Financial Statements of



For the six months ended June 30, 2021

Consolidated Statements of Financial Position

(Unaudited - Expressed in thousands of Canadian dollars)

| | | | December 31, |
|-----------------------------------------------|----|------------------|--------------|
| Assets | | 2021 | 2020 |
| Cash | \$ | 3,090 \$ | 2,999 |
| Accounts receivable | Ψ | 3,030 ⊕ 7,202 | 7,338 |
| Inventory | | 8,789 | 7,358 |
| Prepaid expenses and deposits | | 719 | 871 |
| Total current assets | | 19,800 | 18,566 |
| Total current assets | | 19,000 | 10,000 |
| Property and equipment | | 8,037 | 7,535 |
| Intangible assets | | 10,792 | 11,575 |
| Goodwill | | 18,650 | 18,709 |
| Total assets | \$ | 57,279 \$ | 56,385 |
| Liabilities | | | |
| Accounts payable and accrued liabilities | \$ | 6,489 \$ | 6,721 |
| Dividends payable (note 7) | | 239 | - |
| Warranty provision | | 373 | 341 |
| Customer deposits | | 940 | 604 |
| Current portion of lease obligations (note 4) | | 1,094 | 966 |
| Current portion of long-term debt (note 5) | | 7 | 55 |
| Total current liabilities | | 9,142 | 8,687 |
| Lease obligations (note 4) | | 2,085 | 2,238 |
| Long-term debt (note 5) | | 20,829 | 20,942 |
| Deferred income taxes | | 3,020 | 3,250 |
| Total liabilities | | 35,076 | 35,117 |
| Equity | | | |
| Share capital (note 6) | | 32,439 | 31,545 |
| Contributed surplus | | 1,346 | 1,609 |
| Cumulative profit | | 1,378 | 503 |
| Cumulative dividends (note 7) | | (13,370) | (12,656) |
| | | 21,793 | 21,001 |
| Accumulated other comprehensive income | | 410 | 267 |
| Total equity | | 22,203 | 21,268 |
| | | , | , |
| Total liabilities and equity | \$ | 57,279 \$ | 56,385 |

Approved on behalf of the Board of Directors:

<u>"James Paterson"</u> Director

<u>"Michael Conway"</u> Director

Consolidated Statements of Profit (Loss) and Comprehensive Income (Loss)

(Unaudited - Expressed in thousands of Canadian dollars, except per share amounts)

| F | or the Three Mo | onths Ended | For the Six Month | s Ended |
|----------------------------------------------------|-----------------|-------------|-------------------|---------|
| June 30, | 2021 | 2020 | 2021 | 2020 |
| Sales (note 8) \$ | 14,194 \$ | 8,874 | \$ 28,139 \$ | 21,820 |
| Manufacturing costs (note 9) | 8,882 | 4,595 | 17,670 | 12,860 |
| Gross profit | 5,312 | 4,279 | 10,469 | 8,960 |
| Expenses | | | | |
| Amortization and depreciation | 535 | 708 | 1,077 | 1,128 |
| Financing costs (note 10) | 530 | 528 | 1,050 | 1,104 |
| Occupancy costs | 7 | 187 | 219 | 449 |
| Professional fees | 149 | 89 | 264 | 274 |
| Salaries, wages and benefits | 2,013 | 1,625 | 4,175 | 4,009 |
| Selling, general and administration | 999 | 750 | 1,999 | 1,639 |
| | 4,233 | 3,887 | 8,784 | 8,603 |
| Operating profit | 1,079 | 392 | 1,685 | 357 |
| Other items | | | | |
| Interest income | 5 | 3 | 3 | 12 |
| Foreign exchange gains (losses) | (207) | (260) | (341) | 207 |
| Goodwill impairment losses | - | - | - | (1,368) |
| Gain on sale of equipment | - | - | 15 | 7 |
| | (202) | (257) | (323) | (1,142) |
| Profit (loss) before income taxes | 877 | 135 | 1,362 | (785) |
| Income taxes | | | | |
| Current expense | 378 | 282 | 698 | 459 |
| Deferred recovery | (98) | (151) | (211) | (161) |
| | 280 | 131 | 487 | 298 |
| Profit (loss) \$ | 597 \$ | 4 \$ | \$ 875 \$ | (1,083) |
| Other comprehensive income (loss) | | | | |
| Foreign operation currency translation differences | 35 | (118) | 143 | 507 |
| Total comprehensive income (loss) \$ | 632 \$ | (114) \$ | \$ 1,018 \$ | (576) |
| Profit (loss) per share | | | | |
| Basic | 0.05 | - | 0.07 | (0.09) |
| Diluted | 0.05 | - | 0.07 | n/a |
| Weighted average number of shares outstanding (00 | • | | | |
| Basic | 11,885 | 11,612 | 11,814 | 11,560 |
| Diluted | 12,406 | 11,713 | 12,316 | 11,646 |

