was primarily due to an increase in the BEIR coupled with a decrease in the nominal discount rate.

INTEREST INCOME ON FINANCIAL ASSETS

Interest income from cash balances and investments was lower in the three and six months ended June 30, 2025 compared to the same periods in 2024, due to lower interest yields on investments and cash balances.

INTEREST AND OTHER EXPENSES OUTLOOK

Except for interest income, the non-cash inflation compensation component of interest expense relating to the Real Returns Bonds and Senior Bonds, Series 04-A2 and the non-cash fair value adjustment on Senior Bonds, Series 04-A2, the Company expects interest expense on long-term debt for 2025 to be higher than 2024 due to the full year impact of additional leverage issued in 2024. The Company expects 2025 interest income to be lower than 2024 due to projections of a lower interest rate environment in 2025.

INCOME TAXES

The combined annual current and deferred effective tax rate is 26.5% in 2025, which is comparable to the prior year. Current income tax expense was higher in the three and six months ended June 30, 2025 compared to the same periods in 2024 primarily due to higher earnings before taxes. Deferred income tax expense for 2025 is lower compared to 2024 due to lower taxable temporary differences.

With the exception of the non-cash inflation compensation component of interest expense relating to the Real Return Bonds and Senior Bonds, Series 04-A2 and the non-cash fair value adjustment on Senior Bonds, Series 04-A2, the Company expects higher income tax expense due to higher earnings before taxes anticipated in 2025.

NET INCOME

During the three and six months ended June 30, 2025, the Company recorded net income of \$211.9 million and \$350.8 million, respectively, representing an increase of \$24.6 million and \$43.3 million or

13.1% and 14.1%, respectively, compared to \$187.3 million and \$307.5 million, respectively, for the same periods in 2024 mainly due to higher revenues resulting from higher traffic volumes and higher toll rates. These favourable amounts were offset by higher expenses, interest and other expenses and income taxes.

EBITDA

	Three months ended June 30				Six months ended June 30			
	2025	2024	Change		2025	2024	Change	
Net Income	211.9	187.3	24.6	13.1%	350.8	307.5	43.3	14.1%
Add: Current income tax expense	76.5	67.7	8.8	13.0%	126.7	110.4	16.3	14.8%
Add: Deferred income tax expense	1.1	0.3	0.8	266.7%	0.9	0.4	0.5	125.0%
Add: Interest and other expenses	127.3	117.6	9.7	8.2%	232.9	206.4	26.5	12.8%
Add: Depreciation and Amortization	27.1	24.7	2.4	9.7%	53.7	52.1	1.6	3.1%
EBITDA	443.9	397.6	46.3	11.6%	765.0	676.8	88.2	13.0%
EBITDA Margin	84.8%	88.3%		(3.5%)	81.9%	86.8%		(4.9%)

EBITDA⁽¹⁾ margin decreased in the three and six months ended June 30, 2025 as a result of the Schedule 22 Payment expense for 2025.

⁽¹⁾EBITDA and EBITDA Margin are non-IFRS measures.

SUMMARY OF QUARTERLY RESULTS

Net Income and Net Income per Share	2025		2024				2023	
(In \$ Millions, except per share amounts)	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Revenues	523.5	410.0	438.0	487.1	450.3	329.8	375.9	419.4
Operating Expenses	79.6	88.9	68.2	56.1	52.7	50.6	60.6	49.0
Depreciation and amortization	27.1	26.6	27.3	26.6	24.7	27.4	24.1	24.3
Interest and other expenses	127.3	105.6	107.9	115.1	117.6	88.8	110.6	97.6
Income tax expenses	77.6	50.0	62.2	77.0	68.0	42.8	51.3	66.0
Net income	211.9	138.9	172.4	212.3	187.3	120.2	129.3	182.5
Net income per share (basic and diluted)	0.273	0.179	0.222	0.274	0.242	0.155	0.167	0.235

Toll and fee revenues are subject to seasonal fluctuations that may materially impact quarter-to-quarter financial results. As a result, one quarter's revenues are not necessarily indicative of another quarter's revenues. Seasonal and other trends affecting the Company's revenues include factors such as economic activity, recreational travel, weather conditions, pricing structure, fuel prices, trends related to work-from-home and remote work and traffic volumes on neighbouring infrastructure. In particular, this seasonality generally results in relatively lower revenues during the first and fourth quarter, and relatively higher levels of toll and fee revenues in the remaining quarters. Interest expense on Real

Return Bonds and Senior Bonds, Series 04-A2 is calculated based on changes in CPI; as such, interest expense in respect of Real Return Bonds and Senior Bonds, Series 04-A2 will fluctuate due to the volatility of CPI.

