

Spin Master Corp.

Condensed consolidated interim financial statements (unaudited)

For the three months ended March 31, 2022 and March 31, 2021

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

Table of contents

Condensed consolidated interim statements of financial position	1
Condensed consolidated interim statements of earnings and comprehensive income	2
Condensed consolidated interim statements of changes in shareholders' equity	3
Condensed consolidated interim statements of cash flows	4
Notes to the Condensed consolidated interim financial statements	5 - 26

Spin Master Corp.

Condensed consolidated interim statements of financial position

(Unaudited, in US\$ millions)	Notes	Mar 31, 2022	Dec 31, 2021
Assets			
Current assets			
Cash and cash equivalents		493.1	562.7
Trade receivables	9	238.8	327.9
Other receivables	9	63.8	66.7
Inventories	10	147.5	137.4
Prepaid expenses and other assets	11	43.1	16.1
Assets held for sale	12	—	8.9
		986.3	1,119.7
Non-current assets			
Intangible assets	14	229.9	227.2
Goodwill		171.9	173.1
Right-of-use assets	23	67.6	65.2
Property, plant and equipment	13	38.7	39.8
Deferred income tax assets		95.8	97.0
Other assets	11	14.2	14.7
		618.1	617.0
Total assets		1,604.4	1,736.7
Liabilities			
Current liabilities			
Trade payables and accrued liabilities	15	299.3	476.4
Deferred revenue	16	13.4	10.9
Provisions and contingent liabilities	18	22.6	25.1
Income tax payable	8	20.2	36.2
Lease liabilities	23	13.6	13.3
		369.1	561.9
Non-current liabilities			
Provisions and contingent liabilities	18	16.6	14.0
Deferred income tax liabilities		49.4	48.7
Lease liabilities	23	61.9	59.7
		127.9	122.4
Total liabilities		497.0	684.3
Shareholders' equity			
Share capital	19	752.8	736.9
Retained earnings		261.6	216.0
Contributed surplus		29.0	40.8
Accumulated other comprehensive income		64.0	58.7
Total shareholders' equity		1,107.4	1,052.4
Total liabilities and shareholders' equity		1,604.4	1,736.7

Approved by the Board of Directors on May 4, 2022.

The accompanying notes on pages 5 to 26 are an integral part of these Condensed consolidated interim financial statements.

Spin Master Corp.

Condensed consolidated interim statements of earnings and comprehensive income

(Unaudited, in US\$ millions, except earnings per share)	Notes	Q1 2022	Q1 2021
Revenue	3	424.2	316.6
Cost of sales		186.9	159.2
Gross profit		237.3	157.4
Expenses			
Selling, general and administrative	6	158.6	138.9
Depreciation and amortization	6	7.9	8.9
Other income, net	4	(0.5)	(0.8)
Foreign exchange loss, net	7	9.6	3.7
Operating income		61.7	6.7
Finance costs	5	1.9	2.5
Income before income tax expense		59.8	4.2
Income tax expense	8	14.2	1.0
Net income		45.6	3.2
Earnings per share			
Basic	20	0.45	0.03
Diluted	20	0.43	0.03
Weighted average number of shares			
Basic	20	102.4	102.1
Diluted	20	105.5	104.4

(Unaudited, in US\$ millions)	Q1 2022	Q1 2021
Net income	45.6	3.2
Items that may be subsequently reclassified to Net income		
Foreign currency translation gain	5.3	4.1
Other comprehensive income	5.3	4.1
Total comprehensive income	50.9	7.3

The accompanying notes on pages 5 to 26 are an integral part of these Condensed consolidated interim financial statements.

Spin Master Corp.

Condensed consolidated interim statements of changes in shareholders' equity

(Unaudited, in US\$ millions)	Note	Share capital	Retained earnings	Contributed surplus	Accumulated other comprehensive income	Total
Balance at January 1, 2021		724.8	17.4	36.6	64.1	842.9
Net Income		—	3.2	—	—	3.2
Other comprehensive income		—	—	—	4.1	4.1
Share-based compensation	19	—	—	3.2	—	3.2
Shares issued upon settlement of long-term incentive plan	19	7.2	—	(7.2)	—	—
Balance at March 31, 2021		732.0	20.6	32.6	68.2	853.4
Balance at January 1, 2022		736.9	216.0	40.8	58.7	1,052.4
Net Income		—	45.6	—	—	45.6
Other comprehensive income		—	—	—	5.3	5.3
Share-based compensation	19	—	—	4.1	—	4.1
Shares issued upon settlement of long-term incentive plan	19	15.9	—	(15.9)	—	—
Balance at March 31, 2022		752.8	261.6	29.0	64.0	1,107.4

The accompanying notes on pages 5 to 26 are an integral part of these Condensed consolidated interim financial statements.

Spin Master Corp.

Condensed consolidated interim statements of cash flows

(Unaudited, in US\$ millions)	Notes	Q1 2022	Q1 2021
Operating activities			
Net Income		45.6	3.2
Adjustments to reconcile Net Income to cash (used in) provided by operating activities			
Income tax expense	8	14.2	1.0
Interest income	5	(0.4)	(0.1)
Depreciation and amortization expense	6	18.4	23.1
Loss on disposal of non-current assets	13	0.5	0.1
Accretion expense	5	1.2	1.5
Amortization of Facility fee costs	5	0.1	0.1
Gain on investment in limited partnership, net of distribution income	26	—	(0.9)
Impairment of non-current assets	14	—	0.9
Unrealized foreign exchange loss	7	10.4	2.5
Share-based compensation expense	19	4.1	3.2
Net changes in non-cash working capital	21	(131.8)	(12.4)
Net change in provisions and contingent liabilities		2.2	1.9
Income taxes paid		(28.0)	(15.3)
Income taxes received		0.1	—
Interest received		0.5	0.2
Cash (used in) provided by operating activities		(62.9)	9.0
Investing activities			
Investment in property, plant and equipment	13	(6.7)	(5.5)
Investment in intangible assets	14	(9.8)	(10.0)
Business acquisitions, net of cash acquired	25	—	(48.5)
Investment in minority interests	11	(1.0)	—
Proceeds from sale of manufacturing operations	12	9.2	—
Cash used in investing activities		(8.3)	(64.0)
Financing activities			
Payment of lease liabilities	23	(3.9)	(4.8)
Cash used in financing activities		(3.9)	(4.8)
Effect of foreign currency exchange rate changes on cash and cash equivalents		5.5	1.5
Net decrease in cash and cash equivalents during the period		(69.6)	(58.3)
Cash and cash equivalents, beginning of period		562.7	320.6
Cash and cash equivalents, end of period		493.1	262.3

The accompanying notes on pages 5 to 26 are an integral part of these Condensed consolidated interim financial statements.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

1. Description of business

Spin Master Corp., was incorporated on June 9, 2004, under the laws of the Province of Ontario, Canada and is a global children's entertainment company creating exceptional play experiences through a diverse portfolio of innovative toys, entertainment franchises and digital games. Spin Master Corp. creates, designs, manufactures, licenses and markets a diversified portfolio of toys, games and products, creates and produces multiplatform content, stories and characters in both original shows along with short-form series and creates digital games and apps. Its head and registered office is located at 225 King Street West, Suite 200, Toronto, Canada, M5V 3M2. Spin Master Corp. and its subsidiaries are together referred to, in these Condensed consolidated interim financial statements, as the "Company" or "Spin Master".