Consolidated Statements of Changes in Equity

(Expressed in thousands of Canadian dollars)

| | | | | | | | | Accumulated | | |
|-------------------------------------------------|--------|--------------|---------|-------------|----|-------------|---------------|---------------|----|---------|
| Share C | | tal | Deficit | | | | | Other | | |
| | Number | | | Contributed | | Cumulative | Cumulative | Comprehensive | | Total |
| For the Six Months Ended June 30, 2021 and 2020 | (000s) | Amount | | Surplus | | Dividends | Profit (loss) | Income (loss) | | Equity |
| Balance, January 1, 2020 | 11,458 | \$ 30,978 | \$ | 1,270 | \$ | (11,619) \$ | 1,239 | \$ (3) | \$ | 21,865 |
| Shares issued under ESPP | 58 | 199 | | 38 | | - | - | - | | 237 |
| Shares issued under DRIP | 82 | 201 | | - | | - | - | - | | 201 |
| Exercise of stock options | 21 | 104 | | (40) | | - | - | - | | 64 |
| Share-based payment awards | - | - | | 164 | | - | - | - | | 164 |
| Total comprehensive loss for the period | - | - | | - | | - | (1,083) | 507 | | (576) |
| Dividends declared (note 7) | - | - | | - | | (1,037) | - | - | | (1,037) |
| Balance, June 30, 2020 | 11,619 | \$ 31,482 | \$ | 1,432 | \$ | (12,656) \$ | 156 | \$ 504 | \$ | 20,918 |
| Balance, January 1, 2021 | 11,633 | 31,545 | | 1,609 | | (12,656) | 503 | 267 | | 21,268 |
| Shares issued under ESPP (note 6) | 62 | 168 | | 35 | | - | - | - | | 203 |
| Shares issued under DRIP (note 6) | 16 | 52 | | - | | - | - | - | | 52 |
| Exercise of stock options (note 6) | 140 | 270 | | (77) | | - | - | - | | 193 |
| Redemption of RSUs and DSUs (note 6) | 108 | 404 | | (404) | | - | - | - | | - |
| Share-based payment awards (note 6) | - | - | | 183 | | - | - | - | | 183 |
| Total comprehensive income for the period | - | - | | - | | - | 875 | 143 | | 1,018 |
| Dividends declared (note 7) | - | - | | - | | (714) | - | - | | (714) |
| Balance, June 30, 2021 | 11,959 | \$ 32,439 | \$ | 1,346 | \$ | (13,370) \$ | 1,378 | \$ 410 | \$ | 22,203 |

Consolidated Statements of Cash Flows

(Unaudited - Expressed in thousands of Canadian dollars)

| | | the Three Mont | ths Ended | For the Six Month | ns Ended |
|-----------------------------------------------|----|----------------|-----------|-------------------|----------|
| June 30, | | 2021 | 2020 | 2021 | 2020 |
| | | | (note 11) | | (note 11 |
| Operating activities | | | | | |
| Profit (loss) | \$ | 597 \$ | 4 \$ | 875 \$ | (1,083 |
| Adjusted by: | | | | | |
| Amortization and depreciation | | 891 | 991 | 1,776 | 1,962 |
| Goodwill impairment losses | | - | - | - | 1,368 |
| Financing costs | | 530 | 528 | 1,050 | 1,104 |
| Share-based compensation | | 64 | 62 | 218 | 202 |
| Foreign exchange (gains) losses | | 207 | 260 | 341 | (207 |
| Loan forgiveness (note 5) | | (161) | - | (161) | - |
| Gain on sale of equipment | | - | - | (15) | (7) |
| Income tax expense | | 280 | 131 | 487 | 298 |
| | | 2,408 | 1,976 | 4,571 | 3,637 |
| Changes in non-cash working capital (note 11) | | (2,279) | 1,402 | (711) | 2,003 |
| | | 129 | 3,378 | 3,860 | 5,640 |
| Income taxes refunded (paid) | | (99) | - | (988) | 75 |
| Cash provided by operating activities | | 30 | 3,378 | 2,872 | 5,715 |
| Financing activities | | | | | |
| Proceeds from issuance of shares | | 125 | 1 | 362 | 274 |
| Dividends paid (note 7) | | (424) | (290) | (424) | (1,191 |
| Proceeds from long-term debt | | - | 175 | - | 175 |
| Repayment of long-term debt | | (22) | (2,756) | (47) | (3,491 |
| Debt issuance costs | | - | - | - | (3) |
| Lease payments | | (249) | (186) | (501) | (425 |
| Interest paid | | (505) | (503) | (1,000) | (1,055 |
| Cash used in financing activities | | (1,075) | (3,559) | (1,610) | (5,716 |
| Investing activities | | | | | |
| Purchase of property and equipment | | (748) | (50) | (1,119) | (273 |
| Proceeds from sale of property and equipment | | 2 | - | 17 | 7 |
| Cash used in investing activities | | (746) | (50) | (1,102) | (266 |
| Increase (decrease) in cash during the period | | (1,791) | (231) | 160 | (267 |
| Cash, beginning of period | | 4,906 | 469 | 2,999 | 435 |
| Effect of movements in exchange rates | | (25) | (32) | (69) | 38 |
| Cash, end of period | \$ | 3,090 \$ | 206 \$ | 3,090 \$ | 206 |

Notes to the Consolidated Financial Statements

For the Three and Six Months Ended June 30, 2021 and 2020 (Unaudited - Expressed in thousands of Canadian dollars, except per share amounts)

1. Nature and Operations

Decisive Dividend Corporation (the "Company") was incorporated under the British Columbia Business Corporations Act on October 2, 2012 and is listed on the TSX Venture Exchange Inc. ("the Exchange"), trading under the symbol "DE". The address of the Company's head office is #201, 1674 Bertram Street, Kelowna, B.C. V1Y 9G4.