STATEMENT OF FINANCIAL POSITION ITEMS

	As at June 30 2025	As at December 31 2024	Change
Total Current Assets	1,397.1	1,162.7	234.4
Total Non-Current Assets	4,593.7	4,593.9	(0.2)
Total Current Liabilities	382.1	647.2	(265.1)
Total Non-Current Liabilities	11,657.5	11,308.5	349.0
Total Shareholders' Deficit	(6,048.8)	(6,199.1)	150.3

Total current assets are comprised of cash and cash equivalents, restricted cash and investments, and trade receivables and other. The increase in current assets as at June 30, 2025 compared to December 31, 2024 was primarily due to higher cash and cash equivalents, and higher trade receivables due to higher revenues.

Total non-current assets are comprised of restricted cash and investments, other receivables, deferred tax assets, intangible assets and property and plant and equipment. Non-current assets as at June 30, 2025 are comparable to the balance as at December 31, 2024.

Total current liabilities are comprised of trade and other payables, contract liabilities, lease obligations, accrued interest on long-term debt and the current portion of long-term debt. The decrease in current liabilities as at June 30, 2025 compared to December 31, 2024 was mainly due to repayment of Senior Bonds, Series 20-A2, a decrease in trade and other payables as a result of timing.

Total non-current liabilities are comprised of lease obligations, deferred tax liabilities and long-term debt. The increase in long-term debt as at June 30, 2025 compared to December 31, 2024 was due to the issuance of Senior Bonds, Series 25-A1 on March 5, 2025 to refinance the matured Senior Bond, Series 20-A2 in May 2025, an increase in the non-cash fair value adjustment expenses on Senior Bonds, Series 04-A2 and the increase in the non-cash inflation compensation component on the Real Return Bonds. These increases were partially offset by the reclassification of the next principal component of certain bonds that will become payable within the next 12 months, from non-current liabilities to current liabilities.

The Company's share capital and contributed surplus remained unchanged as at June 30, 2025 at \$775.0 million (775,000,003 common shares issued and outstanding) and \$29.6 million, respectively, compared to December 31, 2024. Dividends paid to shareholders in the three and six months ended June 30, 2025 and 2024 amounted to \$200.0 million and \$175.0 million, respectively.

LIQUIDITY AND CAPITAL RESOURCES

	Three months ended June 30			Six months ended June 30		
	2025	2024	Change	2025	2024	Change
Cash flows from operating activities						
Receipts from customers	435.8	368.3	67.5	873.6	680.9	192.7
Payments to suppliers and employees	(69.5)	(47.6)	(21.9)	(121.5)	(101.5)	(20.0)
Cash generated from operations	366.3	320.7	45.6	752.1	579.4	172.7
Interest received	11.9	14.4	(2.5)	24.8	27.8	(3.0)
Interest paid	(126.3)	(112.4)	(13.9)	(243.6)	(229.6)	(14.0)
Income tax refund/(paid)	(62.0)	(49.0)	(13.0)	(175.3)	(98.0)	(77.3)
	189.9	173.7	16.2	358.0	279.6	78.4
Cash flows from investing activities						
Additions to property, plant and equipment	(14.6)	(14.0)	(0.6)	(23.7)	(25.2)	1.5
Additions to intangible assets	-	-	-	-	(0.9)	0.9
Advance payment	-	-	-	-	(3.1)	3.1
Restricted cash and investments	337.2	(14.3)	351.5	(23.7)	(20.0)	(3.7)
Non-trade receivables and other	-	0.1	(0.1)	2.2	2.1	0.1
	322.6	(28.2)	350.8	(45.2)	(47.1)	1.9
Cash flows from financing activities						
Proceeds from long-term debt and credit facility	100.0	249.6	(149.6)	449.5	249.6	199.9
Debt issue costs	(0.3)	(2.1)	1.8	(2.7)	(2.1)	(0.6)
Repayment of long-term debt and credit facility	(354.7)	(254.3)	(100.4)	(358.8)	(258.3)	(100.5)
Repayment of lease obligations	(3.1)	(0.4)	(2.7)	(4.9)	(3.8)	(1.1)
Dividends paid to shareholders	(200.0)	(175.0)	(25.0)	(200.0)	(175.0)	(25.0)
	(458.1)	(182.2)	(275.9)	(116.9)	(189.6)	72.7
Increase in cash and cash equivalents	54.4	(36.7)	91.1	195.9	42.9	153.0
Cash and cash equivalents, beginning of period	493.8	490.0	3.8	352.3	410.4	(58.1)
Cash and cash equivalents, end of period	548.2	453.3	94.9	548.2	453.3	94.9

Cash and cash equivalents consist of cash, government treasury bills and provincial promissory notes with maturities of three months or less and are used for working capital and other general corporate purposes.

CASH FLOWS GENERATED FROM OPERATING ACTIVITIES

Cash flows generated from operating activities increased in the three and six months ended June 30, 2025 compared to the same periods in 2024, mainly due to higher cash receipts resulting from higher operating revenues and timing of cash receipts from customers. These cash inflows were partially offset by higher corporate income tax payments mainly due to higher earnings before taxes and payment relating to the prior year, higher cash payments for operating expenses mainly due to higher operating expenses and timing of payments, higher interest payments on the Company's debt due to additional debt issued in the prior year coupled with refinancing of some existing debt at a higher coupon rate. In addition, interest income received from investments and cash balances was lower due to lower interest yield on investments and cash balances.