2. Summary of significant accounting policies

(A) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* ("IAS 34") as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the IASB, have been omitted or condensed. The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The same accounting policies, presentation and methods of computation have been followed in these condensed consolidated interim financial statements as were applied in the preparation of the Company's Consolidated financial statements for the year ended December 31, 2021.

All financial information is presented in millions of United States dollars ("US\$") and has been rounded to the nearest hundred thousand, except as otherwise indicated.

These condensed consolidated interim financial statements and accompanying notes were approved and authorized for issuance by the Board of Directors of the Company on May 4, 2022.

(B) Basis of preparation

These condensed consolidated interim financial statements include the accounts of Spin Master Corp. and its subsidiaries and should be read in conjunction with the Company's audited Consolidated financial statements, including the notes thereto, for the year ended December 31, 2021.

The Company has assessed significant accounting judgments and estimates in preparing the Company's condensed consolidated interim financial statements for the three months ended March 31, 2022. The significant accounting policies, judgments and estimates as disclosed in Note 3 of the Company's audited Consolidated financial statements for the year ended December 31, 2021 have been applied consistently in the preparation of these condensed consolidated interim financial statements.

Segment information

Effective January 1, 2022, the Company revised its reportable operating segments to align with its current business structure and how the Company's new Chief Operating Decision Maker ("CODM") reviews operations and makes decisions. The revision of the reportable operating segments did not change the Company's previously reported consolidated revenue, net income or earnings per share. See Note 27 for more information on the Company's 2022 segment information.

The Company has three reportable operating segments: Toys, Entertainment and Digital Games.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

3. Revenue

The Company earns revenue from the following primary sources: Toy revenue, Entertainment revenue and Digital Games revenue.

(US\$ millions)	Q1 2022	Q1 2021
Toy revenue	350.9	255.6
Entertainment revenue	22.2	26.9
Digital Games revenue	51.1	34.1
Revenue	424.2	316.6

Historically, Toy revenue is more concentrated in the third and fourth quarters of a fiscal year than in the first and second quarters.

4. Other income, net

(US\$ millions)	Notes	Q1 2022	Q1 2021
Acquisition related deferred incentive compensation	25	2.7	—
Impairment of non-current assets	14	—	0.9
Legal settlement		(1.5)	—
Other		(1.7)	(1.7)
Other income, net		(0.5)	(0.8)

Acquisition related deferred incentive compensation includes \$1.2 million related to the acquisition of Originator Inc., and \$1.5 million related to the acquisition of certain assets from a product invention and development company. These amounts are contingent on the continued employment of key principals as well as certain performance metrics, over a five-year period (see Note 25).

5. Finance costs

(US\$ millions)	Q1 2022	Q1 2021
Bank fees	1.0	1.1
Accretion expense	1.2	1.5
Amortization of Facility fee costs	0.1	0.1
Interest income	(0.4)	(0.1)
Other	—	(0.1)
Finance costs	1.9	2.5

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

6. Expenses

Expenses include selling, general and administrative expenses and depreciation and amortization.

Selling, general and administrative expenses

(US\$ millions)	Q1 2022	Q1 2021
Administrative	79.7	69.0
Selling	29.6	20.7
Marketing	27.2	26.3
Distribution	16.1	16.8
Product development	6.0	6.1
Selling, general and administrative	158.6	138.9

Administrative expenses include the following:

(US\$ millions)	Q1 2022	Q1 2021
Employee compensation and benefits	58.7	48.7
Professional services	7.5	8.7
Property and operations	5.0	3.7
Technology	4.5	3.3
Recruiting and training	1.7	1.4
Other	2.3	3.2
Administrative expenses	79.7	69.0

Employee compensation and benefits

(US\$ millions)	Q1 2022	Q1 2021
Salaries, wages and bonuses	1.1	1.3
Employee benefits	0.2	0.3
Employee compensation and benefits expenses in cost of sales	1.3	1.6
Salaries, wages and bonuses	46.4	38.5
Share-based compensation	4.1	3.2
Restructuring expense	0.6	0.7
Employee benefits	7.6	6.3
Employee compensation and benefits in administrative expenses	58.7	48.7
Employee compensation and benefits	60.0	50.3

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

6. Expenses (continued)

Depreciation and amortization

(US\$ millions)	Q1 2022	Q1 2021
Property, plant and equipment		
Moulds, dies and tools, included in cost of sales	5.2	6.0
Equipment, included in cost of sales	—	0.1
Equipment	0.6	0.9
Building and leasehold improvements	1.4	1.6
Computer hardware	0.2	0.4
	7.4	9.0
Intangible assets		
Entertainment content development, included in cost of sales	4.3	6.4
Trademarks, licenses, IP & customer lists - definite	1.3	1.9
Digital Games app development, included in cost of sales	1.0	1.7
Computer software	1.4	0.9
	8.0	10.9
Right-of-use assets	3.0	3.2
Depreciation and amortization	18.4	23.1

(US\$ millions)	Q1 2022	Q1 2021
Included in cost of sales	10.5	14.2
Included in expenses	7.9	8.9
Depreciation and amortization	18.4	23.1

7. Foreign exchange

(US\$ millions)	Q1 2022	Q1 2021
Unrealized foreign exchange loss	10.4	2.5
Realized foreign exchange (gain) loss	(0.8)	1.2
Foreign exchange loss, net	9.6	3.7

Unrealized foreign exchange gains and losses are generated by the translation of monetary assets and liabilities denominated in a currency other than the functional currency and also includes gains and losses related to the Company's hedging programs. Realized foreign exchange gains and losses are recognized when monetary assets and liabilities denominated in a currency other than the functional currency of the applicable entity are settled. The Company uses derivative financial instruments such as foreign exchange forward contracts to manage foreign currency risk (see Note 26).