The Company is an acquisition-oriented corporation focused on opportunities in the manufacturing sector. The business plan of the Company is to invest in profitable, well-established companies with strong cash flows.

The principal wholly-owned operating subsidiaries of the Company, as at June 30, 2021, are managed through two reportable segments and were acquired as follows:

Finished Product Segment

- Valley Comfort Systems Inc. and its wholly-owned subsidiary Blaze King Industries Inc. ("Blaze King USA"), collectively referred to herein as "Blaze King"; acquired in February 2015.
- Slimline Manufacturing Ltd. ("Slimline"); acquired in May 2018.

Component Manufacturing Segment

- Unicast Inc. ("Unicast"); acquired in June 2016.
- Hawk Machine Works Ltd. ("Hawk"); acquired in June 2018.
- Northside Industries Inc. ("Northside"); acquired in August 2019.

These consolidated financial statements comprise the Company and its subsidiaries, collectively referred to as the "Group".

The Group's interim results are impacted by seasonality factors primarily driven by weather patterns in North America, including the impact on heating and planting and harvesting seasons, as well as the timing of ground freeze and thaw in Western Canada and the effect thereof on the oil and gas industry. Blaze King's business historically experiences lower demand in the first and second quarters of the calendar year, Slimline's business historically experiences lower demand in the third and fourth quarters and Hawk's business historically experiences lower demand in the second quarter. Seasonality does not have a significant impact on the Unicast or Northside businesses. In each subsidiary, there are substantial fixed costs that do not meaningfully fluctuate with product demand in the short-term.

2. Basis of Preparation and Statement of Compliance

a) Statement of compliance

These interim condensed consolidated financial statements (the "interim financial statements") for the period ended June 30, 2021 have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting.

These interim financial statements were approved by the Audit Committee of the Company for issue on August 12, 2021.

b) Judgments, accounting estimates and assumptions

The preparation of financial statements requires management to make judgments that affect the application of accounting policies and reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period.

The preparation of financial statements in conformity with IFRS requires management to make estimates based on assumptions about future events that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

Actual results could differ from those estimates.

There were no changes to the Group's critical accounting estimates and judgments from those described in the most recent annual financial statements.

3. Significant Accounting Policies

The significant accounting policies and methods of computation used in the preparation of these interim condensed consolidated financial statements are the same as those disclosed in Note 3 to the Company's 2020 audited consolidated financial statements.

4. Lease Obligations

The Group's right of use assets and associated lease obligations are related to lease commitments for office and shop premises. The maturity dates of the lease obligations are between January 2022 and March 2026. As at June 30, 2021, minimum lease payments required over the next five years were as follows:

| For the twelve month periods ending March 31, | 2021 |
|-----------------------------------------------|-------------|
| 2022 | \$ 1,219 |
| 2023 | 1,098 |
| 2024 | 646 |
| 2025 | 358 |
| _2026 | 117 |
| | 3,438 |
| Less: interest portion | (259) |
| Less: current portion | (1,094) |
| | \$ 2,085 |

In the first quarter of 2021, an office and shop lease was renewed for an additional five years, at terms consistent with the previous lease. The new lease resulted in a lease obligation and corresponding right of use asset of \$488.

Authorized

20,945

8.000 \$

7

\$

June 30,

20,945

20,952

20,945

(116)

20,829 \$

Outstanding

2021

- \$

7

(7)

December 31.

Outstanding

20,945

21,164

21,109

20,942

164

5<u>5</u>

(55)

(167)

2020

| | Monthly | | |
|-------------------------|-----------|----------|-----------|
| | Principal | Interest | Maturity |
| | Payment | Rate | Date |
| | | | |
| Revolving term loan (a) | \$ - | (a) | Aug-22 \$ |

5. Long-term Debt

Non-amortizing term loan (b)

Equipment finance loans (d)

Forgivable loan (c)

Less: current portion

Total long-term debt

Less: debt issuance costs

Long-term portion

| The Company has a credit agreement in place with its senior lenders, the Bank of Nova Scotia ("BNS") |
|-------------------------------------------------------------------------------------------------------------|
| and Roynat Capital Inc., a subsidiary of BNS, which provides for the credit facilities described in (a) and |
| (b) below. |

8.0%

4.2%

7

_

Aug-22

Jul-21

- a) The revolving term loan with BNS is for a committed three-year term and all drawn amounts are due in August 2022. Borrowings under the revolving term loan may be made by way of prime rate advances and/or bankers' acceptances. The Company's ability to access the revolving term loan is dependent on a borrowing base which is determined quarterly and measured against the Group's accounts receivable and inventory. The revolving term loan bears interest at the lender's prime rate plus 1% or bankers' acceptances plus 2.5%. Standby fees of 0.25% per annum are paid quarterly on the unused portion of the revolving term loan.
- b) The non-amortizing term loan with Roynat Capital Inc. is for a committed three-year term and all drawn amounts are due in August 2022. The term loan bears interest at a fixed rate of 8% and there are no required principal payments for the term of the loan.