CASH FLOWS USED IN INVESTING ACTIVITIES

Cash flows generated from investing activities during the three months ended June 30, 2025 were \$322.6 million and cash flows used in the six months ended June 30, 2025 were \$45.2 million. The decrease in restricted cash and investments in the three months ended June 30, 2025 compared to the same period in 2024 and was mainly due to the repayment of Senior Bonds, Series 20-A2 in May 2025 from the proceeds of the issuance of Senior Bonds, Series 25-A1 on March 7, 2025. For the six month period ended June 30, 2025, changes were due to the establishment of a debt service reserve fund

relating to the issuance of Senior Bonds, Series 25-A1, and higher contributions to the Company's debt service fund resulting from the issuances of Senior Bonds, Series 24-A1 and Senior Bonds, Series 24-A2 in the prior year, partially offset by lower interest income received from debt service reserve balances and investments. These increases were partially offset by repayment of Senior Bonds, Series 20-A2 in May 2025 coupled with higher repayments of long-term amortizing bonds. Additions to property, plant and equipment and intangibles during the three months ended June 30, 2025 were higher due to purchase of snowplows in the current year compared to the same period in 2024. Additions to property, plant and equipment and intangibles during the six months ended June 30, 2025 were lower compared to the same period in 2024 due to the completion of IT digital enhancements to replace inflexible and unsupported platforms and applications with cloud-based and scalable solutions and back-office refurbishment projects in the prior year. Decreases in non-trade receivables in the three and six months ended June 30, 2025 were comparable to the same periods in the prior year.

CASH FLOWS USED IN FINANCING ACTIVITIES

Cash flows used in financing activities in the three and six months ended June 30, 2025 were lower for the three month period but higher for the six month period compared to the cash flows used in the same periods in 2024. During the three and six months ended June 30, 2025, the Company issued Senior Bonds, Series 25-A1 to refinance Senior Bonds, Series 20-A2 and also drew on the Syndicated Credit Facility.

LIQUIDITY OUTLOOK

The Company expects to maintain sufficient liquidity and to generate cash from operations to meet all of its ongoing obligations and to pay dividends to its shareholders, as and when determined by the board of directors of the Company (**Board**). The Company expects to gradually increase debt, while maintaining existing credit ratings on all debt obligations and being in compliance with the terms of the Master Trust Indenture dated as of July 20, 1999 and effective as of May 5, 1999 between the Company, 407 ETR and The Trust Company of Bank of Montreal (now Computershare Advantage Trust of Canada) (**Indenture**). The additional debt, when incurred, will be used to fund operating and capital expenditures, to pay interest to debtholders, and to pay income tax while maintaining sufficient debt service coverage ratios.

OTHER LIQUIDITY INFORMATION

Certain Events of Default under the Indenture would allow bondholders to declare the bonds to be immediately payable. These Events of Default are described in the Company's AIF available at [sedarplus.ca](https://www.sedarplus.ca).

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

Financial instruments used by the Company consist of cash and cash equivalents, restricted cash and investments, trade receivables and other, trade and other payables, long-term debt and derivative financial instruments.

RESTRICTED CASH AND INVESTMENTS

Restricted cash and investments are required to be maintained in reserve accounts under the Indenture and various supplemental indentures for the benefit of the bondholders and a segregated funds

account pursuant to the Tolling Services Agreement between Cantoll and the Province. Restricted cash and investments consist of cash, bankers' acceptance notes, bank bonds, guaranteed investment certificates, floating rate notes, treasury bills and provincial promissory notes with, from time to time, both short-term and long-term maturities.

SYNDICATED CREDIT FACILITY

The Company has a credit agreement establishing a syndicated credit facility with four Canadian chartered banks (**Syndicated Credit Facility**). The Syndicated Credit Facility will be used to refinance existing debt, fund future operating and capital expenditures, make interest and tax payments and for general corporate purposes. The obligations under the Syndicated Credit Facility rank *pari passu* with the senior debt of the Company. The Syndicated Credit Facility is a sustainability linked loan with three key performance indicators (KPIs) (greenhouse gas, Board diversity and employee health and safety) and related targets to be measured against on an annual basis. Annual favourable or unfavourable pricing adjustments to the drawn and undrawn portion of the Syndicated Credit Facility will be made depending on if the targets for each KPI have been met. The amount available to be drawn under the Syndicated Credit Facility is \$800.0 million. The Syndicated Credit Facility bears interest at floating rates based, at the option of the Company, on the prime rate for Canadian dollar loans, and the Term Canadian Overnight Repo Rate Average advances, plus an applicable fixed margin. The Company paid an upfront fee in respect of the Syndicated Credit Facility and is also obligated to pay a commitment fee, calculated on the undrawn portion of the Syndicated Credit Facility.