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

8. Income tax

The income tax expense recognized in the Condensed consolidated interim statements of earnings and comprehensive income comprise of the following:

(US\$ millions)	Q1 2022	Q1 2021
Current income tax expense	12.2	0.9
Deferred income tax expense	2.0	0.1
Income tax expense	14.2	1.0

The income tax expense is calculated as follows:

(US\$ millions)	Q1 2022		Q1 2021	
Income before income tax expense	59.8		4.2	
Income tax expense at Canadian statutory tax rate of 26.5% (2021 - 26.5%)	15.8	26.5 %	1.1	26.5 %
Effect of:				
Different tax rates of subsidiaries operating in other jurisdictions	(1.8)	(3.0)%	(0.1)	(2.7)%
Income not taxable in determining taxable income	(0.1)	(0.2)%	—	— %
Other	0.3	0.4 %	—	— %
Income tax expense	14.2	23.7 %	1.0	23.8 %

The tax rates used for the reconciliations above are the Canadian statutory tax rates of the parent payable by corporate entities in the Company, on taxable profits under tax laws in the respective jurisdictions in which the Company operates.

9. Trade and other receivables

Trade receivables

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Trade receivables	392.8	493.1
Provisions for sales allowances	(153.4)	(164.5)
Allowance for doubtful accounts	(0.6)	(0.7)
Trade receivables	238.8	327.9

Trade receivables disclosed above include amounts that are past due as at the end of the reporting period.

Other receivables

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Investment tax credits receivable	23.8	27.3
Royalty receivables	23.4	24.0
Sales tax receivables	6.2	6.3
Unrealized foreign exchange gain	3.4	3.4
Other Digital Games receivables	1.3	0.2
Other	5.7	5.5
Other receivables	63.8	66.7

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

10. Inventories

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Raw materials	11.4	6.8
Finished goods	136.1	130.6
Inventories	147.5	137.4

Inventories recorded as at March 31, 2022 are net of \$5.5 million that was recorded for the write-down of inventories to net realizable value (December 31, 2021 - \$6.6 million).

The cost of inventories recognized as an expense in cost of sales during the three months ended March 31, 2022 was \$160.5 million (2021 - \$129.3 million).

11. Prepaid expenses and other assets

(US\$ millions)	Notes	Mar 31, 2022	Dec 31, 2021
Advances paid to suppliers		18.6	—
Prepaid expenses		14.9	9.0
Advances on royalties		9.6	7.1
Prepaid expenses and other assets		43.1	16.1

(US\$ millions)	Notes	Mar 31, 2022	Dec 31, 2021
Advances on royalties		2.1	4.1
Investment in a limited partnership	26	3.9	3.9
Investment tax credits - non-current portion		3.2	2.7
Minority interest investments		3.4	2.4
Unamortized Facility fee costs	17	1.6	1.6
Other assets, non-current		14.2	14.7

Advances paid to suppliers represent amounts prepaid for raw materials.

Minority interest investments

In 2022, the Company acquired a minority interest in two privately-held entities which are held for medium to long term strategic purposes and are both classified as fair value through profit or loss ("FVTPL").

Minority interest investments classified as fair value through other comprehensive income ("FVTOCI") comprise of equity instruments that the Company has irrevocably elected to recognize in this category. These are strategic investments and the Company considers this classification to be more relevant.

The carrying value of the four minority interest investments held as at March 31, 2022 (December 31, 2021 - two investments) were as follows:

(US\$ millions)	Initial investment	Carrying value at, Mar 31, 2022	Dec 31, 2021
Minority interest investments classified as FVTOCI	0.6	0.6	0.6
Minority interest investments classified as FVTPL	2.8	2.8	1.8
Minority interest investments	3.4	3.4	2.4

There were no gains or losses recognized for any minority interest investments in the Condensed consolidated interim statements of earnings and comprehensive income for the three months ended March 31, 2022 and 2021.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

12. Assets held for sale

On February 7, 2022, the Company divested manufacturing assets located in Tarboro, North Carolina and certain related brands associated with its Outdoor business for proceeds of \$9.2 million. Upon closing of the sale, a loss on disposal of \$0.1 million was recognized in Other income, net in the Condensed consolidated interim statements of earnings and comprehensive income.

As at December 31, 2021, these assets, which included inventories of \$5.7 million, property, plant and equipment of \$2.1 million and goodwill of \$1.1 million were classified as "Assets held for sale" and were presented separately in the Consolidated statements of financial position.

13. Property, plant and equipment

(US\$ millions)	Note	Moulds, dies and tools	Equipment	Land, building and leasehold improvements	Computer hardware	Total
Cost						
Balance at December 31, 2020		152.5	31.2	40.1	15.0	238.8
Additions		22.8	2.0	0.3	1.3	26.4
Disposals		(4.3)	(0.2)	(0.4)	(0.7)	(5.6)
Assets recognized upon acquisition		0.1	0.3	—	—	0.4
Foreign currency translation		2.6	(0.6)	(0.2)	(1.0)	0.8
Transfer to intangible assets		—	—	—	(2.2)	(2.2)
Assets reclassified as held for sale	12	(1.1)	(4.6)	(0.2)	—	(5.9)
Balance at December 31, 2021		172.6	28.1	39.6	12.4	252.7
Additions		6.2	0.2	0.3	—	6.7
Disposals		(1.1)	—	—	—	(1.1)
Foreign currency translation		0.4	—	0.2	0.1	0.7
Balance at March 31, 2022		178.1	28.3	40.1	12.5	259.0
Accumulated depreciation						
Balance at December 31, 2020		(130.6)	(21.5)	(21.8)	(11.5)	(185.4)
Depreciation		(24.5)	(3.3)	(6.2)	(1.2)	(35.2)
Disposals		4.3	0.2	0.4	0.7	5.6
Foreign currency translation		(1.6)	(0.4)	0.1	0.2	(1.7)
Assets reclassified as held for sale	12	1.0	2.7	0.1	—	3.8
Balance at December 31, 2021		(151.4)	(22.3)	(27.4)	(11.8)	(212.9)
Depreciation		(5.2)	(0.6)	(1.4)	(0.2)	(7.4)
Disposals		0.6	—	—	—	0.6
Foreign currency translation		(0.2)	(0.1)	(0.2)	(0.1)	(0.6)
Balance at March 31, 2022		(156.2)	(23.0)	(29.0)	(12.1)	(220.3)
Net carrying amount						
Balance at December 31, 2021		21.2	5.8	12.2	0.6	39.8
Balance at March 31, 2022		21.9	5.3	11.1	0.4	38.7

At March 31, 2022, the Company assessed tangible assets for any indication of impairment and noted no indicators. Impairments are recorded when the carrying amount of the asset exceeds its recoverable amount. For the three months ended March 31, 2022, the Company recorded no impairments (2021 - \$nil) in the Condensed consolidated interim statements of earnings and comprehensive income.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