The credit facilities with the Company's senior lenders are collectively secured by a general security agreement, assignment of insurance, and unlimited corporate cross guarantees. Additionally, the Group has agreed to maintain the following ratios (as defined in the credit agreement) on a consolidated trailing twelve-month basis, otherwise outstanding facilities are due on demand:

- Maximum total funded debt to adjusted EBITDA of 3.0:1
- Minimum fixed charge coverage ratio of 1.1:1

As at June 30, 2021, the Group was in compliance with these ratios.

- c) In May 2020, Blaze King USA received a paycheck protection program forgivable loan through the United States federal government's financial aid program. The loan was forgiven in the second quarter of 2021.
- d) The Group also has equipment finance loans with Trumpf Finance, which are secured by the related equipment. One of these loans was fully repaid in the second quarter of 2021, and the remaining loan was fully repaid subsequent to the end of the quarter.

As at June 30, 2021, principal payments required over the next two years on the Company's long-term debt were estimated as follows:

| For the twelve month periods ending June 30, | |
|----------------------------------------------|--------------|
| 2022 | \$ 7 |
| 2023 | 20,945 |
| | \$ 20,952 |

6. Share Capital

a) Shares issued and outstanding

| | Shares (000s) | Amount |
|--------------------------------|---------------|--------|
| Balance as at, January 1, 2021 | 11,633 | 31,545 |
| Shares issued under ESPP | 62 | 168 |
| Shares issued under DRIP | 16 | 52 |
| Exercise of stock options | 140 | 270 |
| Redemption of RSUs and DSUs | 108 | 404 |
| Balance as at June 30, 2021 | 11,959 \$ | 32,439 |

The Company had the following share capital transactions for the six months ended June 30, 2021:

- (i) The Company issued 61,814 common shares pursuant to the employee share purchase plan (the "ESPP").
- (ii) The Company issued 16,043 common shares pursuant to the dividend reinvestment and cash purchase plan (the "DRIP")
- (iii) The Company issued 140,000 common shares on the exercise of stock options.
- (iv) The Company issued 107,740 common shares on the redemption of deferred share units ("DSUs") and restricted share units ("RSUs").

Common shares that remain in escrow are as follows:

| | June 30, | December 31, |
|------------------------------------|----------|--------------|
| In (000s) | 2021 | 2020 |
| In relation to the acquisition of: | | |
| Slimline | - | 94 |
| Hawk | 226 | 226 |
| Northside | 211 | 211 |
| | 437 | 531 |

b) Equity Incentives

The Company has an equity incentive plan for the purpose of developing the interest of directors, officers and employees in the growth and development of the Company and its subsidiaries, by providing them with the opportunity, through equity awards, to obtain an increased effective interest in the Company.

The equity incentive plan enables the Company to grant DSUs, RSUs and stock options to the directors, officers, and employees of the Company or any of its affiliates. Under the plan, the aggregate of all stock option grants cannot exceed 10% of the issued and outstanding common shares of the Company, while limits on DSU and RSU grants require disinterested shareholder approval annually.

The Company had granted stock options to various directors, officers, and employees of the Group as follows:

| Stock Options | Number of options (000s) | Weighted average exercise price (\$) | Weighted average grant date fair value (\$) | Weighted average years remaining |
|---------------------------------------------|--------------------------------|--------------------------------------------------|---------------------------------------------------------|-------------------------------------------|
| Outstanding and exercisable, January 1 2021 | 1,118 | \$ 3.16 | \$ 1.07 | 8.60 |
| Options issued | 120 | 3.19 | 0.59 | - |
| Options exercised | (140) | 1.38 | 0.55 | - |
| Options expired | (80) | 4.10 | 0.92 | |
| Outstanding and exercisable, June 30, 2021 | 1,018 | \$ 3.34 | \$ 1.10 | 6.94 |

In 2021, the Company recorded \$43 of share-based compensation expense related to stock options. This share-based compensation expense represents the estimated fair value of stock options granted, amortized over the options' vesting periods. To value the options granted in 2021, the Company used the Black-Scholes option–pricing model with the following assumptions: dividend yield of 7.5%; expected volatility of 42%; risk-free interest rate of 1.3%; forfeiture rates of 0%; market prices of \$3.19, and a weighted average life of five years.

The Company had granted DSUs to directors of the Company as follows:

| Deferred Share Units | Number of DSUs (000s) | Number of DSUs exercisable (000s) | Weighted average grant date fair value (\$) | Weighted average years remaining |
|-----------------------------|-----------------------------|--------------------------------------------|---------------------------------------------------------|-------------------------------------------|
| Outstanding, January 1 2021 | 25 | - | \$ 3.68 | NA |
| DSUs redeemed | (25) | - | 3.68 | - |
| Outstanding, June 30, 2021 | - | - | \$ - | - |

The Company had granted RSUs to directors and officers of the Company as follows:

| Restricted Share Units | Number of RSUs (000s) | Number of RSUs exercisable (000s) | Weighted average grant date fair value (\$) | Weighted average years remaining |
|-----------------------------|-----------------------------|--------------------------------------------|---------------------------------------------------------|-------------------------------------------|
| Outstanding, January 1 2021 | 83 | - | \$ 3.78 | 0.92 |
| RSUs redeemed | (83) | - | 3.78 | - |
| Outstanding, June 30, 2021 | - | - | \$ - | - |

In July 2020, the equity incentive plan was re-approved by a majority of all shareholders but not by a majority of disinterested shareholders, which means that the 10% rolling stock option component of the plan remains in effect, but no further DSUs or RSUs may be issued. As a result, during the first quarter of 2021 all outstanding DSUs and RSUs were redeemed for Common Shares. For the foreseeable future the Company intends to use stock options as the sole form of share-based compensation. The Company recorded \$139 of share-based compensation expense related to the redemption of the outstanding DSUs and RSUs.