As at June 30, 2025, the Company had drawn an amount of \$100.0 million and \$nil as at December 31, 2024, under the Syndicated Credit Facility.

LONG-TERM DEBT

Long-term debt was used to finance the acquisition of Highway 407 ETR from the Province and to finance the construction of Highway 407 ETR extensions, deferred interchanges, widening projects, operating and capital expenditures, interest to bondholders, corporate income tax payments and other general corporate purposes.

DERIVATIVE FINANCIAL INSTRUMENT

Senior Bonds, Series 04-A2 is a derivative financial instrument and is reported at fair value. The Company is obligated to make semi-annual cash payments to the holders of Senior Bonds, Series 04-A2 (consisting of principal and interest), determined by the product of \$13.0 million and the applicable CPI at the time of payment divided by the applicable CPI at time of issue.

EARNINGS COVERAGE

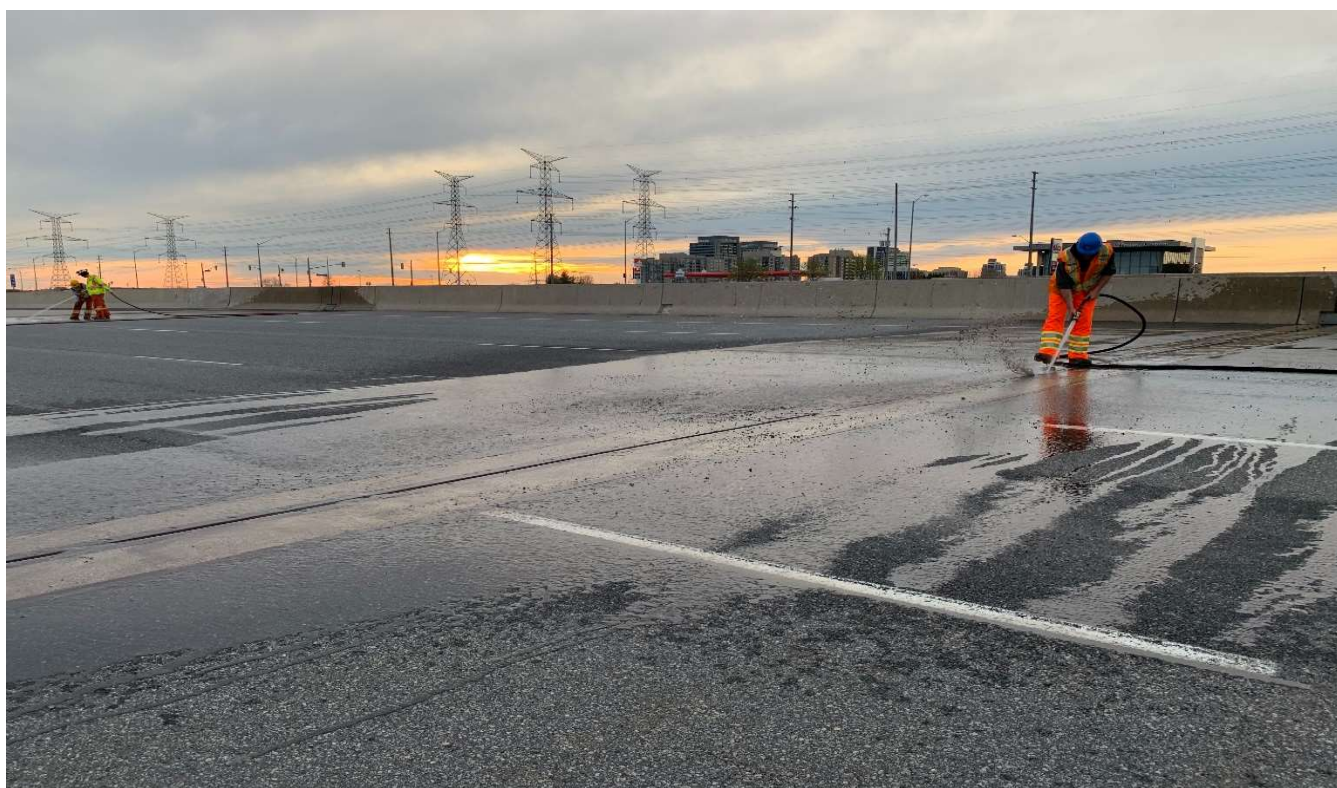
Earnings coverage is calculated as income before income tax expenses and interest expense on long-term debt less interest expense on long-term debt. Earnings coverage ratio is income before income tax expenses and interest expense on long-term debt, divided by interest expense on long-term debt. Earnings coverage and earnings coverage ratio are provided pursuant to and in compliance with National Instrument 44-102 *Shelf Distributions* of the Canadian Securities Administrators.