14. Intangible assets

(US\$ millions)	Note	Brands - indefinite	Trademarks, licenses, IP & customer lists - definite	Entertainment content development	Digital Games app development	Computer software	Total
Cost							
Balance at December 31, 2020		117.5	54.8	211.1	13.1	32.7	429.2
Additions		—	1.0	43.9	5.6	1.8	52.3
Asset impairments		—	—	(2.1)	(0.5)	—	(2.6)
Assets acquired through business combinations	25	39.7	0.8	—	6.7	—	47.2
Foreign currency translation		0.1	(0.2)	0.1	0.5	0.1	0.6
Transfer to intangible assets		—	—	—	2.2	—	2.2
Balance at December 31, 2021		157.3	56.4	253.0	27.6	34.6	528.9
Additions		—	0.5	6.7	1.9	0.7	9.8
Foreign currency translation		0.5	—	3.7	(0.1)	0.6	4.7
Balance at March 31, 2022		157.8	56.9	263.4	29.4	35.9	543.4
Accumulated amortization							
Balance at December 31, 2020		—	(26.2)	(176.4)	(9.2)	(25.4)	(237.2)
Amortization		—	(6.1)	(47.7)	(5.8)	(3.9)	(63.5)
Foreign currency translation		—	0.2	(1.5)	0.2	0.1	(1.0)
Balance at December 31, 2021		—	(32.1)	(225.6)	(14.8)	(29.2)	(301.7)
Amortization		—	(1.3)	(4.3)	(1.0)	(1.4)	(8.0)
Foreign currency translation		—	—	(3.3)	—	(0.5)	(3.8)
Balance at March 31, 2022		—	(33.4)	(233.2)	(15.8)	(31.1)	(313.5)
Net carrying amount							
Balance at December 31, 2021		157.3	24.3	27.4	12.8	5.4	227.2
Balance at March 31, 2022		157.8	23.5	30.2	13.6	4.8	229.9

The Company's Entertainment content development and Digital Games app development assets are comprised of internally generated intangible assets.

As at March 31, 2022, the weighted-average remaining useful lives of definite life intangible assets based on their net carrying amount was one to five years.

At March 31, 2022, the Company assessed intangible assets for any indication of impairment. Impairments are recorded when the carrying amount of the asset exceeds its recoverable amount. The Company recorded no impairment for the three months ended March 31, 2022 (2021 - \$0.9 million) related to certain content development projects.

15. Trade payables and accrued liabilities

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Trade payables	153.7	274.7
Accrued liabilities	145.6	201.7
Trade payables and accrued liabilities	299.3	476.4

Accrued liabilities are comprised of payroll related liabilities, accrued royalties, commodity tax and other balances.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

16. Deferred revenue

Deferred revenue is comprised of advances on contracts relating to Entertainment revenue and subscriptions relating to Digital Games revenue. These amounts represent consideration received in advance of the Company fulfilling its performance obligations. As at March 31, 2022, the Company had deferred revenue of \$13.4 million (December 31, 2021 - \$10.9 million).

For the three months ended March 31, 2022, the Company recognized revenue of \$1.2 million (2021 - \$0.8 million) relating to amounts previously deferred.

17. Loans and borrowings

Unsecured Debt

Bank Facilities

- (i) On September 28, 2021, the Company entered into an agreement to amend and restate its existing \$510.0 million secured five-year revolving credit facility (the "Facility"). Under the terms of the amended and restated agreement, the Facility is now unsecured, matures on September 28, 2026 and contains certain financial covenants. The Facility also has an option which permits the Company to increase the total capital available by an additional \$200.0 million. Total financing costs of \$1.7 million, which include Facility amendment fees and related legal fees, are recognized in Other assets and will be amortized over the term of the amended and restated agreement.

As at March 31, 2022, there were \$0.4 million (December 31, 2021 - \$0.4 million) in letters of credit utilized under the Facility and \$nil drawn (December 31, 2021 - \$nil) under this Facility.

This Facility is subject to the maintenance of certain financial covenants. The Company was in compliance with all financial covenants as at March 31, 2022 and December 31, 2021.

Bank Overdraft Facility

- (ii) The Company has an uncommitted Overdraft Facility Agreement (the "European Facility") for €15.0 million (US\$16.7 million). The European Facility will be used to fund working capital requirements in Europe. As at March 31, 2022, the outstanding balance was \$nil (December 31, 2021 - \$nil).

Secured Debt

Bank Facilities

- (iii) The Company has a Revolving Credit Facility to finance television and film production. The limit of the credit facility (the "Production Facility") is CAD\$10.0 million (US\$8.0 million). As at March 31, 2022, the outstanding balance of the Production Facility was \$nil (December 31, 2021 - \$nil).

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

18. Provisions and contingent liabilities

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Defectives ⁽ⁱ⁾	9.1	9.9
Supplier liabilities ⁽ⁱⁱ⁾	5.4	5.9
Contingent consideration, acquisitions ⁽ⁱⁱⁱ⁾	24.7	23.3
Provisions and contingent liabilities	39.2	39.1
Current	22.6	25.1
Non-current	16.6	14.0
Provisions and contingent liabilities	39.2	39.1

	Defectives ⁽ⁱ⁾	Supplier liabilities ⁽ⁱⁱ⁾	Contingent consideration, acquisitions ⁽ⁱⁱⁱ⁾	Total
December 31, 2020	13.0	5.6	15.8	34.4
Provisions recognized	7.9	1.9	10.6	20.4
Accretion recognized	—	—	1.6	1.6
Payments	(11.0)	(1.6)	(7.4)	(20.0)
Revaluation of provisions	—	—	2.7	2.7
December 31, 2021	9.9	5.9	23.3	39.1
Provisions recognized	2.1	—	2.7	4.8
Accretion recognized	—	—	0.4	0.4
Payments	(2.9)	(0.5)	(1.3)	(4.7)
Revaluation of provisions	—	—	(0.4)	(0.4)
March 31, 2022	9.1	5.4	24.7	39.2

- (i) Defectives occur when the end consumer returns faulty goods to the Company's customers. Customers without a fixed allowance for defectives are eligible for a credit for the cost of the product if returned as defective by the end consumer. The estimate of defectives is made based on the class and nature of the product and reduces the revenue figure in the Condensed consolidated interim statements of earnings and comprehensive income.
- (ii) Supplier liabilities represent the estimated compensation to be paid to suppliers for lower than expected volumes purchased, resulting in the supplier having excess raw material and finished goods inventory. While payments are not legally required, the Company will regularly compensate suppliers to maintain supplier relationships. The supplier obligation is based on the Company's estimate of the cost of the supplier's excess raw material and finished goods inventory. The provision for supplier obligations is recorded in cost of sales in the Condensed consolidated interim statements of earnings and comprehensive income.
- (iii) Certain business combinations include agreement terms associated with royalty payables or deferred incentive compensation and is based on the achievement of certain financial performance criteria and/or continued employment. The accretion of the royalty is recorded in Finance costs in the Condensed consolidated interim statements of earnings and comprehensive income. Accrued deferred incentive compensation is recorded in Other income, net in the Condensed consolidated interim statements of earnings and comprehensive income. Subsequent reviews of financial performance may result in the recording of additional considerations or reductions of the existing provision and are recorded in Other income, net in the Condensed consolidated interim statements of earnings and comprehensive income.