7. Dividends

The Company's Board of Directors regularly examines the dividends paid to shareholders.

The following dividends were declared during the six months ended June 30, 2021 and 2020:

| | | 2 | 021 | | | 2 | 020 | |
|----------|----|-----------|-----|----------------|-----------|------|-----|----------------|
| | _ | | | Dividend | | | | Dividend |
| Month | | Per share | | Amount (\$) | Per share | | | Amount (\$) |
| | | (\$) | | (Ψ) | | (\$) | | (Ψ) |
| January | \$ | - | \$ | - | \$ | 0.03 | \$ | 344 |
| February | | - | | - | | 0.03 | | 345 |
| March | | - | | - | | 0.03 | | 348 |
| April | | 0.02 | | 237 | | - | | - |
| Мау | | 0.02 | | 238 | | - | | - |
| June | | 0.02 | | 239 | | - | | - |
| Total | \$ | 0.06 | \$ | 714 | \$ | 0.09 | \$ | 1,037 |

The above dividends were paid on or about the 15th of the month following their declaration. Of the dividends paid in 2021, \$424 (2020 - \$1,191) were settled in cash and \$51 (2020 - \$189) were reinvested in additional common shares of the Company, pursuant to the DRIP.

Subsequent to June 30, 2021, and before these financial statements were authorized, the Company undertook the following dividend actions:

- a dividend of \$0.02 per share was declared on July 15, 2021 for shareholders of record on July 30, 2021 and is payable on August 13, 2021; and
- a dividend of \$0.025 per share was declared on August 12, 2021 for shareholders of record on August 31, 2021 and is payable on September 15, 2021.

8. Sales

The following is a breakdown of revenue from the sale of retail and manufactured products:

| | Fo | For the three months ended | | | | | For the six months ended | | |
|-----------------------|----------|----------------------------|----|----------|----|-----------|--------------------------|--|--|
| | June 30, | | | June 30, | | June 30, | June 30, | | |
| | | 2021 | | 2020 | | 2021 | 2020 | | |
| Manufactured products | \$ | 13,665 | \$ | 8,313 | \$ | 27,182 \$ | 20,871 | | |
| Retail products | | 529 | | 561 | | 957 | 949 | | |
| | \$ | 14,194 | \$ | 8,874 | \$ | 28,139 \$ | 21,820 | | |

All of the retail sales occurred in Slimline.

The following is a breakdown of sales by type of product:

| | Fo | or the three mon | ths ended | For the six months ended | | |
|-------------------------|----|------------------|-----------|--------------------------|----------|--|
| | | June 30, | June 30, | June 30, | June 30, | |
| | | 2021 | 2020 | 2021 | 2020 | |
| Agricultural products | \$ | 2,111 \$ | 1,351 \$ | 3,945 \$ | 3,249 | |
| Cast wear-part products | | 2,206 | 1,460 | 4,369 | 3,567 | |
| Hearth products | | 5,534 | 3,072 | 10,467 | 5,768 | |
| Industrial products | | 2,853 | 2,471 | 5,389 | 4,986 | |
| Machined products | | 1,490 | 520 | 3,969 | 4,250 | |
| | \$ | 14,194 \$ | 8,874 \$ | 28,139 \$ | 21,820 | |

The following is the geographic breakdown of revenue based on the location of the customer:

| | Fo | r the three mor | ths ended | For the six months ended | | |
|---------------|----|--------------------|-----------------|--------------------------|----------|--|
| | | June 30, | | June 30, | June 30, | |
| | | 2021 | 2020 | 2021 | 2020 | |
| Canada | \$ | 5,864 \$ | 3,920 \$ | 11,519 \$ | 10,541 | |
| United States | | 7,438 | 4,516 | 14,261 | 10,544 | |
| Other | | 892 | 438 | 2,359 | 735 | |
| | \$ | 14,1 9 4 \$ | 8,874 \$ | 28,139 \$ | 21,820 | |

9. Manufacturing Costs

Details of the items included in manufacturing costs are as follows:

| | Fo | or the three mon | ths ended | For the six months ended | | |
|--------------------------------------------------------------------------------|----|------------------|-----------------|--------------------------|----------|--|
| | | June 30, | June 30, | June 30, | June 30, | |
| | | 2021 | 2020 | 2021 | 2020 | |
| Labour and materials | \$ | 7,457 \$ | 3,904 \$ | 15,270 \$ | 11,033 | |
| Freight and shipping | | 979 | 360 | 1,569 | 906 | |
| Depreciation | | 356 | 284 | 699 | 834 | |
| Fair value adjustment on acquisition Inventory write-downs and obsolescence | | - | - | - | - | |
| allowance | | - | - | - | - | |
| Warranty charges | | 90 | 47 | 132 | 87 | |
| | \$ | 8,882 \$ | 4,595 \$ | 17,670 \$ | 12,860 | |

In the first six months of 2021, the Group received \$2,206 (2020 - \$1,277) from the Canada Emergency Wage Subsidy program, Canada Emergency Rent Subsidy, and paycheck protection programs. The wage subsidy and paycheck protection program loan forgiveness amounts were recorded against the underlying wage costs and the rent subsidy amounts were recorded against the underlying occupancy costs. Of the amounts received, \$1,267 (2020 - \$638) was netted against the related labour costs included in the table above and \$939 (2020 - \$639) was netted against the applicable operating expenses as noted above.