	Twelve month period ended June 30			
	2025	2024	Change	
Income before income tax expenses and interest expense on long-term debt	1,517.3	1,332.8	184.5	13.8%
Interest expense on long-term debt	515.0	485.4	29.6	6.1%
Earnings Coverage	1,002.3	847.4	154.9	18.3%
Earnings Coverage Ratio	2.95X	2.75x		

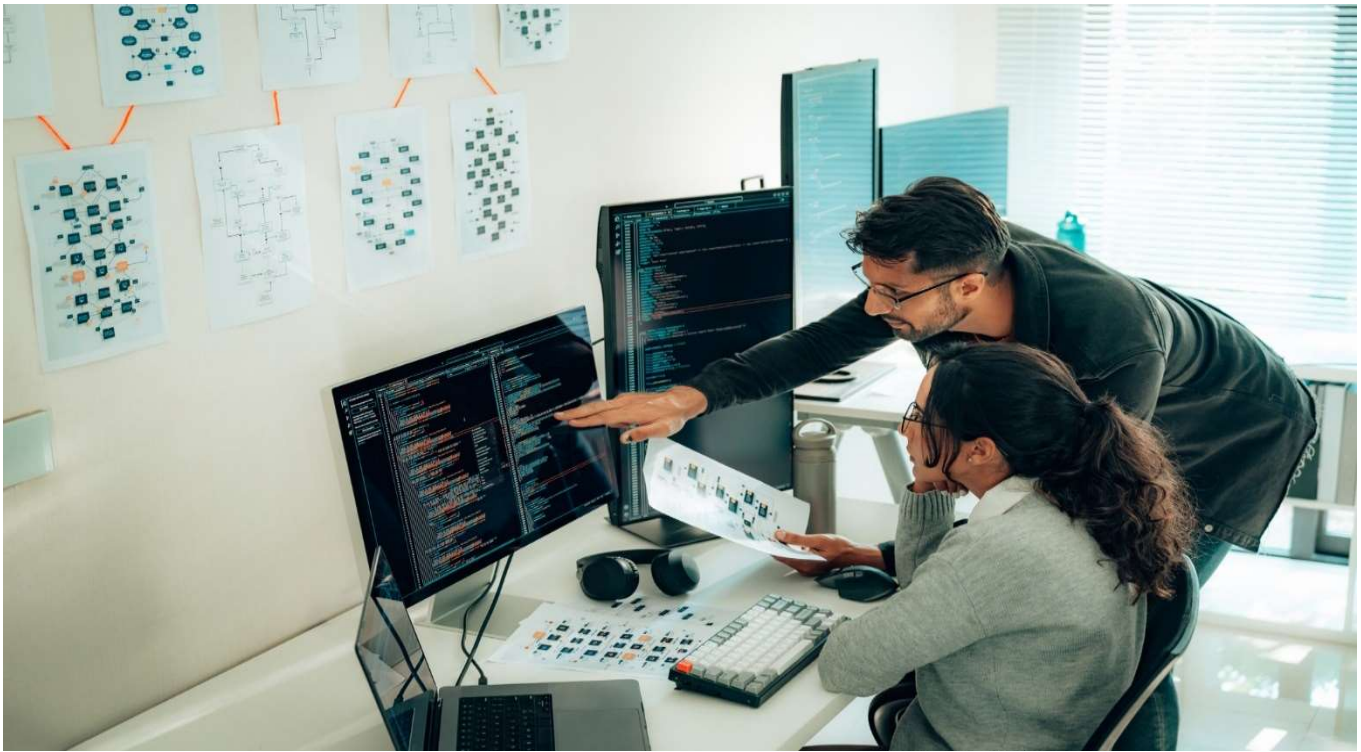
The Company's earnings coverage ratio is different from the Company's debt service coverage ratio under the Indenture.

OVERVIEW OF CURRENT OPERATIONS

CONSTRUCTION



The Company makes improvements to Highway 407 ETR as needed through construction projects designed to increase capacity and improve traffic flow and customer convenience, including investments in adding new lanes, as required. The Company also regularly undertakes various rehabilitation initiatives designed to improve and replace existing elements of Highway 407 ETR infrastructure to continue to provide customers with fast, safe and reliable travel.



The Company is committed to advancing its core competencies in capturing and processing trip data, billing and invoicing, customer support, and collection activities. To achieve this, the Company has prioritized enhancement work on the core applications that support these functions, with scheduled releases. Furthermore, the Company is working on improving the current customer contact centre capabilities with a solution that will also allow for integration with other digital platforms to provide a seamless customer experience and serve as a foundation for future capabilities including artificial intelligence. In the second quarter, work also continued on technical solutions to support initiatives to alleviate congestion in the GTA through promotional driving offers and to improve customer satisfaction.