The Company is involved in various routine legal proceedings incidental to the ordinary course of its business. The Company believes that the outcome of all pending legal proceedings in the aggregate is not probable to have a material adverse effect on the Company's business, financial condition and/or its results of operations. However, in light of the uncertainties involved in legal proceedings generally, the ultimate outcome of a particular matter could be material to the Company's operating results for a particular period depending on, among other things, the size of the loss or the nature of the liability imposed and the level of the Company's income for that particular period.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

19. Share capital

(a) Authorized as at March 31, 2022 and December 31, 2021

- Unlimited number of multiple voting shares with no par value;
- Unlimited number of subordinate voting shares with no par value; and
- Unlimited number of preferred shares issuable in series with no par value.

Multiple voting shares and subordinate voting shares entitle the holder to receive dividends, and to receive the proceeds of liquidation, dissolution or winding up the Company in proportion to the number of shares held. These rights are subject to the prior rights of the holders of any shares ranking prior to the multiple voting shares and the subordinate voting shares.

The holders of the multiple voting shares are entitled to 10 votes for each share held and the holders of the subordinate voting shares are entitled to 1 vote for each share held.

Multiple voting shares are convertible at any time into an equivalent number of subordinate voting shares. Subordinate voting shares do not have any redemption or conversion rights.

Preferred shares of each series will be entitled to preference over the multiple voting shares and subordinate voting shares with respect to the payment of dividends and to receive the proceeds of liquidation, dissolution or winding up of the Company.

	Q1 2022		Year Ended December 31, 2021	
	Shares (millions)	Amount (US\$ millions)	Shares (millions)	Amount (US\$ millions)
<u>Multiple voting shares:</u>				
Outstanding, beginning and end of period	70.6	360.5	70.6	360.5
<u>Subordinate voting shares:</u>				
Outstanding, beginning of period	31.8	376.4	31.4	364.3
Issuance of subordinate voting shares	0.4	15.9	0.4	12.1
Outstanding, end of period	32.2	392.3	31.8	376.4
Shares issued and outstanding, end of period	102.8	752.8	102.4	736.9

As at March 31, 2022, the Company does not hold any of its outstanding shares (2021 - \$nil).

(b) Share-based plans

The total expense recognized for employee services received during the three months ended for March 31, 2022 equity-settled transactions is shown in the following table:

(US\$ millions)	Q1 2022	Q1 2021
Equity-settled RSUs and PSUs	4.1	3.0
Equity-settled Participation Arrangement transactions	—	0.1
Share purchase options	—	0.1
Share based compensation expense	4.1	3.2

For the three months ended March 31, 2022, share based compensation expense of \$4.1 million (2021 - \$3.2 million) is recorded in administrative expenses in the Condensed consolidated interim statements of earnings and comprehensive income. A corresponding amount was recorded in contributed surplus.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

19. Share capital (continued)

Long-Term Incentive Plan

The Company has an equity based compensation plan providing for the issuance of securities from treasury under which the grants will be made by the Company. Under the Long-Term Incentive Plan ("LTIP"), the Board may at its discretion from time to time, grant share options, share units, in the form of RSUs and PSUs, Stock Appreciation Rights, restricted stock and any other equity based awards. As at March 31, 2022, the total number of subordinate voting shares reserved for issuance under the LTIP is 9,669,599 (2021 - 9,669,599).

The Company settled vested LTIP grants during the three months ended March 31, 2022 through the issuance of shares. The settlements resulted in a transfer of \$15.9 million (2021 - \$7.2 million) from contributed surplus to share capital.

Restricted Stock Units ("RSUs")

Below is a summary of the activity related to RSUs outstanding as at March 31, 2022 and December 31, 2021.

	Mar 31, 2022	Dec 31, 2021
(number of units)		
Outstanding, beginning of period	942,931	826,116
Granted	289,577	388,693
Exercised	(150,373)	(252,763)
Forfeited	(17,241)	(19,115)
Outstanding, end of period	1,064,894	942,931

Performance Share Units ("PSUs")

Below is a summary of the activity related to PSUs outstanding as at March 31, 2022 and December 31, 2021.

	Mar 31, 2022	Dec 31, 2021
(number of units)		
Outstanding, beginning of period	1,091,862	918,929
Granted	246,938	285,463
Exercised	(306,481)	(62,815)
Forfeited	(15,602)	(49,715)
Outstanding, end of period	1,016,717	1,091,862

Share based compensation expense of \$4.1 million (2021 - \$3.0 million) relating to RSUs and PSUs is recorded in administrative expenses in the Condensed consolidated interim statements of earnings and comprehensive income for the three months ended March 31, 2022 with corresponding entries recorded in contributed surplus.

Deferred Share Units ("DSUs")

Below is a summary of the activity related to DSUs outstanding as at March 31, 2022 and December 31, 2021.

	Mar 31, 2022	Dec 31, 2021
(number of units)		
Outstanding, beginning of period	157,293	121,771
Granted	11,097	35,522
Outstanding, end of period	168,390	157,293

Share based compensation expense of \$0.4 million (2021 - \$0.2 million) and a mark to market gain of \$0.6 million (2021 - loss of \$0.6 million) relating to DSUs is recorded in administrative expenses in the Condensed consolidated interim statements of earnings and comprehensive income for the three months ended March 31, 2022. A corresponding amount was recorded in accrued liabilities.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

19. Share capital (continued)

Share Purchase Options ("Options")

The Company has one share option plan for key employees, which forms part of their LTIP. Under this plan, the exercise price of each option equals the market price of the Company's shares on the date of grant and the Options have a maximum term of ten years. The Options vest ratably over a four-year vesting period.

The Company did not issue any Options in 2022 and 2021. As at March 31, 2022, 493,331 (December 31, 2021 - 497,733) Options were outstanding with a weighted average exercise price of \$35.20 CAD (December 31, 2021 - \$35.22 CAD).

Share based compensation expense of \$nil (2021 - \$0.1 million) relating to Options is recorded in administrative expenses in the Condensed consolidated interim statements of earnings and comprehensive income for the three months ended March 31, 2022.