10. Financing Costs

Details of the items included in financing costs are as follows:

| | For the three months ended | | | | | For the six months ended | | | |
|-------------------------------|----------------------------|------|----|------|----|--------------------------|----|---------|--|
| | | June | 30 | June | 30 | June 3 | 30 | June 30 | |
| | | 20 | 21 | 20 | 20 | 202 | 21 | 2020 | |
| Interest and bank charges | \$ | 68 | \$ | 41 | \$ | 133 | \$ | 99 | |
| Interest on lease obligations | | 39 | | 26 | | 75 | | 67 | |
| Interest on long-term debt | | 423 | | 461 | | 842 | | 938 | |
| | \$ | 530 | \$ | 528 | \$ | 1,050 | \$ | 1,104 | |

11. Supplemental Cash Flow Information

The changes in non-cash operating working capital items are as follows:

| | Fo | or the three mon | ths ended | For the six month | is ended |
|------------------------------------------|----|------------------|-----------------|-------------------|----------|
| | | June 30, | June 30, | June 30, | June 30, |
| | | 2021 | 2020 | 2021 | 2020 |
| Accounts receivable | \$ | (583) | 3,185 \$ | 133 \$ | 2,768 |
| Inventory | | (813) | (364) | (1,398) | (506) |
| Prepaid expenses and deposits | | 195 | 131 | 149 | 228 |
| Accounts payable and accrued liabilities | | 32 | (1,411) | 44 | (752) |
| Customer deposits | | (1,127) | (160) | 328 | 241 |
| Warranty provision | | 17 | 21 | 33 | 24 |
| | \$ | (2,279) \$ | 1,402 \$ | (711) \$ | 2,003 |

12. Financial Instruments and Risk Management

The Group's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities, and long-term debt. There were no changes in the classification or in the fair value measurement basis of the Group's financial instruments since December 31, 2020.

At June 30, 2021, the carrying amounts of cash, accounts receivable, accounts payable and accrued liabilities, and dividends payable, approximate their fair value due to their short-term nature.

Management determined that the fair value of the Group's long-term debt (note 5) was not materially different than their carrying amounts as they are based on market interest rates.

There were no changes in the Company's assessment of risks from the use of financial instruments or in the financial risk management policies of the Company since December 31, 2020.

The contractual maturities of financial instruments are as follows:

| June 30, 2021 | Carrying value | Total contractual cash flows | Within one year | Two to five years | More than five years |
|-------------------|-------------------|------------------------------------|--------------------|----------------------|-------------------------|
| Accounts payable | \$ 6,489 | \$ 6,489 | \$ 6,089 | \$ 400 | \$ - |
| Dividends payable | 239 | 239 | 239 | - | - |
| Long-term debt | 20,836 | 22,837 | 1,683 | 21,154 | - |
| Lease obligations | 3,179 | 3,438 | 1,219 | 2,219 | - |
| | \$ 30,743 | \$ 33,003 | \$ 9,230 | \$ 23,773 | \$ - |

| December 31, 2020 | Carrying value | Total contractual cash flows | Within one year | Two to five years | More | e than five years |
|-------------------|-------------------|------------------------------------|--------------------|----------------------|------|----------------------|
| Accounts payable | \$ 6,721 | \$ 6,721 | \$ 6,321 | \$ 400 | \$ | - |
| Long-term debt | 20,997 | 23,723 | 1,731 | 21,992 | | - |
| Lease obligations | 3,204 | 3,477 | 1,094 | 2,383 | | - |
| | \$ 30,922 | \$ 33,921 | \$ 9,146 | \$ 24,775 | \$ | - |

On March 11, 2020, the World Health Organization expanded its classification of COVID-19 to a worldwide pandemic and federal, state, provincial and municipal governments in North America began legislating measures to combat the spread of the virus. The global response to COVID-19 continues to evolve rapidly and has had a significant impact on financial markets and the global economy.

The Group has and expects to continue to experience some negative impacts from the COVID-19 pandemic. The continuing impact on the Group will depend on a number of factors, including the extent and duration of the impact of these events on the overall economy, as well as their impact on the Group's customers and the industries in which they operate.

The Group's credit agreement with its senior lenders imposes certain external minimum capital requirements including, but not limited to, maximum debt to EBITDA ratios and minimum fixed charge coverage ratios (note 5). Additionally, the Group's ability to access the revolving term loan is dependent on a borrowing base which is determined quarterly and measured against the Group's accounts receivable and inventory. As noted above, the Group has and expects to continue to experience some negative impacts from the worldwide COVID-19 pandemic. These events have created uncertainty in forecasted results for 2021 which, depending on the extent and duration of these impacts, could impair the Company's ability to meet certain debt covenants. As described in note 5, the Company was in compliance with its debt covenants as at June 30, 2021.