The Company prides itself on delivering a world class experience on and off the roadway. When it comes to customer service channels, the Company provides convenient self-service options for payments and updates through its website, interactive voice response automated telephone attendant, and text or email. Over 77% of the Company's customers are currently set up with paperless billing, which helps to facilitate better account management and lower costs.

The Company's customer service representatives answer calls while the digital support specialists facilitate the live artificial intelligence (AI) chatbot conversations with customers and the general public. Digital contacts through the second quarter of 2025 have increased over the same period in 2024 with a 20% increase of conversations now managed by the AI chatbot alone compared to 2024.



During the second quarter, 407 ETR celebrated International Day for Biological Diversity and [Pollinator Week](#). 407 ETR's pollinator conservation efforts with Canadian Wildlife Federation (CWF) for its Rights-of-Way Habitat Program have surpassed the 12-hectare goal of roadside restoration. The initiative is on track to restore 15.8 hectares of habitat restoration—the equivalent of approximately 30 football fields. Today, there are 15 projects underway within local municipalities and conservation areas in the GTA, ranging from Oakville to Halton Hills to Keswick. Also, 407 ETR is in the final year of its \$500,000 sponsorship with CWF.

In May 2025, 407 ETR's Communications and Government Relations team received an International Association of Business Communicators Toronto Ovation [Award of Excellence for Corporate Social Responsibility](#) for its work to raise awareness about the initiative.

In June, hundreds of 407 ETR employees (pictured above) united to support 25 organizations and non-profits across the GTA for its [eighth annual One Big Day](#). Employees were both on-site at 407 ETR's head office and volunteered out in communities including Brampton, King City, Mississauga and Vaughan. Activities ranged from assembling care kits, furniture and bicycles to landscaping, supporting food banks, litter and green space clean ups and more.



In April 2025, the Company released its 2024 Environmental, Social, and Governance (ESG) Report, *Future Forward*, outlining the Company's progress in key areas of sustainability and responsible business practices. Marking the sixth year of reporting, the publication provides a detailed look at the Company's ESG strategy and performance metrics. The report highlights progress across key ESG areas, including an updated materiality assessment, greenhouse gas (GHG) emissions reduction efforts, biodiversity initiatives, and community engagement and investment. It's aligned with the disclosure recommendations of both the Sustainability Accounting Standards Board and the Task Force on Climate-related Financial Disclosures. The Company achieved a 19% reduction in Scope 1 and 2 emissions in 2024 compared to its 2018 baseline, demonstrating steady progress toward its target of a 25% reduction by 2030.

The Company is currently reviewing the recommendations from its 2024 Green Fleet Assessment to expand the use of renewable diesel, hybrid and battery electric vehicles and charging infrastructures.

Read the full report at 407etr.com/esgreporting.

RISKS AND UNCERTAINTIES

The risks and uncertainties and risk management practices of the Company, including risks related to toll revenues, operations and maintenance, information technology, and climate change are described in the AIF available at sedarplus.ca.

CREDIT RISK

Financial assets that are exposed to credit risk consist primarily of cash and cash equivalents, trade receivables and other, and restricted cash and investments.

The Company is exposed to credit loss in the event of non-performance by counterparties to derivative instruments that have a positive fair value, cash and cash equivalents, short-term investments and restricted cash and investments. The Company manages this risk by dealing with reputable organizations having high-quality credit ratings from independent credit rating agencies. The Board sets exposure limits and these are monitored on an ongoing basis.

Concentration of credit risk with respect to trade receivables is minimized due to the millions of accounts comprising the Company's customer base. The amounts disclosed in the statements of financial position are net of the allowance for Lifetime ECL and certain amounts that are billed to customers but excluded from revenues in accordance with the Company's revenue recognition policy for toll and fee revenues. The allowance for Lifetime ECL is estimated based on prior experience, anticipated collection strategies and ultimate recovery of balances for which collection is uncertain.

At June 30, 2025, the Company had \$409.6 million (2024 - \$328.2 million) in trade receivables net of revenue reserves that were greater than 90 days past due against which the Company has recorded an allowance for expected credit losses of \$241.2 million (2024 - \$202.8 million).

In accordance with the revenue recognition policy, toll revenues are recognized on the date trips are taken on Highway 407 ETR. Tolls and other charges are recorded in trade receivables as "Unbilled" until invoiced. The provision for Lifetime ECL is based principally on historical collection rates and Management's expectation of success rates for collection of overdue accounts by the Registrar through Licence Plate Denial as well as Management's expectation of success rates for collection through collection agencies and legal proceedings. When a licence plate associated with a customer's unpaid 407 ETR account becomes unattached from the vehicle or expired, the Registrar is required to refuse to renew another single vehicle permit issued to the same customer or issue a vehicle permit to that customer. The legislation affording 407 ETR the right to Licence Plate Denial requires that a series of notices be sent to customers with delinquent accounts. This process takes a minimum of 150 days from the date an invoice is sent until a customer is subject to Licence Plate Denial, followed by up to two years before a customer's licence plate is subject to renewal. The Licence Plate Denial process, together with other collection strategies, results in the successful collection of net trade receivables that are more than 151 days past due. The provision for Lifetime ECL could materially change and may result in significant changes to trade receivables balances as Management continues to monitor the collection of outstanding 407 ETR charges.