20. Earnings per share

(Number of shares in millions)	Q1 2022		Q1 2021	
	Weighted average number of shares	Earnings per share (US\$)	Weighted average number of shares	Earnings per share (US\$)
Basic	102.4	0.45	102.1	0.03
Diluted	105.5	0.43	104.4	0.03

21. Net changes in non-cash working capital

(US\$ millions)	Three Months Ended Mar 31	
	2022	2021
Decrease (increase) in:		
Trade receivables	84.4	78.6
Other receivables	2.6	(1.5)
Inventories	(8.8)	0.1
Prepaid expenses and other assets	(25.7)	0.7
Assets reclassified as held for sale	(8.9)	—
	43.6	77.9
(Decrease) increase in:		
Trade payables and accrued liabilities	(175.0)	(69.9)
Deferred revenue	2.4	(9.0)
Provisions and contingent liabilities	(2.8)	(11.2)
Other	—	(0.2)
	(175.4)	(90.3)
Net changes in non-cash working capital	(131.8)	(12.4)

22. Related party transactions

In the normal course of operations, the Company engaged the services of a law firm whose managing partner is also a member of the Company's Board of Directors, which have been made on terms equivalent to those that prevail in arm's length transactions.

For the three months ended March 31, 2022, related party transactions were included in administrative expenses in the Condensed consolidated interim statements of earnings and comprehensive income of the Company in the amount of \$0.2 million (2021 - \$0.4 million). As at March 31, 2022, amounts payable to the director's law firm were \$0.2 million (December 31, 2021 - \$0.2 million).

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

23. Leases

Amounts recognized in the Condensed consolidated interim statements of financial position

Leased office buildings represented approximately 87% of the right-of-use assets with the remainder comprised of leases of distribution centres, information technology ("IT") equipment, and vehicles.

The Company has categorized classes of assets for leases of office buildings and distribution centres as "Building" and IT equipment and vehicles are as "Equipment". The weighted average lease term is 11 years (2021 - 11 years). The carrying value of right-of-use assets and depreciation by class of underlying assets are as follows:

(US\$ millions)	Building	Equipment	Right-of-use assets
January 1, 2021	65.0	2.0	67.0
Additions	0.5	0.5	1.0
Assets recognized upon acquisition (Note 25)	0.6	—	0.6
Modifications	10.9	—	10.9
Depreciation and amortization	(12.1)	(1.1)	(13.2)
Foreign currency translation	(1.0)	(0.1)	(1.1)
December 31, 2021	63.9	1.3	65.2

(US\$ millions)	Building	Equipment	Right-of-use Assets
January 1, 2022	63.9	1.3	65.2
Additions	5.2	—	5.2
Depreciation and amortization	(2.8)	(0.2)	(3.0)
Foreign currency translation	0.4	(0.2)	0.2
March 31, 2022	66.7	0.9	67.6

(US\$ millions)	Lease liabilities
January 1, 2021	74.4
Additions	1.0
Liabilities recognized upon acquisition (Note 25)	0.7
Modifications	10.9
Accretion	4.4
Lease payments	(17.6)
Foreign currency translation	(0.8)
December 31, 2021	73.0
Additions	5.2
Accretion	1.0
Lease payments	(3.9)
Foreign currency translation	0.2
March 31, 2022	75.5

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Lease liabilities, current	13.6	13.3
Lease liabilities, non-current	61.9	59.7
Total lease liabilities	75.5	73.0

Extension and termination options are included in a number of property and equipment leases across the Company. These terms are used to maximize operational flexibility in terms of managing contracts. Extension and termination options are exercisable only by the Company and not by the respective lessor.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

24. Commitments for expenditures

As at March 31, 2022, the Company had minimum guarantees due to licensors of \$60.8 million (December 31, 2021 - \$31.1 million).

25. Business acquisitions

Prior year acquisitions

Acquisition of Rubik's Brand Limited

On January 4, 2021, the Company completed the acquisition of Rubik's Brand Limited by acquiring 100% of the shares of its holding company, Rubiks Malta Holding Company Limited ("Rubik's"). Rubik's is a licensor and distributor of various editions of the Rubik's product lines and qualifies as a business under IFRS 3, Business Combinations ("IFRS 3"). The Company secured the global intellectual property for the Rubik's portfolio and the ability to sell, market and license for further penetration directly to wholesale customers or continue to sell indirectly through distributors into markets as well as expansion into new territories. The brand has been reported under the Toys segment in the Activities, Games & Puzzles and Plush product category and included in the Rubik's CGU beginning from the date of acquisition.

The total purchase consideration of \$55.2 million was comprised of \$51.4 million of cash consideration plus \$3.8 million related to the estimated fair value of future royalties. The total purchase consideration has been allocated to the identifiable intangible assets based on their estimated fair values of \$38.1 million (related to brands and customer relationships), tangible assets of \$6.5 million and assumed liabilities of \$12.0 million with the remainder allocated to goodwill.

Acquisition of certain assets from a product invention and development company

On April 16, 2021, the Company acquired assets and assumed liabilities of a product invention and development company which constitutes a business under IFRS 3. Included in the acquisition is an assembled workforce to complement the Company's toy innovation and development capabilities. The acquisition has been reported in the Toys CGU from the date of acquisition.

The total purchase consideration was comprised of \$7.5 million of cash consideration and has been allocated as \$0.7 million of tangible assets and \$0.7 million of assumed liabilities with the remainder allocated to goodwill.

Acquisition of Originator Inc.

On June 14, 2021, the Company acquired 100% of the shares of Originator Inc., which qualifies as a business under IFRS 3. Originator Inc. is a developer and publisher of education focused mobile apps for kids and families and was acquired to complement Sago Mini's edutainment digital games offering. The acquisition has been reported in the Digital Games CGU and its revenue is included within Digital Games revenue from the date of acquisition.

The total purchase consideration was comprised of \$15.0 million of cash consideration. The total purchase consideration has been allocated to identifiable intangible assets based on their estimated fair values of \$9.1 million (related to brands, customer relationships and Digital Games app development), tangible assets of \$0.6 million and assumed liabilities of \$2.9 million with the remainder allocated to goodwill.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

25. Business acquisitions (continued)

Assets acquired and liabilities recognized at the date of acquisition

	Rubik's Brand Limited	Product invention and development company	Originator Inc.
(US\$ millions)	Fair value as at January 4, 2021	Fair value as at April 16, 2021	Fair value as at June 14, 2021
Assets acquired			
Cash	1.1	—	0.2
Trade receivables	4.0	—	0.4
Inventories	0.7	—	—
Prepaid expenses and other assets	0.5	—	—
Property, plant and equipment	0.2	0.1	—
Right-of-use assets	—	0.6	—
Intangible assets	38.1	—	9.1
	44.6	0.7	9.7
Liabilities assumed			
Trade payables and accrued liabilities	4.4	—	0.4
Lease liabilities	—	0.7	—
Deferred income tax liabilities	7.2	—	2.5
Income tax payable	0.4	—	—
	12.0	0.7	2.9
Fair value of identifiable net assets acquired	32.6	—	6.8