The Group has actively managed liquidity and is continuing to manage its financial position in accordance with its capital management objectives and in light of its current operating environment. Management is satisfied that the steps taken since the onset of the COVID-19 pandemic are currently adequate to enable the Group to continue operating for the foreseeable future. However, given the significant uncertainty regarding the ultimate impact that the COVID-19 pandemic will have on the overall economy and the Group's operations, further actions may be necessary.

| | June 30, | December 31, 2020 | | | |
|-------------------------------|-------------|-------------------|-------------|------|--|
| Current | \$ 4,151 | 58% | \$ 4,322 | 59% | |
| 31-60 days | 1,552 | 21% | 1,582 | 22% | |
| 61-90 days | 578 | 8% | 439 | 6% | |
| >90 days | 968 | 13% | 976 | 13% | |
| Trade accounts receivable | 7,249 | 100% | 7,319 | 100% | |
| Less: expected credit losses | (206) | | (247) | | |
| Net trade accounts receivable | \$ 7,043 | | \$ 7,072 | | |

The following details the aging of the Company's trade accounts receivable and expected credit losses:

The Group's functional currency for Blaze King USA and Unicast is the US dollar ("USD"), while all other entities in the Group have a Canadian dollar functional currency ("CAD"), and the reporting currency is the Canadian dollar; therefore, the Group's earnings and total comprehensive income are in part impacted by fluctuations in the value of USD in relation to CAD.

| | | Entities with a functional cu | | Entities with a functional cu | | | |
|----------------------------------|-----------|-------------------------------|----------|-------------------------------|-----------------|----------|--|
| As at June 30, 2021 | | CAD | USD | CAD | USD | Total | |
| Cash | \$ | 215 \$ | 2,294 \$ | 209 \$ | 372 \$ | 3,090 | |
| Accounts receivable | | 4,026 | 921 | 472 | 1,783 | 7,202 | |
| Accounts payable | | (4,887) | (192) | (71) | (1,339) | (6,489) | |
| Dividend payable | | (239) | - | - | - | (239) | |
| Inter-company amounts | | 4,702 | - | (7,703) | 3,001 | - | |
| Long-term debt | | (20,829) | (7) | - | - | (20,836) | |
| Net exposure | | (17,012) | 3,016 | (7,093) | 3,817 | (17,272) | |
| Effect of 5% strengthening of US | SD versus | CAD: | | | | | |
| Profit (loss) | | - | 151 | 355 | - | 506 | |
| OCI | \$ | - \$ | - \$ | - \$ | (191) \$ | (191) | |

The table below summarizes the quantitative data about the Group's exposure to currency risk:

| | Entities with a functional cur | 0.12 | Entities with a functional cur | | | |
|----------------------------------|-----------------------------------|----------|--------------------------------|---------|----------|----------|
| As at December 31, 2020 | | CAD | USD | CAD | USD | Total |
| Cash | \$ | 1,203 \$ | 1,341 \$ | (63) \$ | 518 \$ | 2,999 |
| Accounts receivable | | 2,984 | 2,191 | 400 | 1,763 | 7,338 |
| Accounts payable | | (5,261) | (395) | (790) | (275) | (6,721) |
| Inter-company amounts | | 5,605 | - | (7,362) | 1,757 | - |
| Long-term debt | | (20,942) | (55) | - | - | (20,997) |
| Net exposure | | (16,411) | 3,082 | (7,815) | 3,763 | (17,381) |
| Effect of 5% strengthening of US | SD versus | CAD: | | | | |
| Profit (loss) | | - | 154 | 391 | - | 545 |
| OCI | \$ | - \$ | - \$ | - \$ | (188) \$ | (188) |

The Group is at times exposed to interest rate risk on its long-term debt (note 5) due to the interest rate on certain of its credit facilities being variable. None of the Group's interest-bearing debt outstanding at June 30, 2021, was variable rate. The Group does not enter into derivative contracts to manage this risk. The table below summarizes the quantitative data about the Group's exposure to interest rate risk:

| Interest rate risk | June 30, 2021 | Dec | cember 31, 2020 |
|---------------------------------------------------------------------------|------------------|-----|--------------------|
| Floating instruments | \$ - | \$ | - |
| Average balance Impact on profit (loss) of a change in interest rates: | - | | 1,913 |
| -1% | - | | 19 |
| +1% | \$ - | \$ | (19) |

13. Related Party Transactions

The Group's related parties consist of directors, officers and key management or companies associated with them. Key management, including directors and officers of the Company, are those personnel having the authority and responsibility for planning, directing, and controlling the Company.

Salaries and benefits, directors fees and share-based compensation are included in salaries, wages and benefits expense. Key management compensation for the six month period ended June 30, 2021 included \$353 of salary and benefits and directors fees (2020 - \$336) and \$164 of share based compensation expense (2020 - \$157).

During the six month period ended June 30, 2021, the Company incurred legal fees of \$2 (2020 - \$6) with a law firm in which a director of the Company was a partner.

During the six month period ended June 30, 2021, the Company incurred lease obligation payments of \$90 (2020 - \$90) with a president of one of the Company's wholly-owned subsidiaries.