In addition to the collection of 407 ETR customers' overdue accounts through the Licence Plate Denial process, Management continues to assign certain delinquent accounts to third party collection agencies utilizing various programs, employ internal collections staff and take legal action where necessary. In conducting collections litigation, 407 ETR may from time to time receive judicial decisions that impact its ability to recover delinquent amounts through civil proceedings and could result in a material change to the allowance for Lifetime ECL.

Management continuously monitors the collection of overdue accounts in determining the allowance for Lifetime ECL. The Company considers several factors affecting the likelihood of collection. In determining the collectability of customer accounts, the Company does not obtain information about the credit quality of customers whose accounts are not overdue or not impaired.

An increase of 1 percent in the weighted-average provision rate would have increased the provision for Lifetime ECL by approximately \$5.2 million and \$9.3 million (2024 - \$4.5 million and \$7.8 million) and decreased net income by approximately \$3.8 million and \$6.8 million (2024 - \$3.3 million and \$5.7 million) for the three and six month periods ended June 30, 2025, respectively.

LIQUIDITY RISK

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Cash flow projections are prepared by Management and reviewed by the Board to ensure sufficient continuity of funding. The Company manages its liquidity risk by dispersing the contractual maturity dates of its financial liabilities, thereby ensuring the Company is not exposed to excessive refinancing risk during any given year. Further, the Company seeks to maintain an optimal level of liquidity

y through maximizing cash flows by actively pursuing the collection of its trade receivables and by controlling the level of operating and capital expenditures. Cash and cash equivalents and restricted cash and investments are invested in highly-liquid interest-bearing investments.

The following are the Company's commitments, contractual maturities and related interest obligations as at June 30, 2025:

	Less than 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	Beyond 5 years
Trade and other payables	103.4	-	-	-	-	-
Contract liabilities	14.9	-	-	-	-	-
Lease obligations	0.8	0.6	0.5	0.3	0.1	-
Interest payments on lease obligations	0.1	0.1	0.1	-	-	-
Long-term debt	125.7	743.9	378.8	30.5	732.3	9,046.5
Derivative financial liability	14.5	14.5	14.5	14.5	14.5	137.5
Interest payments on long-term debt	474.3	462.8	442.1	425.1	410.4	5,392.7
	733.7	1,221.9	836.0	470.4	1,157.3	14,576.7

Interest payments on long-term debt and lease obligations are funded by proceeds from long-term debt and the Company's cash generated from operations.

On March 5, 2025, the Company issued \$350.0 million of 4.45% Senior Bonds, Series 25-A1 to repay Senior Bonds, Series 20-A2 on May 22, 2025.

On May 22, 2025, the Company repaid \$350.0 million of 1.80% Senior Bonds, Series 20-A2.

DEBT RATING RISK

The Company seeks to maintain an appropriate debt rating to ensure access to capital on commercially reasonable terms to finance its operating and capital expenditures and interest payments to bondholders, provide an appropriate investment return to its shareholders and refinance its existing indebtedness without, in each case, exceeding its debt capacity or resulting in a downgrade to the credit ratings assigned to its existing indebtedness. The Company's ability to do so depends upon a number of factors, including, among other things, market conditions, rating agencies' criteria and the Company's debt structure. To control this risk, Management is focused on maintaining an optimal level of liquidity through maximizing cash flows by actively pursuing the collection of its trade receivables and by controlling operating and capital expenditures.

INTEREST RATE RISK

As at June 30, 2025, all long-term debt is fixed rate debt (except for the inflation-linked bonds as described below); therefore, changes in interest rates do not impact interest payments on the Company's current bonds but may impact the fair value of such long-term debt.

The Company also manages this risk by investing its cash and cash equivalents and restricted cash and investments in debt instruments with credit ratings equal to or higher than those required by the Indenture. A decrease of 25 basis points in interest rates would have decreased interest income by approximately \$1.1 million and \$2.0 million (2024 - \$0.8 million and \$1.7 million) and net income by approximately \$0.8 million and \$1.5 million (2024 - \$0.6 million and \$1.2 million) for the three and six months ended June 30, 2025, respectively.