Goodwill arising on acquisition

	Rubik's Brand Limited	Product invention and development company	Originator Inc.
Cash consideration	52.6	7.5	15.0
Purchase price adjustment	(1.2)	—	—
Present value of future royalties	3.8	—	—
Total purchase consideration	55.2	7.5	15.0
Fair value of identifiable net assets acquired	32.6	—	6.8
Goodwill arising from transaction	22.6	7.5	8.2

Net cash outflow on acquisition

	Rubik's Brand Limited	Product invention and development company	Originator Inc.
Cash consideration	52.6	7.5	15.0
Less: cash balance acquired	1.1	—	0.2
Total net cash outflow	51.5	7.5	14.8
Less: advance paid in 2020	3.0	—	—
Net cash outflow on acquisition	48.5	7.5	14.8

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

26. Financial instruments and risk management

Foreign currency risk

Due to the structure of the Company's international operations, it is exposed to foreign currency risk driven by fluctuations in exchange rates. Risk arises because the value of monetary assets, liabilities, revenues and expenditures arising from transactions denominated in foreign currencies may vary due to changes in exchange rates ("transaction exposures") and because the non-US dollar denominated financial statements of the Company's subsidiaries may vary on translation into the US dollar presentation currency ("translation exposures"). These exposures could impact the Company's earnings and cash flows.

The Company uses derivative financial instruments such as foreign exchange forward contracts with various financial institutions to manage foreign currency risk.

As at March 31, 2022, the Company is committed under outstanding foreign exchange contracts representing a total net purchase commitment of \$13.4 million (December 31, 2021 - \$11.5 million). These foreign exchange contracts have maturity dates varying from April 2022 to October 2023. For the three months ended March 31, 2022, realized gains on the Company's matured hedges were \$1.3 million (2021 - realized losses of \$1.9 million) and are included in the Condensed consolidated interim statements of earnings and comprehensive income.

As at March 31, 2022 (in millions)	Notional value: foreign currency	Notional value: US\$	Unrealized gain (loss): US\$
Foreign exchange contracts			
Buy US\$	54.7 EUR	(63.3)	1.7
Buy US\$	24.2 GBP	(32.8)	1.0
Buy US\$	355.0 MXN	(16.4)	(0.8)
Sell US\$	(123.5) CAD	98.1	0.7
Sell US\$	(121.0) JPY	1.1	—
Total		(13.3)	2.6

As at December 31, 2021 (in millions)	Notional value: foreign currency	Notional value: US\$	Unrealized (loss) gain: US\$
Foreign exchange contracts			
Buy US\$	40.4 EUR	(48.5)	2.5
Buy US\$	20.1 GBP	(28.0)	0.8
Buy US\$	515.0 MXN	(24.5)	(0.2)
Sell US\$	(109.5) CAD	87.3	(0.8)
Sell US\$	(242.0) JPY	2.1	—
Total		(11.6)	2.3

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

26. Financial instruments and risk management (*continued*)

Fair value measurements

The following table presents the fair value of financial assets and financial liabilities. The carrying values of the Company's financial instruments approximate their fair values with the exception of foreign exchange forward contracts, Investment in a limited partnership and Minority interest investments which are recorded at fair value.

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Financial assets		
Cash and cash equivalents	493.1	562.7
Trade receivables	238.8	327.9
Other receivables	63.8	66.7
Investment in a limited partnership	3.9	3.9
Minority interest investments	3.4	2.4
Investment tax credits - non-current portion	3.2	2.7
Financial assets	806.2	966.3
Financial liabilities		
Trade payables and accrued liabilities	299.3	476.4
Financial liabilities	299.3	476.4

With the exception of foreign exchange forward contracts, Investment in a limited partnership and Minority interest investments described below, all other financial instruments are categorized within Level 1 of the fair value hierarchy.

The fair value of foreign exchange forward contracts at March 31, 2022 resulted in an unrealized gain of \$3.4 million, which is recorded in other receivables (December 31, 2021 - \$3.4 million) and an unrealized loss of \$0.9 million recorded in accrued liabilities (December 31, 2021 - \$1.0 million). These fair values are categorized within Level 2 of the fair value hierarchy. The fair values of over-the-counter derivative financial instruments are based on broker or observable market rates. Those quotes are tested for reasonableness by discounting expected future cash flows using market interest and exchange rates for a similar instrument at the measurement date. Fair values reflect the credit risk of the instrument for the Company and counterparty when appropriate. The fair value of foreign exchange contracts is estimated based on forward exchange rates observable at the end of the reporting period and contract forward rates. Realized and unrealized gains and losses on derivative financial instruments may be offset by realized and unrealized losses and gains on the underlying exposures being hedged and are recorded in earnings as they occur.

The fair value of the investment in a limited partnership as at March 31, 2022 is recorded in other assets at \$3.9 million (December 31, 2021 - \$3.9 million) and there was \$nil of net unrealized gain (2021 - \$0.9 million) recognized in Other income, net in the Condensed consolidated interim statements of earnings and comprehensive income for the three months ended March 31, 2022. For the three months ended March 31, 2022 and 2021, the Company recognized \$nil distribution income in Other income, net.

This fair value is categorized within Level 3 of the fair value hierarchy. The fair value of the investment in a limited partnership is estimated using various valuations techniques through the partnership based on the type of investment held by the fund. The quantitative unobservable inputs used in the fair value measurement are not developed by the Company and include assumptions regarding long-term revenue growth rates and discount rates, among others.

The Company has paid \$2.8 million and is obligated to pay the remaining \$0.2 million upon receiving capital calls over the remaining term of the limited partnership agreement. The investment in a limited partnership is held for medium to long-term strategic purposes.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

26. Financial instruments and risk management (*continued*)

The fair value of the minority interest investments recorded in other assets are as follows:

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Minority interest investments classified as FVTOCI	0.6	0.6
Minority interest investments classified as FVTPL	2.8	1.8
Minority interest investments	3.4	2.4

There were no gains or losses recognized for the three months ended March 31, 2022 in Other income, net in the Condensed consolidated interim statements of earnings and comprehensive income for these minority interest investments. These investments are categorized within Level 3 of the fair value hierarchy. The fair value of these investments is estimated using various valuation techniques. The quantitative unobservable inputs used in the fair value measurement are not developed by the Company and include assumptions regarding long-term revenue growth rates and discount rates, among others.

27. Segment information

Spin Master is a global children's entertainment company with a portfolio that includes children's products, brands, and entertainment content spanning toys, games, licensed products, film and television programming and digital games.

Max Rangel was appointed Global President effective January 2021, and also Chief Executive Officer ("CEO") and CODM in April 2021. A president was appointed to each of the three creative centres who report directly into the Global President & CEO. As a result of Spin Master's reorganization, financial reporting, performance management, approval of allocations for capital and growth strategies and opportunities were aligned to this new organizational structure effective January 1, 2022.