14. Segmented Information

The Group's reporting is prepared on a consolidated basis as determined by the requirements of the Chief Executive Officer as the chief operating decision maker for the Group. The Company's reportable segments, as determined by management, sell similar product types to similar types of customers and share similar processes and distribution methods. The reportable segments are as follows:

- The finished product segment, which manufactures and sells products that are purchased and used by end customers as designed. Within the finished product segment are two separate businesses: Blaze King and Slimline.
- The component manufacturing segment, which manufactures and sells products based on specifications determined by its customers for use in its customers' processes. Within the component manufacturing segment are three separate businesses: Unicast, Hawk and Northside.
- In addition, the Canadian public company parent ("Head Office") is considered a third and separate segment, as its function is as an investment holding and management company.

The Group's reporting of segment performance for the three and six month periods ended June 30, 2021 and 2020 is as follows:

| For the three months ended June 30, 2021 | Finished Product | Component nufacturing | Head Office | Total |
|------------------------------------------|---------------------|--------------------------|---------------|--------------|
| Sales | \$ 7,955 | \$ 6,239 | \$ - | \$ 14,194 |
| Manufacturing costs | 4,307 | 4,575 | - | 8,882 |
| Gross profit | 3,648 | 1,664 | - | 5,312 |
| Profit (loss) before taxes | 1,807 | 103 | (1,033) | 877 |
| Income tax expense (recovery) | 278 | (7) | 9 | 280 |
| Profit (loss) | 1,529 | 110 | (1,042) | 597 |
| Total comprehensive income (loss) | \$ 1,564 | \$ 110 | \$ (1,042) | \$ 632 |

| For the three months ended June 30, 2020 | Finished Product | Component nufacturing | Head Office | Total |
|------------------------------------------|---------------------|--------------------------|-------------|-------------|
| Sales | \$ 5,580 | \$ 3,294 | \$ - | \$ 8,874 |
| Manufacturing costs | 2,589 | 2,006 | - | 4,595 |
| Gross profit | 2,991 | 1,288 | - | 4,279 |
| Profit (loss) before taxes | 1,549 | (546) | (868) | 135 |
| Income tax expense (recovery) | 271 | (197) | 57 | 131 |
| Profit (loss) | 1,277 | (348) | (925) | 4 |
| Total comprehensive income (loss) | \$ 1,201 | \$ (390) | \$ (925) | \$ (114) |

| For the six months ended June 30, 2021 | | Finished Product | Component nufacturing | Head Office | Total |
|----------------------------------------|----|---------------------|--------------------------|---------------|--------------|
| Sales | \$ | 15,130 | \$ 13,009 | \$ - | \$ 28,139 |
| Manufacturing costs | | 8,179 | 9,491 | - | 17,670 |
| Gross profit | | 6,951 | 3,518 | - | 10,469 |
| Profit (loss) before taxes | | 3,349 | 105 | (2,092) | 1,362 |
| Income tax expense (recovery) | | 496 | (60) | 51 | 487 |
| Profit (loss) | | 2,853 | 165 | (2,143) | 875 |
| Total comprehensive income (loss) | \$ | 2,980 | \$ 181 | \$ (2,143) | \$ 1,018 |

| For the six months ended June 30, 2020 | | Finished Product | Component Manufacturing | | Head Office | | Total | |
|----------------------------------------|----|---------------------|----------------------------|---------|---------------|----|---------|--|
| Sales | \$ | 10,862 | \$ | 10,958 | \$ - | \$ | 21,820 | |
| Manufacturing costs | | 5,459 | | 7,401 | - | | 12,860 | |
| Gross profit | | 5,403 | | 3,557 | - | | 8,960 | |
| Profit (loss) before taxes | | 2,221 | | (1,038) | (1,968) | | (785) | |
| Income tax expense (recovery) | | 401 | | (185) | 82 | | 298 | |
| Profit (loss) | | 1,821 | | (853) | (2,051) | | (1,083) | |
| Total comprehensive income (loss) | \$ | 2,030 | \$ | (555) | \$ (2,051) | \$ | (576) | |

The Group's reporting of segment financial condition as at June 30, 2021 and December 31, 2020 is as follows:

| June 30, 2021 | Finished Product | Component nufacturing | Head Office | Total |
|---------------------------|---------------------|-----------------------|--------------|--------------|
| Total current assets | \$ 11,076 | \$ 8,657 | \$ 67 | \$ 19,800 |
| Total current liabilities | 4,043 | 4,213 | 886 | 9,142 |
| Total assets | 21,797 | 35,392 | 90 | 57,279 |
| Total liabilities | \$ 6,002 | \$ 7,516 | \$ 21,558 | \$ 35,076 |

| December 31, 2020 | Finished Product | Component nufacturing | Head Office | Total |
|---------------------------|---------------------|--------------------------|--------------|--------------|
| Total current assets | \$ 10,479 | \$ 7,948 | \$ 139 | \$ 18,566 |
| Total current liabilities | 4,026 | 3,931 | 730 | 8,687 |
| Total assets | 20,530 | 35,683 | 172 | 56,385 |
| Total liabilities | \$ 6,007 | \$ 7,841 | \$ 21,269 | \$ 35,117 |

For the six months ended June 30, 2021, the Group's largest two customers accounted for 23% of sales. For the six months ended June 30, 2020, one of these customers was the Group's largest customer and accounted for 18% of sales. Sales from these two customers are included in the component manufacturing segment. Other than these two customers, the Group is not dependent on any other customer for more than 10% of its sales.