INFLATION RISK

The Company is exposed to inflation risk as interest expense and debt service payments relating to Real Return Bonds and Senior Bonds, Series 04-A2 are linked to the CPI. This inflation risk can be mitigated by 407 ETR's right under the CGLA to increase toll rates at or above the rate of inflation. An increase of 50 basis points in the CPI would have increased interest expense by approximately \$7.4 million (2024 - \$7.6 million), decreased net income by approximately \$5.4 million (2024 - \$5.6 million) and increased debt service payments by approximately \$0.2 million and \$0.2 million, respectively (2024 - \$0.4 million and \$0.4 million, respectively) for the three and six months ended June 30, 2025. BEIR is highly volatile and may lead to significant changes in the fair value of Senior Bonds, Series 04-A2 that may not be representative of actual inflation paid or to be paid to the Senior Bonds, Series 04-A2 bondholders. An increase of 10 basis points in the BEIR would have increased interest expense by approximately \$3.4 million (2024 - \$3.4 million) and decreased net income by approximately \$2.5 million (2024 - \$2.5 million) for the three and six months ended June 30, 2025. A decrease of 10 basis points in the BEIR would have reduced interest expense by approximately \$3.3 million (2024 - \$3.4 million) and increased net income by approximately \$2.4 million (2024 - \$2.5 million) for the three and six months ended June 30, 2025.

ACCOUNTING MATTERS

ACCOUNTING POLICIES

The Financial Statements are prepared in accordance with IFRS. The Company has identified the accounting policies and estimates that are critical to the understanding of the Company's operations and financial results, which have been disclosed in the Financial Statements.

FUTURE CHANGES IN ACCOUNTING POLICIES

IFRS 18 PRESENTATION AND DISCLOSURE IN THE FINANCIAL STATEMENTS (IFRS 18)

IFRS 18 replaces IAS 1, Presentation of Financial Statements (IAS 1), carrying forward many of the requirements in IAS 1 unchanged and complementing them with new requirements, including specified categories and defined subtotals in the statement of profit or loss. IFRS 18 is required to be applied retrospectively for annual reporting periods beginning on or after January 1, 2027, with earlier application permitted. The Company is currently assessing the impact of adoption of this standard.

IFRS 7 AND IFRS 9 AMENDMENTS TO THE CLASSIFICATION AND MEASUREMENT OF FINANCIAL INSTRUMENTS WHICH AMENDED IFRS 9 FINANCIAL INSTRUMENTS AND IFRS 7 FINANCIAL INSTRUMENTS: DISCLOSURES (AMENDMENTS TO IFRS 9 AND IFRS 7)

The Amendments to IFRS 9 and IFRS 7 clarify the requirements related to the date of recognition and derecognition of financial assets and financial liabilities, with an exception for derecognition of financial liabilities settled via an electronic transfer, clarify the requirements for assessing contractual cash flow characteristics of financial assets and clarify the characteristics of non-recourse loans and contractually linked instruments. The Amendments to IFRS 9 and IFRS 7 will be effective for annual reporting periods beginning on or after January 1, 2026. The Company is currently assessing the impact of adoption of this standard.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Financial Statements in conformity with IFRS requires Management to make certain judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities as at the date of the Financial Statements, the reported amounts of revenues and expenses of the reporting period, as well as disclosures made in the notes accompanying the Financial Statements. Judgement is commonly used in determining whether a balance or transaction should be recognized in the Financial Statements and estimates and assumptions are more commonly used in determining the measurement of recognized transactions and balances. However, judgements and estimates are often interrelated. These estimates and associated assumptions are based on experience and other factors that are considered relevant. Actual results could differ materially from these estimates.

RELATED PARTY TRANSACTIONS

Transactions with related parties are measured at their exchange amounts, which is the consideration agreed to by the parties. For the three and six months ended June 30, 2025 the Company paid \$0.2 million and \$0.4 million, respectively (2024 - \$0.2 million and \$0.4 million, respectively), for administration costs included in operating expenses to a subsidiary of its shareholder, Cintra. Amounts owed to Cintra Servicios de Infraestructuras S.A., are \$0.4 million (2024 - \$nil) and included in current liabilities as at June 30, 2025.

Total operating expenses include employee salary and benefits of \$16.7 million and \$34.3 million (2024 - \$14.1 million and \$28.1 million) of which \$0.3 million and \$0.8 million (2024 - \$0.3 million and \$0.6 million) relate to short-term benefits of key management personnel for the three and six month periods ended June 30, 2025. Key management personnel of the Company include the President and Chief Executive Officer and the Chief Financial Officer. Short-term benefits of key management personnel include wages, annual incentives and other benefits. The Company does not provide for share-based payments or other long-term benefits but does provide post-employment benefits and termination benefits.

The Company has future commitments comprised of a winter maintenance contract for \$124.4 million for years 2025 through 2033 to a related party, Webber Infrastructure Management Canada Limited, a subsidiary of Cintra's parent company.

OVERALL OUTLOOK

The outlook for 2025 is positive with revenue growth driven by higher traffic volumes and higher toll and fee rates. The Company is focused on driving traffic growth, particularly during workday peak hours, while managing expenses, maintaining a high level of customer satisfaction and achieving efficiencies throughout the organization. As a result, 2025 earnings before income tax expense and interest expense are expected to be higher than 2024.