The Company has three new reportable operating segments, which are as follows:

- (i) Toys
- (ii) Entertainment
- (iii) Digital Games

The Toys segment engages in the creation, design, manufacturing, licensing, and marketing of toys, games, and products around the world. The Entertainment segment engages in the creation and production of multi-platform content, stories and characters in both original shows, short-form series and films. The Digital Games segment engages in the creation of digital games and apps which include monthly subscription services. The Company also presents Corporate & Other which includes certain corporate costs, foreign exchange and merger and acquisition-related costs, as well as fair value gains and losses and distribution income on minority interest investments.

The CODM measures total segment performance based on Adjusted EBITDA, as reported internally to management. The accounting policies of the reportable segments are the same as the Company's accounting policies described in Note 2. Reclassifications of certain prior year segment results and account balances have been made to conform to the current-year presentation. None of the segment changes impact the Company's previously reported consolidated revenue, Net Income or earnings per share.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

27. Segment information (continued)

Segment revenue and operating results

The Company's results from operations by reportable operating segment are as follows:

(US\$ millions)		Q1 2022			
	Toys	Entertainment	Digital Games	Corporate & Other	Total
Revenue	350.9	22.2	51.1	—	424.2
Operating Income	41.4	11.2	19.8	(10.7)	61.7
Restructuring expense	0.5	—	0.1	—	0.6
Foreign exchange loss	—	—	—	9.6	9.6
Share based compensation	3.0	0.2	0.5	0.4	4.1
Legal settlement	—	—	—	(1.5)	(1.5)
Acquisition related deferred incentive compensation	1.5	—	1.2	—	2.7
Transaction costs	—	—	—	0.1	0.1
Depreciation and amortization	12.5	4.4	1.5	—	18.4
Adjusted EBITDA	58.9	15.8	23.1	(2.1)	95.7

(US\$ millions)		Q1 2022			
	Toys	Entertainment	Digital Games	Corporate & Other	Total
Capital expenditures	7.2	6.8	2.5	—	16.5

(US\$ millions)		Q1 2021			
	Toys	Entertainment	Digital Games	Corporate & Other	Total
Revenue	255.6	26.9	34.1	—	316.6
Operating Income	(12.1)	10.6	13.2	(5.0)	6.7
Restructuring expense	0.7	—	—	—	0.7
Foreign exchange loss	—	—	—	3.7	3.7
Share based compensation	2.8	0.1	0.3	—	3.2
Impairment of intangible assets	—	0.9	—	—	0.9
Net unrealized gain on investment	—	—	—	(0.9)	(0.9)
Acquisition related contingent consideration	(0.7)	—	—	—	(0.7)
Depreciation and amortization	14.4	6.6	2.1	—	23.1
Adjusted EBITDA	5.1	18.2	15.6	(2.2)	36.7

(US\$ millions)		Q1 2021			
	Toys	Entertainment	Digital Games	Corporate & Other	Total
Capital expenditures	5.2	8.5	1.8	—	15.5

Revenue reported by segment above represents revenue generated from external customers. There was no inter-segment revenue in the current period (2021 - \$nil).

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

27. Segment information (continued)

Revenue from major product categories

Spin Master's Toys segment is organized into four major product categories as follows:

- (i) Preschool and Dolls & Interactive
- (ii) Activities, Games & Puzzles and Plush
- (iii) Wheels & Action
- (iv) Outdoor

In the fourth quarter of 2021, the "Preschool and Girls" product category was renamed "Preschool and Dolls & Interactive" and the "Boys" product category was renamed "Wheels & Action".

The Company's revenues based on its major product categories are as follows:

(US\$ millions)	Q1 2022	Q1 2021
Preschool and Dolls & Interactive	151.8	97.2
Activities, Games & Puzzles and Plush	101.9	87.5
Wheels & Action	99.7	68.0
Outdoor	44.1	42.0
Toy gross product sales¹	397.5	294.7
Sales allowances	(46.6)	(39.1)
Toy revenue	350.9	255.6
Entertainment revenue	22.2	26.9
Digital Games revenue	51.1	34.1
Revenue	424.2	316.6

¹Toy gross product sales represent sales of the Company's products to customers, excluding sales allowances.

Geographical information

Revenue by geographical area is based on the location of the customers and non-current assets are based on geographic location of the entity which holds the assets. The North American geographic area is comprised of the United States and Canada. The European geographic area is comprised of the United Kingdom, France, Italy, the Netherlands, Germany, Austria, Switzerland, Belgium, Luxembourg, Slovakia, Hungary, Romania, Czech Republic, Poland, Turkey, Russia, Greece and Spain. The Rest of World is primarily comprised of Hong Kong, China, Vietnam, India, Australia, New Zealand, Japan and Mexico, and all other areas of the world serviced by the Company's third party distribution network. Entertainment and Digital Games revenue are tracked on a global basis and are presented as such in the table below.

The Company's revenues are derived from the following geographical areas:

(US\$ millions)	Q1 2022	Q1 2021
North America	238.6	170.6
Europe	113.6	89.1
Rest of World	45.3	35.0
Toy gross product sales	397.5	294.7
Sales allowances	(46.6)	(39.1)
Toy revenue	350.9	255.6
Entertainment revenue	22.2	26.9
Digital Games revenue	51.1	34.1
Revenue	424.2	316.6

Toy gross product sales for North America include amounts attributable to the United States of \$224.0 million (2021 - \$157.1 million) and Canada of \$14.6 million (2021 - \$13.5 million) for the three months ended March 31, 2022.

Spin Master Corp.

Condensed consolidated interim financial statements for the three months ended March 31, 2022 and March 31, 2021

27. Segment information (*continued*)

Non-current assets by major geographic region are detailed as follows:

(US\$ millions)	Mar 31, 2022	Dec 31, 2021
Non-current assets		
North America	391.2	388.9
Europe	80.7	83.2
Rest of World	17.8	18.6
Non-current assets	489.7	490.7
Other	128.4	126.3
Total non-current assets	618.1	617.0

Other includes non-current assets not directly attributable to a specific geographic area.

Non-current assets for North America include assets attributable to Canada of \$141.5 million as at March 31, 2022 (December 31, 2021 - \$134.5 million).

Major customers

Sales to the Company's three largest customers accounted for 50.4% (2021 - 45.9%) of Toy gross product sales for the three months ended March 31, 2022. The Toys segment sells products to each of the Company's three largest customers. Other than the top three customers, which have remained the same as compared to the comparative period, no other single customer contributed 10% or more to Toy gross product sales for the three months ended March 31, 2022 (2021 - \$nil).

(US\$ millions)	Q1 2022	Q1 2021
Toy gross product sales		
Customer 1	79.7	50.9
Customer 2	77.1	51.1
Customer 3	43.7	33.4
Total	200.5	135.4

28. Prior year comparatives

Certain prior year comparatives have been reclassified to conform with current year presentation.